

LEGENDARY PLANET

ADVENTURE PATH



FIFTH *SE* EDITION
COMPATIBLE

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BACK TO THE STARS!

Today tabletop gamers are likely to draw inspiration from fantasy films or TV, from video games or Twitch streams, but way back in the early 1970s, the heart of fantasy and science fiction was the drugstore paperback rack. The robust success of paperback editions of the Lord of the Rings accompanied a huge boom in genre fiction similar to the tales of Gandalf and Frodo, resulting in a near endless supply of bare-chested barbarians, adventures to fantastic planets, and straight-up pastiche of Tolkien's world-changing novels. A great deal of this material was reprinted from the 1920s and 1930s pulp era, bringing once-beloved characters like Robert E. Howard's Conan the Barbarian (to say nothing of latter-day knock-offs like Brak or Kothar or Thongor) to the imagination of a new generation of fantasy enthusiasts. Mixed in among the sword and sorcery republished (and emulated) in this paperback boom were remnants of an even older fantasy sub-genre—one that was previously known as "interplanetary" or "planetary romance," but which soon became known as "sword and planet."

Foremost among these works (then and now) were the Barsoom novels of Tarzan creator Edgar Rice Burroughs. These novels featured the adventures of a Civil War soldier named John Carter as he found himself magically transported to Barsoom—the planet we know as Mars. John Carter's adventures on Mars were just as influential in his day as Tolkien's tales of elves and dwarves were in his, with a profusion of John Carter clones coming from the pen of Burroughs and his imitators over the next few decades, with lesser authors detailing still-thrilling adventures set on Venus, Mercury, or just about any planet you could imagine an Earthling might find himself via psychic projection, magic ray, or crashed spaceship.

Following Burroughs's lead, most of these planets were home to strange creatures, relatively primitive or decadent societies and cultures, and lots and lots of swashbuckling swordplay. When the paperback boom of the 60s and 70s took off, most of these tales (and a host of latter-day imitations) came back alongside Conan and his ilk. And to the early gamers playing Dungeons & Dragons (including Gary Gygax and his sons), there seemed little sense on differentiating fantasy from science fantasy—in those days it was pretty much all the same thing. So when the Gygaxes (and their own imitators through the years) mixed up the paperback-inspired cultural milieu to create something new, John Carter and company came along for the ride. Thus we have four-armed gorillas and flying ships in fantasy gaming from the very start, baked into the DNA of the fantasy game that started it all.

It's been almost 50 years since the birth of D&D, and longer still since the paperback boom that inspired it. Even older are the original sword & planet and barbarian tales brought up from the pulp era. But somehow, thanks to that old Burroughsian spirit, sword & planet still holds up as a thrilling backdrop for tabletop fantasy adventures even today. Legendary Games, with the amazing *Legendary Planet* material you're about to read, has taken the best themes and ideas from one of fantasy's most cherished early genres and updated them today, in the game system of your choice!

You don't need to have read all these old books to get into the spirit of *Legendary Planet* adventure. In some ways, it might be best to go in blind just like John Carter himself, and like the dozens of heroes who followed in the trail he blazed over 100 years ago. Now it's your character's turn to take a leap into a whole new world, under an unfamiliar star.

Don't forget a saber. If the past is anything to go by, you're certainly going to need it!

Erik Mona
March, 2020



WELCOME TO THE LEGENDARY PLANET ADVENTURE PATH

“The original purpose of our Legendary Planet project was to introduce a new campaign setting (as well as an epic adventure path to showcase it) which could be plugged into any existing game or used to launch something new. Over the years, some of our freelancers had pitched various ideas for products, and I had this vision of unifying and linking them together so everyone could play in the same sandbox. Inspiration struck, and I thought the best way to do it would be to create several different worlds with gateways between them where each planet would act as a backdrop for the stories our writers wanted to tell. From an adventuring standpoint, the concept reminded me of the Barsroom series by Edgar Rice Burroughs—which, in my opinion, may just be *the* seminal work for the entire sword-and-planet genre. Obviously, there were also undertones of the *Stargate* films, *Lost in Space*, and even the notion of becoming “part of a bigger universe” portrayed in Marvel’s *Avengers* and the *Guardians of the Galaxy*.

Ultimately, each world and adventure for Legendary Planet is meant to put the heroes in new situations, facing unknown dangers, alien threats, and memorable obstacles, thereby keeping everything fresh. I also wanted to ensure the action stayed centered on the planets rather than any starships traveling between them. For me, to stay true to the sword-and-planet vision, the *planets* have to take center stage. And, going that direction allowed us to bypass the troubling aspect of getting from one world to another, as well as the inevitable slowing of gameplay during starship combat where many characters often have no role to play. Focusing on the planets also helped us showcase the larger campaign setting we were in the process of building. All in all, I think it came out pretty well. We got to tell a sprawling story across multiple worlds. We kept things fresh and interesting by purposefully moving from one alien environment and civilization to another. And, we created a unifying meta-plot to explain how it all fits together, as well as how it can be integrated into the worlds of other campaign settings. My hope is that everyone who experiences Legendary Planet has as much fun with it as we did while making it. Enjoy! And get your gaming on!”

- Neil Spicer

SPECIAL ELECTRONIC FEATURES

We’ve hyperlinked this product internally from the Table of Contents and externally with links to the official **5E System Reference Document** as well as **5esrd.com**. If it is in the core rulebook, we generally didn’t link to it unless the rule is an obscure one. The point is not to supersede the game books, but rather to help support you, the player, in accessing the rules, especially those from newer books or that you may not have memorized.

ABOUT LEGENDARY GAMES

Legendary Games is an all-star team of authors and designers, founded by Clark Peterson of Necromancer Games, Inc. and headed up by Jason Nelson. Legendary Games uses a cooperative, team-based approach to bring you the best expansion material for your game. We are gamers and storytellers first, and we believe that passion shows in our products. So check us out, and Make Your Game Legendary!

Visit us on **Facebook**, follow us on **Twitter**, and check out our website at www.makeyourgamelegendary.com.

SPECIAL THANKS

The *Legendary Planet Adventure Path* was a massive undertaking, over four years and over **a million words** altogether, and it never would have become a reality without the earnest and incredibly patient support of our fans. We thank each and every one of you, but with a special shout-out to our most generous supporters, who truly have left their mark on the Legendary Planet universe! You are truly out of this world!

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ADVANCEMENT TRACK

This is a long adventure path, and for the sake of simplicity and not getting bogged down in numbers and accounting and the vagaries of how much they encounter vs. what they bypass, you may choose to grant characters new levels based on milestones in the campaign rather than tracking individual experience points. Alternatively, you can use the following as a general guide to the levels the PCs should have at the beginning of each of the sections listed below.

The guide below is an approximation, and you should feel free to calibrate the advancement pace to meet the needs of your player group. If they are experienced at maximizing the rules in their favor, you may wish to delay their advancement by a milestone or two to help keep the game appropriately challenging and fun for everyone.

LEVEL	ADVENTURE MILESTONE
1st	<i>The Assimilation Strain</i> (Part 1)
2nd	<i>The Assimilation Strain</i> (Part 3) or <i>To Worlds Unknown</i> (Part 1)
3rd	<i>To Worlds Unknown</i> (Part 2)
4th	<i>To Worlds Unknown</i> (Part 3)
5th	<i>The Scavenged Codex</i> (Part 1)
6th	<i>The Scavenged Codex</i> (Part 2)
7th	<i>The Scavenged Codex</i> (Part 3)
7th	<i>The Scavenged Codex</i> (Part 3, after defeating the main villain)
8th	<i>Dead Vault Descent</i> (Part 1)
9th	<i>Dead Vault Descent</i> (Part 3)
10th	<i>Dead Vault Descent</i> (Part 4)
11th	<i>Confederates of the Shattered Zone</i> (Part 1)
12th	<i>Confederates of the Shattered Zone</i> (Part 3)
13th	<i>Confederates of the Shattered Zone</i> (Part 4)
14th	<i>The Depths of Desperation</i> (Part 1)
15th	<i>The Depths of Desperation</i> (Part 2)
15th	<i>The Depths of Desperation</i> (Part 3)
16th	<i>Mind Tyrants of the Merciless Moons</i> (Part 1)
17th	<i>Mind Tyrants of the Merciless Moons</i> (Part 3)
17th	<i>Mind Tyrants of the Merciless Moons</i> (Part 4)
18th	<i>Mind Tyrants of the Merciless Moons</i> (Part 6)
19th	<i>To Kill a Star</i> (Part 1)
19th	<i>To Kill a Star</i> (Part 2)
20th	<i>To Kill a Star</i> (Part 3)
20th	<i>To Kill a Star</i> (Part 4)

THE ASSIMILATION STRAIN

LEGENDARY PLANET: PROLOGUE

ADVENTURE SUMMARY

The Assimilation Strain is a mystery adventure involving a beleaguered logging town called Holver's Ferry. Designed for four 1st level characters, the plot swiftly unfolds as the PCs investigate a strange, rage-inducing madness overtaking the town's human population. Tracing its origin to the ruins of a nearby manor house on the outskirts of town, the PCs should reach 2nd level before exploring the dangerous catacombs, below. There, they face an unexpectedly alien threat with a nefarious, long-term plan for assimilating and transforming the entire town.

ADVENTURE BACKGROUND

Over the past two weeks, the lakeside town of Holver's Ferry has suffered a setback of epic proportions. Almost 90% of its inhabitants have either succumbed to the worst effects of a terrible virus known as the assimilation strain or packed up and left. The primary carrier of this illness is a hulking lumberjack named Silam Oddle, but a sinister, ooze-like invader from another planet introduced the disease and controls Silam's actions in order to spread it among the rest of the town. Known as a xoraphond, this insidious creature acts as a scout and saboteur for a conquest-minded species of aliens called the jagladine. And, together, they intend to establish a foothold on the PCs' homeworld in preparation for a much larger invasion in the days to come.

The jagladine have long perfected the science of bio-organic manipulation, frequently engineering entirely new creatures from the genetic material of other species. This has enabled them to more effectively infiltrate other worlds, making use of ancient interstellar gateways between planets to assimilate other races into a local, occupying force. Recently, they succeeded in opening a portal to the PCs' homeworld and sent one of their best agents—a xoraphond named Vuelib—to assess opportunities for conquest and experimentation on entirely new creatures. Performing extensive reconnaissance, Vuelib encountered the lumberjacks of Holver's Ferry, and, after identifying most of the town's inhabitants as humans, the xoraphond began crafting a targeted virus capable of remapping and genetically altering the minds of a majority of its citizens.

Just outside Holver's Ferry, Vuelib also discovered a long-abandoned ruin called Arvarenhode Manor, which the xoraphond decided to use as a base of operations. This site proved ideal as a secure, remote location, and Vuelib influenced several ooze creatures in the manor's half-flooded catacombs to serve as guardians for its alien laboratory. Vuelib then set about tailoring an assimilation strain for the humans of Holver's Ferry. The effort took considerable time to research and sequence, but field experimentation soon revealed a significant flaw.

The first strain of the virus induced an unanticipated side-effect in its hosts, driving many of them temporarily insane. Though some of the infected merely suffered from severe dementia, a large number became suicidal or violently psychotic. Within days, Holver's Ferry became a blood-soaked battleground. Over three terrifying days and nights, many buildings were burned to the ground and more than half the villagers perished. Fortunately, the virulence of the flawed assimilation strain burned itself out shortly thereafter. Human villagers infected with the initial version could no longer transmit the disease, though they remained a physical danger to themselves and others due to the madness which lingered in their broken, remapped personalities.

Vuelib remained unfazed by this setback. Side-effects such as these had manifested during jagladine invasions of other worlds, and the xoraphond had already prepared for such a scenario. It immediately began altering its metabolism to re-tailor the assimilation strain for humanity. Three days later, Vuelib successfully re-engineered the virus and proved its perfection by infecting Silam Oddle. Thereafter, Vuelib commanded the lumberjack to spread the improved disease through the remaining population of Holver's Ferry. Since then, Silam has also abducted some of the survivors—usually those resistant to the disease or anyone from a different, non-human species—all so the xoraphond can monitor the strain's long-term effects and conduct further study and experimentation on expanding its reach to other racial types.

Silam's actions have not gone unnoticed, however. After four villagers went missing, two people in town—Sheriff Onessa Jerreth and Rexel, an old gnome apothecary and retired adventurer—realized something besides a virulent sickness was at work in Holver's Ferry. Unfortunately, Onessa decided to act alone in following a potential lead, and, without informing Rexel, she confronted Silam at his isolated orphanage on the far side of the lake, only to be attacked by the enslaved lumberjack. Silam quickly rendered her unconscious, and then carried her to Vuelib's lair as another abductee for torture, interrogation, and eventual experimentation in the xoraphond's laboratory. By the time the PCs arrive in Holver's Ferry, Onessa Jerreth has been missing for six days and her friend, Rexel, is in desperate need of aid to save her and the town.

The adventure opens with the PCs encountering those still suffering from the madness and violence caused by the initial virus, as well as the machinations of the citizens assimilated by the perfected strain. Part One unfolds as the PCs interact with the remaining survivors and resolve a number of lingering threats in town. After gathering clues and consulting with Rexel, they should eventually make their way to Silam's orphanage in Part Two, where further evidence points them to the long-abandoned Arvarenhode Manor. Then, during Part Three, they explore the manor's partially flooded basement and catacombs, overrunning the xoraphond's lair with an opportunity to thwart its goals and those of its alien masters.

GETTING STARTED

To more easily integrate the PCs into the adventure's setup, consider using any of the following hooks to connect them more fully to the plight of Holver's Ferry:

Reclaiming Family Property. One or more of the PCs recently discovered a family relation who owned farmland only a few miles from the village of Holver's Ferry. Though the last, local scion of their line died many years ago, a PC with established ancestry may have a lawful document allowing them to reclaim the long-abandoned property as their birthright, provided they can present such evidence to the local sheriff and town council.

Death from Beyond! An influential and well-respected mystic (perhaps an oracle or other suitably spiritual individual close to the PCs) received strange visions foretelling a dreadful prophecy of apocalyptic ruin on a worldwide scale. These mad ramblings, which describe insidious horrors descending on Holver's Ferry, resonate with the PCs, who may decide to investigate the region out of concern for those they've befriended in the small town.

Mission for the Lumber Barons. A wealthy darkwood merchant asks the PCs to investigate missing shipments of raw lumber which he normally receives every month from Holver's Ferry. His last agent to inquire about the matter was recently discovered wandering the wilderness in such a maddened state his bodyguards had to defend themselves by slaying the man. He now wishes for the PCs to learn what befell him and the logging town.

No Word from Holver's Ferry. A wealthy relative of someone living in Holver's Ferry hires the PCs when he grows concerned about their failure to attend a family wedding. He asks the PCs to travel to check on them. Alternatively, one or more of the PCs could have relatives of their own in town with whom they've lost contact, including one of the local shop owners, temple priests, Sheriff Onessa Jerreth, or even Rexel the apothecary.

Plague and Madness! Refugees from Holver's Ferry have fled to a PC's hometown, spinning tales of a strange illness and dire happenings in the beleaguered settlement. A local lord or town official asks the PCs to investigate the problem before it threatens them, as well.

ASSIMILATION MADNESS

Some of the residents of Holver's Ferry were infected with the initial, flawed version of the assimilation strain, and periodically slip into temporary bouts of confusion, depression, and insanity—a malady which the jagladine and their xoraphond servants refer to as assimilation madness. This affliction works very similar to the *confusion* spell, though the victim's bizarre behavior lasts for the entire episode rather than changing from round to round. When a human infected with the flawed virus is subjected to physical or mental stress (such as by entering combat, being injured, being targeted by a harmful or mind-affecting spell or effect, witnessing the injury or death of an ally or loved one, or even being Charisma (Intimidation)d or even ridiculed in an emotionally impacting way), the infected human automatically suffers one of the effects listed in the **Assimilation**

Madness table below. Victims who survive the episode's short-lived duration revert to normal behavior but remain infected and may relapse again after 1 hour.

The temporary effects of assimilation madness can be countered by spells such as: *calm emotions*, *lesser restoration*, *suggestion*, or any greater equivalent of such spells. This does not, however, cure the victim of the flawed assimilation strain, and new episodes may occur as the brain's remapped personality continues to vex the victim. Only a *greater restoration*, *heal*, or *wish* fully cures a victim of both the madness and the flawed assimilation strain.

ASSIMILATION MADNESS

D%	BEHAVIOR
01–20	The victim does nothing but cower, drool, and babble incoherently for 5d6 minutes.
21–40	The victim runs away from the source of stress, shrieking manically and insensibly for the next 1d6 minutes. Immediately afterward, the victim collapses from exhaustion and remains unconscious for 5d6 minutes.
41–55	The victim engages in wanton destruction of their physical surroundings for the next 1d4 minutes, ignoring nearby creatures to attack trees, rocks, structures, etc. This deals 3 (1d6) bludgeoning damage to the victim at the end of the episode, and immediately afterward the victim gains one level of exhaustion and is treated as poisoned for 1d6 hours.
56–60	The victim falls into a suicidal depression lasting 5d6 minutes. If the victim is alone and/or has adequate time, he attempts to commit suicide in a bizarre manner based upon a fragment of personal memory which torments them (e.g., he might gouge out his eyes to avoid hallucinations of his worst horror, methodically paint individual shards of glass or pottery for a lost loved one and then swallow them, or dress in his finest outfit and then set himself on fire). If the victim is not alone and believes others might intervene to prevent him from harming himself, he deals 1d8 points of damage + Str modifier to himself with an available weapon, an item in hand, or his bare hands, automatically inflicting critical damage.
61–100	The victim becomes violently psychotic and attacks the nearest creatures (for this purpose, a familiar counts as part of the subject's self) for the next 5d6 minutes.



PART ONE: HOLVER'S FERRY

The adventure opens with the PCs arriving on the outskirts of Holver's Ferry, a small village by the shores of Lake Shimmermere. Flanked by a deep, slow-moving river and vast tracts of forested woodlands, the village has based its economy on an active lumber industry, including a significant supply of locally grown darkwood. Once home to over 400 souls, the devastation inflicted by the flawed assimilation strain has left only a handful of desperate townsfolk struggling to survive—most of whom still face a daily aftermath of violence and madness as they seek to either defend their holdings or flee for safer lands.

All unmarked buildings on the map of Holver's Ferry indicate either a farmhouse, residence, or local business left abandoned or damaged by the madness which engulfed the village just two weeks ago. Rotting meals remain on dinner tables, clothes and furnishings are in disarray, and livestock have been left uncared for—all signs of lives unexpectedly interrupted. Though most townsfolk took their valuables with them when they left, PCs who succeed on a DC 25 Wisdom (Perception) check may identify 1d6 x 5 gp in valuable goods from each location (silverware, ornamental jewelry, etc.) up to a maximum of 200 gp of such items throughout the entire town.

A1. FERRY CROSSING

Next to a small shack, which squats at the edge of a wide, slow-moving river, a dead mule lies in the dirt, its body gashed with multiple wounds and covered in flies. Nearby, a flat-bottomed skiff rests along the north riverbank, grounded beneath a thick rope which spans the water. Across the river, a sign declares the small, lakeside village in the distance to be Holver's Ferry. Much seems amiss, however, as the settlement appears deserted, and several of its buildings bear signs of having recently burned to the ground with plumes of white smoke still drifting lazily into the sky.

This ferry station served for decades as a river crossing for prospectors, hunters, and other frontiersmen before an enterprising lumber merchant named Enion Holver founded a village by the lakeshore. Ownership of the ferry changed hands through many generations, and most recently was owned and run by a jovial ex-lumberjack named Unoff Ollus. Following the outbreak of assimilation madness 12 days ago, Unoff stopped operating the ferry and spent his time in a drunken haze, hating himself for trapping his friends and neighbors across the river and not doing more to help them. For, after witnessing the bloodshed which devastated the town from afar, he quarantined the village in an effort to protect himself—or



so he thought. Unfortunately, others had already carried the assimilation madness beyond town and into the forest, soon returning to visit the violence on him, as well.

A thick length of rope spans the river, secured to an identical post on either bank. Unoff used the rope to haul the ferry across with help from his mule. The ferry itself—a flat-bottomed skiff wide enough to carry two wagons side-by-side—sits unoccupied at the river's edge close to the shack. Hauling the ferry across the river using the rope requires a combined Strength score of 25 and takes 15 minutes. Without using the rope, PCs must succeed at a DC 13 Dexterity (water vehicles) check to pilot the skiff across the river using its clumsy rudder. Failing this roll causes the skiff to float downriver (to the west) for $1d4+1 \times 10$ minutes and drift $3d6 \times 1000$ feet before eventually making landfall on the opposite bank. Though the river appears slow-moving, its current is deceptively swift and considered rough water (requiring a DC 10 Strength (Athletics) check each round). PCs on the shore who succeed at a DC 10 Intelligence (Nature) or Wisdom (Survival) check recognize this potential danger.

Creatures: Shortly after the PCs arrive at the ferry crossing, six, wild-eyed men emerge from the shack, brandishing blood-stained farm implements they've recently used to kill and hack apart the drunken ferryman. These locals contracted the flawed version of the assimilation strain a little over two weeks ago when they delivered their harvest to the village granary (A4). After returning home, they succumbed to assimilation madness and slaughtered their own families in a psychotic outbreak. Now, they've returned to Holver's Ferry to visit their murderous rage on its citizens in twisted retribution for the deaths of their loved ones.

Morale: These wretches are completely mad, and fight to the death.

Treasure: An unlocked, wooden strongbox sits under Unoff's bunk in the tiny shack. It contains: 19 sp, 57 cp, a *potion of healing*, and a *potion of swimming* (as *potion of climbing*, but grants swim speed, and advantage on Strength (Athletics) checks made to swim). Unoff's spear is mounted on one wall, and a loaded light crossbow with a quiver of nine crossbow bolts rests atop his bunk.

BLOODTHIRSTY FARMERS

Medium maddened humanoid (human), neutral evil

Armor Class 11

Hit Points 11 ($2d8+2$)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	12 (+1)	10 (+0)	10 (+0)	10 (+0)

Senses passive Perception 10

Languages Common

Challenge 1/8 (25 XP)

Assimilation Madness. These farmers were once neutral, but their alignments shifted to neutral evil due to the flawed version of the assimilation strain. They each suffer a -5 penalty on saves and checks based on Constitution and Charisma. A successful DC 15 Wisdom (Medicine) check determines these men suffer from some sort of sickness, though it's currently impossible to identify the exact illness. Since the farmers

have had the flawed version of the virus longer than 24 hours, they can no longer infect others.

Bloodthirsty (1/Round). When a maddened creature hits a creature that has less than maximum hit points with a melee weapon attack, it deals an extra 1d4 (2) weapon damage.

Savagery. A maddened creature gains advantage on Strength (Athletics) checks made to shove or grapple.

Unstable Mind. A maddened creature gains advantage on saving throws against being charmed, frightened, paralyzed, stunned, or put to sleep. It also has advantage against any effect that fails on creatures immune to being charmed (such as suggestion). On saves against effects that cause confusion or insanity, the creature suffers disadvantage.

ACTIONS

Sickle. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) slashing damage.

Handaxe. *Melee or Ranged Attack:* +3 to hit, reach 5 ft., one target (20/60 ft.). *Hit:* 4 (1d6 + 1) slashing damage.

A2. REDTHISTLE FARM

This modest farmhouse and adjacent barn overlook several vegetable gardens and a large field of grain. In front of the farmhouse stands a wagon half-loaded with provisions and personal belongings. Two stout horses, hitched to the wagon, stamp their hooves impatiently, straining against its brake.

When the PCs cross the river to Holver's Ferry, they find the village eerily quiet and the streets almost deserted. The first building they pass is likely this farm owned by **Ambrin Redthistle** (commoner^{SRD}), who lost his eldest son and two daughters to the recent violence.

Creatures: When the PCs approach, Ambrin appears from behind the wagon, having armed himself with a shovel, and moves to stand between the PCs and his remaining family (a wife and toddler son, both non-combatants). He warns the PCs to keep their distance but gives them an opportunity to explain their arrival and intentions. Assuming the PCs refrain from hostile action, Ambrin apologizes for his demeanor and warns them of the outbreak in Holver's Ferry. If the PCs brought the skiff across the river, he thanks them for doing so, saying he and his family "can finally escape this hell-hole." If the PCs remain on friendly terms with Ambrin, he may stick around long enough to answer some of their questions:

Who are you? "Ambrin Redthistle. I own this farm. My family's lived here for three generations."

What happened here? "A sickness hit town a few weeks ago. It weakened a lot of folks and clouded their minds. A bunch of them went mad. Some just shut down and babbled like idiots, but others were much worse. They either killed themselves or started killing each other. It was a bloodbath! I bet half the folk who lived here are dead now—most of them dragged from their homes or cut down in the streets. A few buildings burned, too, including House Formidable and the lumber mill."



What's House Formidable? "That was our temple to the god of protection. Fine lot of good it did us. It's just a burned-out ruin now but was real popular with the woodcutters and lumberjacks who work in the wilds."

Where did this sickness come from? "I don't know! The priests never found its source. And that was before they ran away or boarded themselves up in their chapel."

Who's in charge here? "Onessa Jerreth is our sheriff, but we haven't seen her in a week. There was a group of village elders, too, but most of them are dead—except maybe Hagrim Foss and Rexel the Apothecary."

Who's Hagrim? "Hagrim is the high priest at Silverstone Hall. He and his acolytes survived the violence, but I haven't seen anybody leave their temple in days."

Who's Rexel? "An eccentric old gnome. He sells medicinal powders, tonics, and cure-alls out of his treehouse south of town. It's on the other side of Old Mill Pond."

Is there somewhere safe to stay in town? "The only inn is the Hapless Harpy. It's located in the center of town, near the White Oak. Not sure if it's still open for business, but it's owned by Vessa Cormindi, and she let many of us take shelter there during the worst of the violence."

Reward: Even during a conversation, Ambrin is eager to finish loading his wagon so he can get his family away from Holver's Ferry. If the PCs help load his family's possessions to enable a swifter departure, he thanks them and grants them the use of his farmhouse (and a week's worth of provisions) for as long as their business keeps them in town. He also leaves them with his good luck charm, a silver holy symbol (worth 25 gp) of the god of protection, saying his brother Treningar gave it to him in the early days of the madness before he perished in the fire at House Formidable (A10).

A3. BELDRAK FARM

The cornfields surrounding this sprawling farmhouse have been mostly trampled and, in some places, burned. The nearby barn is open and abandoned of livestock, and the house looks unattended.

The widower Vel Beldrak and his four adult sons used to work this modest farm, but when madness engulfed the village, they took up arms with the town militia and tried to keep the peace. All of them perished in the violence.

Creature: The Beldrak's faithful hunting dog, a burly mastiff named Scratcher, has been locked inside the main farmhouse for the past two weeks. Having eaten all of the accessible food days ago, Scratcher's hunger led him to devour the family cat, as well. This act unhinged the normally friendly hound, turning him feral enough to prove dangerous to visitors. PCs may attempt a DC 15 Wisdom (Animal Handling) check to try to calm the hostile dog, but unless he's given food immediately, the check suffers disadvantage. Even with food, the PCs must still succeed on a check to prevent the dog from attacking them for it.

Rewards: If the PC's check result was 20 or higher, Scratcher bonds with the first PC to give him food, and will accompany that character if allowed—or, at the GM's discretion, adopted as a beast companion by a PC with a class feature which allows it.

Treasure: PCs who succeed at a DC 13 Wisdom (Perception) check following at least an hour searching the farmhouse locate a teak jewelry box (worth 40 gp), containing 100 gp worth of modest jewelry belonging to Vel's late wife. It also holds a small leather pouch with 9 gp, 13 sp, and 26 cp.

SCRATCHER

XP 25

hp 13 (see SRD, mastiff)

Desperate Hunger. Scratcher gains advantage on attack rolls due to his ferocious need for food.

A4. GRANARY

A 30-foot grain silo rises here, its ground-level door slightly ajar. The top of the tower also includes another door accessing a narrow, wooden walkway overlooking the town, river, and nearby lake.

Holver's Ferry relies on this communal granary to store harvests from the nearby fields to sustain itself through the winter. The town militia also occasionally uses the roof-level catwalk as a watchtower, which can be accessed by a sturdy ladder built into the interior's back wall. The 30-foot ascent reaches a small landing near the ceiling which allows unimpeded access to the rooftop through a narrow doorway. Somewhat surprisingly, the main silo has escaped damage, remaining largely ignored during the recent violence. As a result, it remains well-stocked given the early-autumn harvest season and recent grain deliveries by outlying farmers. If PCs approach the silo, a DC 15 Wisdom (Perception) check discovers a discarded padlock (an average quality lock) and its key lying on the ground.

Creature: When the PCs approach or pass the granary for the first time, Milda Vesk—a plump middle-aged woman dressed in a beautiful, but ill-fitting white lace wedding gown (worth 100 gp)—appears atop the granary's catwalk. Recently widowed by the untimely death of her husband—the lumber mill owner and magnate Tabin Vesk—when he perished in the lumber mill (A14) as it burned to the ground 10 days ago, Milda is lost in mourning. This, coupled with her infection by the initial, flawed version of the assimilation strain, has led Milda into bouts of deep, suicidal depression.

After appearing atop the granary, which she accessed with a key taken from one of the village elder's she found dead on the street, Milda loudly sings a song from her wedding which her husband loved. PCs approaching within 60 feet of her may make DC 12 Wisdom (Perception) checks to notice her dress appears to be drenched in some sort of liquid. Four rounds later, when Milda finishes her tune, she melodramatically produces a tindertwig, lamenting the loss of her husband and preparing to light herself on fire. Unless the PCs prevent her from doing so, two rounds later she strikes the tindertwig and touches it to her gown, immediately bursting into flame (having doused herself with lamp oil). She then jumps from the granary unless anything is done to prevent it, hitting the ground with a sickening crunch. Milda takes 3 (1d6) fire damage, 10 (3d6) bludgeoning damage from the fall, and another 3 (1d6) fire damage each round for the next 1d4 rounds unless the PCs smother the flames.

Development: If the PCs somehow prevent Milda from killing herself, she remains a risk for the remaining 5d6 minutes as described in **Appendix 15: Assimilation Madness** section. If they keep her safe during this temporary bout of madness, she eventually thanks them and calms herself, earning them an XP award as if they'd defeated her in battle. She then asks the PCs to escort her to her house (A12), where she promises to cook them a good meal and answer any of their questions. If the PCs take Milda up on her offer, she proves good to her word. Once at her house, she cooks a simple rabbit and cabbage stew, conversing with them as she serves the table. Though clearly addled and unsteady from the mental ordeal afflicting her scattered mind, she shares the same information provided by Ambrin Redthistle (A2), while also telling tales about her late husband and their life together.

MILDA VESK

XP 25

hp 15 (see **SRD**, **noble**, except as noted below)

Gear Milda has no weapons, armor, or other equipment

Assimilation Madness. Milda was once neutral good, but her alignment shifted to neutral due to the flawed version of the assimilation strain. She currently suffers a -5 penalty to any saves and checks based on Constitution or Charisma. A successful DC 15 Widsom (Medicine) check is enough to determine she suffers from some sort of sickness, though it's impossible to identify the exact illness. Since she's had the flawed version of the virus longer than 1 day, she can no longer infect others.

A5. SHERIFF'S OFFICE

A sign above the door of this stout, stone building identifies it as the local sheriff's office. A single-story structure with a flat roof, the building seemingly has all its windows boarded up, and the solid oak door bears a number of deep marks from the heavy blows of an axe. A small porch runs along the front of the building, its boards stained with dried blood.

For the last 27 years, this building has served Sheriff Onessa Jerreth as her office and the town jail. The interior appears neat and tidy, and all three holding cells are currently clean and empty. Onessa survived the initial violence which engulfed Holver's Ferry and did her best to protect the villagers while attempting to restore order. When the worst of the violence subsided 11 days ago, she recruited her longtime friend Rexel (**A16**) into investigating the mysterious outbreak. Though they failed to determine the source of the disease, both believed something sinister had caused it. Finally, eight days ago, they noticed that villagers who'd managed to survive the violence started vanishing, usually at a rate of one missing person per day. Convinced the people in question hadn't simply fled town, they began to theorize that a malevolent presence still lurked within Holver's Ferry and the surrounding wilderness. A skilled woodsman and tracker, Onessa noticed large bootprints in the earth around the missing villagers' homes, and quickly surmised they belonged to the largest man in Holver's Ferry—the woodcutter, Silam Oddle. The next day, Onessa set off alone to question Silam at his home on the far side of the lake and never returned. The sheriff's office has remained locked and boarded up ever since, though a DC 15 Dexterity check with thieves' tools can successfully open the main door, or it can be broken down (AC 15, damage threshold 5, hp 20, Strength DC 22).

Inside, on the sheriff's desk, lies an unfurled cloth map showing the village and surrounding area of Lake Shimmermere. It includes two brass pins marking a pair of locations along the lakeshore. Anyone in town can recognize these markers as the site of the old Oddle orphanage and the small island which holds the ruins of Arvarenhode Manor. Onessa marked these locations to indicate the two places which drew her interest during her investigation. She marked the orphanage because

of her growing suspicion of Silam Oddle, and she included Arvarenhode Manor because the ruins have been used in the past by a dangerous band of brigands.

Treasure: A locked, sturdy cabinet takes up one entire wall of Onessa's office. A successful DC 20 Dexterity check with thieves' tools unlocks it, though Rexel has a spare key at his shop (**A16**). It contains three suits of studded leather armor, six hand axes, three short spears, nine daggers, four light crossbows with five cases containing 20 crossbow bolts each, and a silvered longsword. A small, wooden box at the foot of the cabinet also holds three *potions of healing*, a *scroll of shatter* and a purse holding 22 gp and 77 sp.

A6. MULNARIN FARM

The door to this small farmhouse lies kicked in, and the adjacent barn has burned to its foundation.

The Mulnarin family held out for two days against a mob of their infected neighbors. Eventually, deranged victims of the assimilation strain breached the front door and dragged the father and mother—Dorven and Kayla Mulnarin—into the front yard to butcher them. The priests from Silverstone Hall, led by Hargrim Foss, rescued the couple, only to turn on them, as well, since they'd succumbed to the perfected version of the assimilation strain, turning to evil in the name of an unknown 'god' whispering in their minds (see **A11**). Afterward, scavengers thoroughly sacked and looted the Mulnarin farmhouse, and the adjacent barn was burned to the ground. With a successful DC 15 Wisdom (Perception) check, PCs investigating the farmhouse discover a basement trapdoor barred from within (AC 15, damage threshold 5, 15 hp, Strength DC 18).

Creatures/Trap: Four adolescent children—Tevan (15 years old), Cyria (11 years old), and twins Javos and Mersia Mulnarin (8 years old)—are hiding in the farmhouse basement, terrified for their lives. Tevan is armed with a dagger, but the younger children are non-combatants. Having been taught as a trapper by his father, Tevan has rigged the basement entrance with a heavy crossbow which fires as soon as someone opens the door.

If the PCs call through the door, no one answers, as the children are much too frightened to respond and expect more maddened villagers. If the PCs' passive perception with disadvantage beats 10, they hear a small amount of movement and whispered voices from within. PCs parleying with those inside may attempt a DC 15 Charisma (Deception or Persuasion) check or a DC 25 Charisma (Intimidate) check to draw out the children. If successful, Tevan opens the door, but emerges with the loaded crossbow to deter any troublemakers from harming his siblings.

Aside from the strange sickness in town, the Mulnarin children know very little about the troubles of Holver's Ferry. In the early chaos, their parents ushered them into the basement just before the maddened villagers arrived. They've remained here ever since, too afraid to leave, and living off the foodstores and water barrel in the root cellar.

Reward: The Mulnarins were fast friends with the gnome apothecary, Rexel (A16), and provided him with rare herbs and mushrooms for his alchemy. If the PCs successfully resolve the encounter with the Mulnarin children without violence, Tevan explains their parents often asked ‘Uncle’ Rexel to look after them in their absence, but they’ve been too afraid to seek him out. If the PCs escort them to Rexel for safekeeping, refer to area A16 for developments and rewards from the apothecary.

TEVAN MULNARIN

XP 100

hp 16 (see **SRD**, **scout**, except as noted below)

Gear dagger, heavy crossbow with 5 bolts

CROSSBOW TRAP

Mechanical trap

The heavy crossbow is rigged to fire when the door is opened. A successful DC 18 Wisdom (Perception) check notices the tip of a screw barely protruding through the door. Intelligence (Investigation) DC 18 discerns that it is the anchor for a trip wire of some kind. A DC 15 Dexterity check with thieves’ tools can cut the wire, but the children inside are very likely to notice the tampering.

When the trap activates, the crossbow makes a ranged attack with a +5 bonus against a creature standing in front of the open door. A target that is hit takes 1d10+1 piercing damage. The crossbow must be manually reloaded.

A7. THE WHITE OAK

An enormous, 40-foot-tall oak tree, covered with dull, white bark and silvery leaves stands here, its moss-draped branches stretching for dozens of feet in every direction. Three human bodies, hanged by the neck with coarse ropes, slowly sway in the breeze, their feet just inches off the ground.

This great oak tree marked the civic heart of Holver’s Ferry. Long used as a meeting place for festivals, weddings, and other events, the tree recently became a battleground when violence engulfed the village. The three townsfolk hanging from the tree were executed by Hagrid Foss and his acolytes at Silverstone Hall (A11). Two of them include the parents—Dorvan and Kayla—of the Mulnarin children (A6).

A8. THE HAPLESS HARPY

This two-story, fieldstone building has a slate roof and oak timbers providing support along its sturdy walls. A sign above the entry depicts a monstrous woman with great, bat-like wings sleeping under a willow tree. All the windows on the ground floor have been thoroughly boarded up and sealed tight, but some of the second-floor windows still remain open.

The Hapless Harpy is the only inn in Holver’s Ferry, acting as a favorite spot for generations of villagers to gossip over a



pint of the inn’s celebrated Black Harpy brew—a thick, malt beer as dark as night. The owner and proprietor of the Harpy is **Vessa Cormindi** (LG middle-aged female human, statistics as a **guard^{SRD}**), a buxom woman with a milky left eye and a small, curved scar on her right cheek. When madness engulfed Holver’s Ferry, Vessa sheltered several families inside her defensible inn, helping them ride out the conflict until they could gather their belongings and leave town.

Creatures: When the violence subsided 11 days ago, everyone Vessa had sheltered at the inn departed, except for her only remaining customer—a capable, human mercenary named Vorthad. Vorthad helped defend the inn during the worst of the chaos, rescuing a number of citizens from the mobs outside. Unfortunately, during one such skirmish, an infected villager injured him and passed along the flawed version of the assimilation strain. Vorthad hid the symptoms of the disease for many days, but after growing increasingly irrational and irritable, he locked himself in his bedroom on the inn’s second floor.

When the PCs arrive at the Hapless Harpy, they find Vessa nervously pacing in the common room. She seems equally surprised and worried to see new customers, but capable-looking individuals like the PCs soon give her hope. She immediately shares her concerns about Vorthad, and that the last few times she checked on him, the mercenary responded by shouting belligerent curses through the door and striking it with his halberd. Vessa pleads for the PCs to subdue Vorthad so he can be restrained until his madness passes. She offers free rooms if they agree to help, beseeching the PCs not to kill Vorthad if they can avoid it. A steadfast believer in the rules of hospitality, she feels responsible for his well-being and appreciates his contributions in saving so many townsfolk.

If questioned about the happenings in Holver's Ferry and the damage to the town, she relays the same information the PCs may have gleaned from Ambrin Redthistle or Milda Vesk, but she also adds her growing suspicions about the priests of Silverstone Hall (A11), mentioning that she saw Hagrid Foss and his acolytes execute Dorvan and Kayla Mulnar by the White Oak (A7).

Reward: If the PCs subdue Vorthad without killing him, Vessa is extremely grateful, offering them free room and board and a polished bloodstone (worth 50 gp) she's been holding onto for years. Even after being rescued from his madness, Vorthad remains a suicide risk for the next 5d6 minutes as described in **Chapter 15: Assimilation Madness**. If the PCs keep him from killing himself during this brief period of time, he still remains dangerous because of his alignment shift to chaotic evil. However, since he's no longer insane, he keeps his thoughts to himself, gruffly thanking the PCs and deflecting their questions as he quietly bides his time before slipping away from the inn. Always a proud warrior, he inwardly fumes at being bested by the PCs, and lurks in the ruins of the abandoned buildings near the inn so he can watch for their comings and goings. If he spots a lone PC leaving the inn, he trails after them in an attempt to avenge himself. If no such opportunity occurs after five days, Vorthad vents his rage elsewhere by leaving Holver's Ferry forever.

VORTHAD

Medium maddened humanoid (human), chaotic evil

Armor Class 11 (leather armor)

Hit Points 32 (5d8+10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	10 (+0)	14 (+2)	10 (+0)	10 (+0)	11 (+0)

Skills Intimidation +2

Senses passive Perception 10

Languages Common

Challenge 1/2 (100 XP)

Assimilation Madness. Vorthad was once chaotic neutral, but his alignment shifted to chaotic evil due to the flawed version of the assimilation strain. He suffers a -5 penalty on saves and checks based on Constitution and Charisma. A successful DC 15 Wisdom (Medicine) check determines that he suffers from some sort of sickness, though it's currently impossible to identify the exact illness. Since Vorthad has had the flawed version of the virus longer than 24 hours, he can no longer infect others.

Bloodthirsty (1/Round). When a maddened creature hits a creature that has less than maximum hit points with a melee weapon attack, it deals an extra 1d4 (2) weapon damage.

Pack Tactics. Vorthad gains advantage on melee attack rolls against a creature if he has at least one ally within 5 feet of the creature, and the ally isn't incapacitated.

Savagery. A maddened creature gains advantage on Strength (Athletics) checks made to shove or grapple, including rolls to resist those attacks.

Unstable Mind. A maddened creature gains advantage on saving throws against being charmed, frightened, paralyzed, stunned, or put to sleep. It also has advantage against any effect that fails on creatures immune to being charmed (such as suggestion). On saves against effects that cause confusion or insanity, the creature suffers disadvantage.

ACTIONS

Multiattack. The mercenary makes two melee attacks.

Halberd. *Melee Weapon Attack:* +4 to hit, reach 10 ft., one target. *Hit:* 7 (1d10 + 2) slashing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +2 to hit, range 100/400 ft., one target. *Hit:* 5 (1d10) piercing damage.

A9A. YENSER'S STOREFRONT

This well-kept, fieldstone building has a simple sign over the door that reads "Yenser's." A large display window dominates the front of the building, but now lies smashed in with shards of broken glass strewn everywhere. Inside, the darkened store also lies in shambles. Shelves have fallen from the walls, tables have been overturned and broken, and various wares lie scattered about the floor.

This modest store sold common tools, supplies, dry goods, clothing, and even a small selection of arms and armor. The owner—a well-liked, middle-aged half-elf named Yenser Delharo—also served his neighbors as a part-time blacksmith. A small, covered porch with an anvil sits behind the shop, along with an unlit firepit and common blacksmithing tools.

On the first night of violence in Holver's Ferry, Yenser's shop became a battleground when a dozen villagers suffering from assimilation madness broke through the window to loot the place and ended up fighting one another as they squabbled over Yenser's tradegoods. Though the half-elf fled to his attic (A9b) and escaped harm, the villagers thoroughly looted his store of weapons, armor, and anything of value. It now lies in shambles, with shattered display cases, overturned tables, and broken shelves littering the bloodstained floor (treat as difficult terrain).

A small display case weighing 70 pounds leans against the entry door. A PC succeeding at a DC 10 Strength check can easily push the door open and knock the case over, but the noise immediately wakes the shop's current occupants (see below). PCs can also quietly move the case away from the door with a successful DC 10 Strength check followed by a DC 20 Dexterity (Stealth) check, but any Dexterity (Stealth) checks made to move inside the shop itself suffer disadvantage due to the broken glass and other debris littering the floor.

PCs searching the messy shop find little of interest, however, a successful DC 12 Wisdom (Perception) check discovers an empty vial from a *potion of greater healing* Agrizarga drank after her battle with Yenser. It lies next to the ladder leading to the attic.

Creatures: A lean female bugbear named Agrizarga and her goblin raiders waylaid several villagers fleeing Holver's Ferry about a week ago. After torturing these victims, they learned about the town's misfortune, and crept into the village the night before the PCs arrived, eager to visit further misery on the weakened survivors. Agrizarga decided to investigate the village store first, and found Yenser shortly thereafter, whose scent alerted the bugbear to his presence. A short battle ensued in which she slew the shopkeep, but not before Yenser killed two of the goblins and heavily wounded her, as well. After the fight, she ordered the remaining goblins to stand guard while she climbed into the attic to feed on Yenser's corpse and let her wounds heal.

Tactics: During the day, the goblins cover themselves with clothing, blankets, and other light-weight debris in the shop to shield themselves from the sun so they can sleep. This gives them advantage on their Dexterity (Stealth) checks while hiding. In combat they try to hit and run, using bonus actions to Disengage and keep enemies off balance.

Morale: If three or more goblins perish, the survivors flee Holver's Ferry, abandoning Agrizarga.

GOBLINS^{SRD} (5)

hp 7 each

A9B. YENSER'S ATTIC

A terrible stench fills this long attic. Near a straw bed in the southwest corner, the half-eaten body of a man hangs from a simple, iron chain looped over a rafter.

Agrizarga claimed the straw bed in Yenser's attic to recover while gorging herself on Yenser's lifeless corpse. During the day, she remains here, even if her goblins are attacked by the PCs, caring little for her minions and thinking nothing of using them as fodder against tougher opponents or as a convenient distraction if she needs to escape. If the PCs fail to discover Agrizarga, the bugbear remains hidden in the attic for the next two days until her wounds heal and she runs out of food. Three nights after the PCs arrive in Holver's Ferry, she—and any goblin underlings who remain—emerge from hiding to stalk and murder random villagers. They slay a new victim each night until Agrizarga is killed or driven from town.

Treasure: Near the straw bed, Agrizarga has amassed a small collection of valuables Yenser kept in the attic, including 15 gp, 114 sp, a decorative darkwood bracelet of elven design (worth 30 gp), a small velvet pouch holding five uncut agates (worth 10 gp each), and Yenser's blood-smeared +1 *short sword*.

AGRIZARGA (BUGBEAR^{SRD})

hp 27

Combat Gear *potions of invisibility* (2) **Other Gear** necklace of severed ears, noses, and tongues.

A10. HOUSE FORMIDABLE

Nearly three dozen charred bodies lie among the ash and debris of this burned-out temple where statues carved with common runes of protection have similarly fallen into ruin, pulled down by ropes and half-melted chains.

This ruined building once served as the local temple to the god of protection, a popular deity among the many woodcutters, carpenters, and lumberjacks who called Holver's Ferry home. A large, open-ceilinged structure enclosed on all sides, House Formidable provided a measure of security and peace along the frontier, with its wandering acolytes presided over by a burly high priest named Treningar. When madness engulfed Holver's Ferry, many of the town's faithful came seeking shelter, and Treningar did everything in his power to protect them. Unfortunately, a large mob of infected villagers eventually set fire to the temple, and any townsfolk who escaped found themselves cut down by the madmen waiting outside.

Creatures: A proud man who took his duties as a healer very seriously, Treningar often aided Sheriff Onessa Jerreth—or those in her custody—helping them recover from their injuries. In the early days of the assimilation madness, Treningar also sought his god's favor to treat the infected, but his efforts failed to stem the outbreak. Unaccustomed to such letdowns, when the flames closed on him and his doomed followers, the experience shook the very core of his faith.

As the fire consumed Treningar and two of his acolytes, they cursed their patron god for abandoning them and the town in its time of need. In their final moments, this blasphemy damned the priests to an undead existence as burning skeletons with blackened, smoldering bones and empty eye sockets trailing thick, black smoke. They now lie among the still smoldering



ruins of House Formidable, rising to attack any who venture too close to the site of their greatest pain and failure.

Treasure: Treningar's golden holy symbol, studded with semi-precious stones and worth 400 gp, still hangs from a thin chain around his blackened, skeletal neck, miraculously unscathed by the flames.

BURNING SKELETONS (2)

Medium undead, lawful evil

Armor Class 13 (armor scraps)

Hit Points 13 (2d8+4)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+2)	15 (+2)	6 (-2)	8 (-1)	5 (-3)

Damage Vulnerability bludgeoning

Damage Immunities fire, poison

Condition Immunities exhaustion, poisoned

Senses darkvision 60 ft., passive Perception 9

Languages understands Common but can't speak

Challenge 1/2 (100 XP)

Fiery Body. A creature that touches a burning skeleton or strikes it with a melee weapon while within 5 feet of it takes 3 (1d6) fire damage.

Fiery Death. When a burning skeleton is destroyed its body explodes in a burst of flame. All creatures within 5 feet of it take 3 (1d6) fire damage. A successful DC 11 Dexterity saving throw halves this damage.

Searing Weapons. When a burning skeleton hits with a metal melee weapon or unarmed strike, it deals an extra 3 (1d6) fire damage (included in the attacks below).

ACTIONS

Shortsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target.

Hit: 5 (1d6 + 2) piercing damage and 3 (1d6) fire damage.

A11. SILVERSTONE HALL

Polished, metal sheets adorn the exterior of this domed, stone building, each embossed with decorative symbols of coins, trade, and commerce. It seems to have weathered the violence much better than other buildings in town. Solid, oak boards seal every window, and the great entry door is reinforced with an iron gate.

A consortium of wealthy lumber barons established this local temple to the god of commerce and merchants well over a decade ago. They believed the chapel's clergy would assure that trade flourished in the region, and the temple's high priest, Hagrid Foss—a short, plump man with stern, impassive features and the paternal demeanor of a seasoned judge—has led the institution for years. The interior includes a domed roof with a main worship hall, a small kitchen, a common room for practicing acolytes, and Hagrid's private study adjacent to his

own small bedroom. The priests have barred the great entry door from within (AC 15, damage threshold 5, hp 20; Strength DC 25), but emerge periodically to replenish their water supply at night before sequestering themselves again. Behind the temple near the woods lies a smoldering pile of dozens of scorched bodies. Many dead villagers were brought there after the violence subsided, and Hagrid and his acolytes burned their bodies in an attempt to stop the spread of the disease. Since their assimilation by the perfected form of the virus, they've turned their attention away from caring for the townsfolk and now pose a new danger to Holver's Ferry and surrounding region.

Creatures: Eight days ago, when Hagrid realized he and his acolytes had become infected with the virus affecting Holver's Ferry, he ordered their temple sealed, preparing to sacrifice the entire priesthood in the hopes of sparing the town another bout of madness. A few days later, however, it became evident the priests had contracted a different form of the illness—the perfected assimilation strain spread by Silam Oddle. Soon thereafter, the clerics' alignments shifted to lawful evil and an



angry seed of malevolence grew in their hearts. Compounding this development, Hagrim began receiving whispered guidance in his mind through the long-range telepathy of the xoraphond Vuelib. Believing these words to be the manifest directions of a new god, and driven by a desire to slaughter his former neighbors, Hagrim and his clergy rounded up a dozen villagers—those who'd proven resistant to the outbreak—and began executing them by the White Oak (area A7). Now, only three of these captives (NG male and female human commoner 1) still live, and all three remain uninfected since the virus has run its course. Hagrim keeps them gagged and bound on the floor of his private study, while his acolytes hold vigil in the main worship hall, growing ever more furious at their inability to channel the divine power their deity once bestowed, while beseeching the voice in their heads to grant them new power to carry out its will.

Tactics: If the PCs pound on the temple door and ask for entry, Hagrim and his acolytes take up positions against the wall on either side of the door. If the PCs breach the doors, he directs his men to attack with surprise. Now that his madness has worn off, Hagrim fights with measured precision with his +1 *morningstar*. His tactics are simple, brutal, and driven by an unassuaged hatred of anyone not under his command or that of his newfound 'god' Vuelib.

Morale: Realizing he'd face execution for murdering the villagers if subdued, Hagrim fights to the death.

Treasure: An unlocked strongbox kept behind the altar in the main worship hall holds 214 gp, 129 sp, and 93 cp. A PC who searches Hagrim's private study (and succeeds on a DC 17 Wisdom (Perception) check) notices a secret drawer in the large, oak desk. It contains four *potions of healing*, a *scroll of bless*, and a *scroll of lesser restoration*.

Reward: If the PCs defeat the corrupted priests of Silverstone Hall and rescue the three villagers, award each of them a 200 XP story award.

HAGRIM FOSS

Medium assimilated humanoid (human), lawful evil

Armor Class 15 (breastplate)

Hit Points 58 (9d8+18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	13 (+1)	14 (+2)	10 (+0)	15 (+3)	10 (+0)

Senses passive Perception 13

Languages Common

Challenge 1 (200 XP)

Assimilated. Hagrim was once lawful neutral, but his alignment shifted to lawful evil due to the perfected version of the assimilation strain.

Ex-Cleric. Hagrim's shift to lawful evil stripped him of his divine spells and class features, except for his armor, shield, and weapon proficiencies. He cannot gain levels as a cleric again until cured of the assimilation strain and he atones for his evil deeds.

Malign Influence. An assimilated creature suffers disadvantage on all Constitution, Wisdom, and Charisma saving throws against effects and technologies wielded by the jagladine or their servants as the co-habiting nanites force the creature's body and mind to acquiesce to such commands. When an infected creature makes an ability check to resist an effect initiated by such individuals, it likewise suffers disadvantage.

Combat Gear *potions of healing* (3); **Other Gear** silver holy symbol, 76 gp, 27 sp, 30 cp

ACTIONS

+1 Morningstar. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning or piercing damage.

Light Crossbow. *Ranged Weapon Attack:* +2 to hit, range 100/400 ft., one target. *Hit:* 5 (1d10 + 1) piercing damage.

ASSIMILATED ACOLYTES^{SRD} (3)

XP 25 each

hp 9 each

SPECIAL ABILITIES

Assimilated. The acolytes were once lawful neutral, but their alignments have shifted to lawful evil due to the perfected version of the assimilation strain.

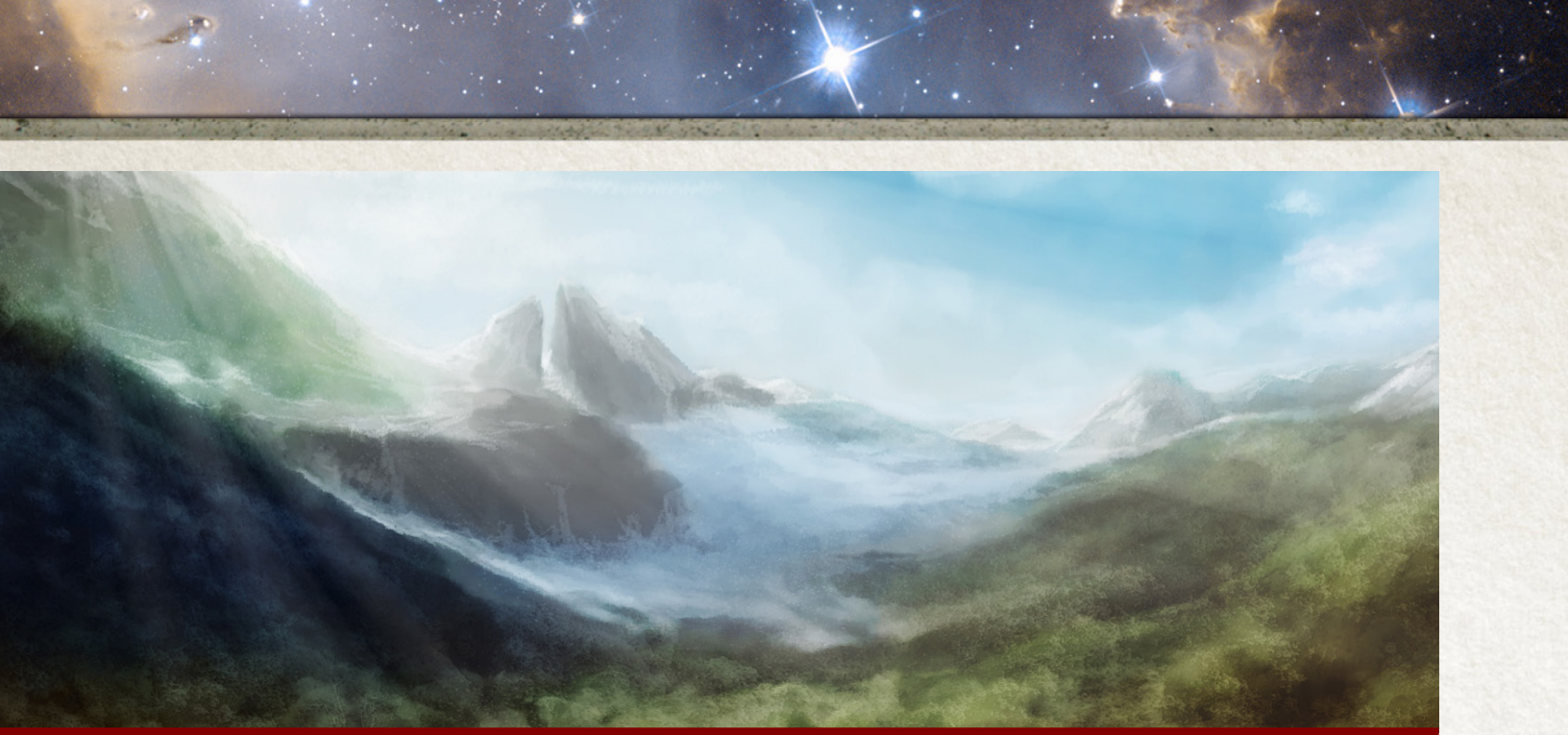
Ex-Cleric. The acolytes' alignment shift has stripped them of all of their divine spells and cleric class features, except for their armor and shield proficiencies and proficiency with simple weapons. They cannot gain levels as a cleric until they are cured of the assimilation strain and atone for their evil deeds.

Malign Influence. An assimilated creature suffers disadvantage on all Constitution, Wisdom, and Charisma saving throws against effects and technologies wielded by the jagladine or their servants as the co-habiting nanites force the creature's body and mind to acquiesce to such commands. When an infected creature makes an ability check to resist an effect initiated by such individuals, it likewise suffers disadvantage.

A12. VESK RESIDENCE

This modest, two-story manor house has white-washed fieldstone walls supported by dark oak timbers. Its steeply pitched roof bears bright shingles made from tiles of red clay. Although still stately looking, the home shows signs of recent vandalism. Windows on the ground floor have been smashed, several scorch marks mar the walls, and a half-dozen crossbow bolts are embedded in the front door.

The most prosperous merchant in town—Tabin Vesk—built this home around the same time he erected the lumber mill to employ most of the woodcutters and lumberjacks around Holver's Ferry. He recently perished, however, when a crazed mob burned down the mill around him (A14). His wife, Milda, survived the attack, and escaped from the building before the flames consumed it. As Milda fled, however, one of the infected villagers



bit her and passed on the flawed version of the assimilation strain. She returned to the manor and eventually succumbed to the more suicidal aspects of the madness. If not encountered already, the PCs may find Milda at the local granary (A4).

Treasure: Old Tabin kept most of his wealth in his office at the lumber mill, which was lost when it burned to the ground. A thorough search of his manor, however, still locates 500 gp worth of valuable furnishings and works of art (silverware, paintings, tapestries, fine rugs, etc.). Additionally, a successful DC 20 Wisdom (Perception) check locates a secret cache in the bedroom closet. This space holds a satchel containing: 500 gp in assorted coins and semi-precious gemstones), a silvered longsword, a *potion of invulnerability*, and a *potion of heroism*. If the PCs prevented Milda from killing herself (see A4), she offers them the gemstones, sword, and potions as a reward.

A13. MILITIA HEADQUARTERS

This smoldering ruin was once a three-story, wooden structure. Though three of its four walls remain standing, the building's interior has long since collapsed, leaving it a smoldering tangle of blackened beams and ash.

This building held the local armory and headquarters for the village militia, a volunteer organization capable of mustering 40 armed men in times of duress. When violence engulfed Holver's Ferry, the armory fell first, because nearly a third of its militia members contracted the flawed assimilation strain as they tried to restore order. Within a few days, they turned on one another and the battle claimed the lives of most everyone left behind. The few militiamen who survived took refuge under the command of Wendred Lorgg in one of the warehouses next to the ruined lumber mill (A14).

Treasure: A PC who succeeds on a DC 16 Intelligence (Investigation) check while searching the burned-out armory locates a serviceable, warhammer in the clutches of a fire-blackened skeleton.

A14. LUMBER MILL RUINS

An eight-foot-high, fieldstone wall surrounds the burned ruins of a lumber mill and three, non-descript warehouses. The mill is little more than ash and crumbling masonry now, still smoldering in a few places, but the warehouses look intact.

When the violence hit Holver's Ferry, the village militia did their best to keep order, but the enraged mobs and assimilation madness quickly overwhelmed them. Wendred Lorgg, one of the militia's best officers, survived the savagery long enough to rally a handful of loyal militiamen. Though they lost their armory headquarters (A13), he led them to the ruined mill and established a temporary stronghold in the undamaged warehouse closest to the lake. For a few days after the virus burned itself out, Lorgg and his men policed the streets, rounding up maddened survivors to hold in the warehouse for their own safekeeping. Unfortunately, the xoraphond Vuelib soon learned of Lorgg's actions and, viewing him and his men as continued threats, ordered Silam to infect them with the re-engineered assimilation strain. Controlled by a *mindslave harness* (see **Chapter 15: Assimilation Madness**), Silam had no choice but to obey, offering Lorgg and his men additional provisions as he volunteered to join them. As the newest member of the militia, he made sure to shake hands with everyone present, and the remaining men soon manifested the infection, as well, having their brains and personalities remapped until they became neutral evil.

Since their assimilation and Silam's departure, Lorgg and the rest of the militia have heard alien whisperings in their minds—the telepathic urgings of the xoraphond, Vuelib. Unlike Hagrim Foss (A11), Lorgg believes this voice is an otherworldly or extraplanar creature intent on conquering the region around Holver's Ferry. And, no longer shackled by a moral compass, he and his men stand ready to serve this entity when it fulfills the assurance of its impending arrival. In addition, Vuelib has

encouraged Lorgg to remain in Holver's Ferry, preventing its citizens from leaving while also restraining all newcomers, especially those who cannot "hear" the xoraphond's voice for themselves. To date, only Silam and the priests of Silverstone Hall have demonstrated that ability, but everyone else is either put to death if they show signs of assimilation madness or held captive within Lorgg's warehouse until the xoraphond and its jagladine masters come to claim them. Currently, Lorgg holds seven villagers (N male and female human commoner 1) inside the compound, but soon seeks to add the PCs, as well.

WENDRED LORGG

XP 100

hp 32 (see **SRD**, **thug**, except as noted below)

Assimilated. Lorgg was once neutral, but his alignment shifted to neutral evil due to the perfected version of the assimilation strain.

Malign Influence. An assimilated creature suffers disadvantage on all Constitution, Wisdom, and Charisma saving throws against effects and technologies wielded by the jagladine or their servants as the co-habiting nanites force the creature's body and mind to acquiesce to such commands. When an infected creature makes an ability check to resist an effect initiated by such individuals, it likewise suffers disadvantage.

INFECTED MILITIAMEN (3)

XP 25 each

hp 11 (see **SRD**, **guard**, except as noted below)

Assimilated. The militiamen were once neutral, but their alignments shifted to neutral evil due to the perfected version of the assimilation strain.

Malign Influence. An assimilated creature suffers disadvantage on all Constitution, Wisdom, and Charisma saving throws against effects and technologies wielded by the jagladine or their servants as the co-habiting nanites force the creature's body and mind to acquiesce to such commands. When an infected creature makes an ability check to resist an effect initiated by such individuals, it likewise suffers disadvantage.

A15. LUMBER YARD

This large, grassy field is empty except for six piles of unprocessed timber, each roughly 20 feet long and 10 feet high.

Not yet processed into usable lumber, the stacked logs of this lumberyard have lain unused and unattended since the outbreak of the assimilation strain. PCs who inspect the southernmost pile and succeed on a DC 12 Wisdom (Perception) check, notice what looks like the entrance to an animal burrow sized for a Small creature to squeeze into. Six, empty liquor bottles lie scattered on the ground nearby, discarded there by the burrow's current occupant.

Creature: Besker Zimm, a wild-eyed, halfling woodcutter with a crooked nose and clean-shaven head, lives in the small earthen space under the timber, having hidden there since the

night before the PCs arrived in Holver's Ferry. Since that time, he's observed the comings and goings in town of nearly every major group and party, even noting the arrival of the bugbear Agrizarga and her goblin raiders (**A9**). Not quite right in the head even before the fall of Holver's Ferry, the frequently drunken Zimm is convinced the village is infested with monsters—both real and imagined. Paranoid and delusional, his initial attitude is Unfriendly and he refuses to leave his burrow unless the PCs change his attitude to Friendly. If they attempt to enter his home and remove him by force, he reacts violently, directing his trusty dog, Runt, to attack alongside him. A blatant alcoholic, Zimm ran out of liquor to get him through the horrors he's observed as everyone in town turned on one another. If the PCs offer him a drink, he automatically becomes Friendly, but his burrow is barely large enough to accommodate him, so he's perfectly comfortable sitting outside among the logs while conversing with them.

Despite any headway the PCs make with Zimm, he proves a shaky ally at best. His primary motivation is survival and the acquisition of copious amounts of liquor. Every action he takes, or promises, is designed to support these two goals. If the PCs make him friendly (an automatic occurrence if they give him any amount of alcohol), he becomes amenable to answering their questions. He can share information about the early outbreak of madness in Holver's Ferry, the danger posed by the remaining members of the town militia (**A14**) and priests from Silverstone Hall (**A11**), as well as the activities of Agrizarga and her band of goblin raiders (**A9a** and **A9b**). So far, Besker has remained hidden from all these threats, but hasn't left town for fear of Lorgg's patrolling militia and the night activities of Hagrim's priesthood.

BESKER ZIMM

Small humanoid (halfling), chaotic neutral

Armor Class 13 (leather armor)

Hit Points 13 (2d8+4)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	15 (+2)	14 (+2)	8 (-1)	10 (+0)	10 (+0)

Damage Resistance poison

Skills Stealth +4, Survival +2

Senses passive Perception 10

Languages Common, Halfling

Challenge 1/8 (25 XP)

Brave. Besker has advantage on saving throws against being frightened.

Halfling Nimbleness. Besker can move through the space of any creature one size larger than himself.

Lucky. When Besker rolls a 1 for an attack roll, saving throw, or ability check, he can reroll the die. He must use the new roll.

Stout Resilience. Besker has advantage on saving throws against poisons, and resistance to poison damage.

Other Gear. 10 bullets, 2 gp

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +4 to hit, range 20/60 ft., one target. *Hit:* 4 (1d4 + 2) slashing damage.

Sling. *Ranged Weapon Attack:* +4 to hit, ranged 30/120 ft., one target. *Hit:* 4 (1d4 + 2) bludgeoning damage.

RUNT

Mastiff^{SRD}

hp 5



A16. APOTHECARY

The trail from Holver's Ferry disappears into the woods for several dozen yards before ending abruptly at the foot of a great, gnarled sycamore tree. A narrow, wooden staircase wraps around the trunk a half-dozen times before reaching a small, two-story hut nestled between the branches thirty feet overhead. A simple sign at the base of the stairs reads: "Apothecary. Come on up."

For over a hundred years, a wiry, white-haired gnome named Rexel has run this small apothecary, selling simple alchemical items, magical potions, and an eccentric assortment of trinkets and other odds-and-ends. In his cramped shop, one can find a fossilized troglodyte femur bone carved with the characters of the draconic alphabet, a pair of lady's slippers made from the delicate eyelids of a silver dragon, or a dozen different amulets, rings, and charms Rexel swears were crafted in the otherworldly realm of the fey.

During the first three days of violence which engulfed Holver's Ferry, Rexel's shop came under attack by three burly lumberjacks who contracted the flawed version of the assimilation strain. The men broke into Rexel's hut, vandalized the shop, and attacked him. Though the gnome drove the men off with alchemical acid, they still destroyed his well-stocked laboratory and most of his magic potions. Rexel subsequently cleaned things up, but it's still apparent from the collected, broken junk that some sort of scuffle recently occurred.

Creature: Rexel closed the doors to his shop about six days ago, hiding out after his longtime friend, Sheriff Onessa Jerreth,

mysteriously vanished (see **A5**). He's grown more paranoid ever since, and when the PCs first encounter him he's become desperate for aid in tracking her down. He believes Onessa can root out the origin of the strange disease afflicting Holver's Ferry and help the village recover more than anyone else in town.

When the PCs arrive, Rexel remains guarded with a starting attitude of Unfriendly, calling out to them from his treehouse, and prepared to drop an alchemical bomb in anticipation of more maddened townsfolk trying to reach him. Provided the PCs identify themselves, he proves slightly more hospitable shifting his starting attitude to Indifferent. A DC 16 Charisma (Persuasion) check can further improve his outlook, and if the PCs bring the Mulnarin children to him (**A6**), he's overjoyed by their survival and immediately becomes Helpful.

If Rexel's attitude improves to at least Friendly, he invites the PCs into his shop and tries to enlist their aid in solving the mystery of Holver's Ferry. If they describe or bring the cloth map from the sheriff's office (**A5**), Rexel immediately recognizes the two locations marked with Onessa's pins as Mother Oddle's orphanage (described in **Part Two**) and the ruins of Arvarenhode Manor (described in **Part Three**). He shakes his head sadly and surmises that the habitually impetuous sheriff must have investigated the leads on her own and probably wanted to enlist Silam's help as an ally in searching the forest. He begs the PCs to find her and suggests they begin at the old orphanage since it lies closer to town.

Here are some possible answers to any questions the PCs might have Rexel:

Who are you? "I'm Rexel and I've lived in this town and run this apothecary for the last 100 years."

What happened to Holver's Ferry? "A sickness hit town a few weeks ago. It weakened a lot of folks and drove some of them mad. It made some kill themselves or each other, driving them into a murderous rage. I've never heard or read of anything like it before. They tore the town apart in just a few days. And there was nothing Onessa, the town council, or militia could do about it."

Who's Onessa? "Onessa Jerreth. She's the village sheriff and a good friend. She weathered the violence the same as me. We were working together to find out what caused it and where the disease came from, but then she up and vanished six days ago. Other villagers were vanishing, too, but not just the infected. It was always the ones who survived the sickness. Onessa thought she had a theory on why, but she never got around to sharing it with me. She might have collected some clues in her office, but the streets were always too dangerous—and I'm too slow and old—to make it there alone."

Vanished? What do you mean? "The day after the violence wound down, villagers started disappearing one after another. The folks just vanished from their homes, and left everything behind, untouched. That's what convinced Onessa and me there's something evil behind it. These people are being taken... for something. But we still haven't found out who or what's

behind it. And now, whoever caused it probably has Onessa, too!”

Who’s Silam Oddle? “Silam’s a good-natured woodcutter. A local boy who lives at the old orphanage across the lake once run by his late mother. I say ‘boy,’ but he’s a big man now, almost seven feet tall, but gentle as a kitten. He keeps to himself mostly but does good by the town whenever called upon.”

What can you tell us about the disease? “I’ve taken samples from the bodies of the infected—those Onessa or the militia had to put down, and even some of the ones who took their own lives. So far, it only seems to affect humans. Everyone else is immune. Other than that, I can’t tell its origin, but it seems to spread through contact, weakening its victims’ minds and bodies, but without killing them—almost like it’s the first stage to something else. The sheriff and I think there may be something—or someone—behind it.”

Reward: If the PCs agree to help Rexel investigate the cause of the strange disease, he is grateful and relieved. If the PCs also rescued the Mulnarin children (A6), he offers them any of his remaining alchemical items, three *potions of healing*, an *elixir of health*, an *elixir of keen senses* (see below), as well as his *potion of fire breath*. If the PCs make plans to visit the sheriff’s office (A5), or if they’ve already been there and mention the locked cabinet, he offers them Jerreth’s spare key and explains they might find some useful gear inside.

REXEL THE APOTHECARY

Small humanoid (gnome), neutral good

Armor Class 9 (12 with *mage armor*)

Hit Points 28 (6d6+6)

Speed 10 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	9 (-1)	14 (+2)	19 (+4)	12 (+1)	11 (+0)

Skills Arcana +6, Medicine +3

Senses darkvision 60 ft., passive Perception 11

Languages Common, Gnomish

Challenge 2 (450 XP)

Arcane Recovery (1/Day). When The apothecary finishes a short rest, he can recover 2 levels worth of spend spell slots.

Artificer’s Lore. The apothecary adds twice his proficiency bonus to Intelligence (History) checks related to magic items, alchemical objects, or technological devices.

Gnome Cunning. The apothecary gains advantage on Intelligence, Wisdom, and Charisma saving throws against magic.

Hobbled. The apothecary suffers from severe arthritis of the knees, reducing his speed to 10 ft.

Minor Alchemy. The apothecary can undertake special alchemical procedures to transform one substance into another for a short time (see the *Official 5th Edition Handbook for Players*).

Spellcasting. The apothecary is a 4th level spellcaster. His spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). The apothecary has the following

wizard spells prepared:

Cantrips (at will): *acid splash*, *dancing lights*, *firebolt*, *prestidigitation*

1st level (4 slots): *expeditious retreat*, *fog cloud*, *mage armor*, *magic missile*

2nd level (3 slots): *alter self*, *enlarge/reduce*, *scorching ray*, *web*

Tinker. The apothecary has proficiency with tinker’s tools and can create small clockwork devices (see the *Official 5th Edition Handbook for Players*).

Combat Gear. *acid* (2 vials), *alchemist’s fire* (5 flasks), *elixir of health*, *elixir of keen senses* (grants darkvision 60 ft., and advantage on Wisdom (Perception) checks involving sight for 1 hour), *expeditious elixir* (casts *expeditious retreat* on the drinker, no concentration required), *potion of fire breath*, *potion of invisibility*, *potions of greater healing* (2); **Other Gear** *antitoxin* (3 vials), *basic poison* (2 vials)

ACTIONS

Dagger. *Melee Weapon Attack:* -1 to hit, reach 5 ft., one target. *Hit:* 1 (1d4 - 1) slashing damage.

Fire Bolt. *Ranged Magical Attack.* +6 to hit, ranged spell 120 ft., one target. *Hit:* 5 (1d10) fire damage.



PART TWO: THE ORPHANAGE

Mother Oddle's orphanage lies about four miles east of Holver's Ferry, along a cart path which also runs past the ruins of Arvarenhode Manor (described in **Part Three**). Weeds, saplings, fallen logs, and a number of ruts filled with muddy water have taken over the route in recent years. Although wagons can no longer navigate the path in its present state, mounted PCs or those on foot can make easier time using it than braving the thickets and undergrowth of the surrounding timberlands. Regardless, the terrain is still considered difficult terrain (halving overland movement rates) due to the path's rugged condition (see Chapter 8 of the *Official 5th Edition Handbook for Players*).

The orphanage itself is a dilapidated, two-story house once cared for by the loving Mother Oddle—a kindly lady who took in abandoned children as well as those whose parents had died or could no longer afford to raise them. After the venerable woman's death ten years ago, the orphanage closed and the house became the property of her only son, Silam. Read the following when the PCs first arrive:

Surrounded by gnarled oak trees, an unkempt apple orchard, and an overgrown flower garden, this ramshackle, two-story farmhouse has clearly seen better days. The plain, rectangular building is covered in gray-green moss and white, sun-bleached planks showing signs of rot. Even the roof sags heavily, displaying multiple holes and missing shingles. Aside from the chirping of crickets the area seems quiet and abandoned.

Inside, the orphanage remains structurally sound, proving safe to enter and explore, but its dilapidated condition makes for alarmingly creaky floors which impose disadvantage on Dexterity (Stealth) checks. Unless otherwise noted, the walls and ceilings of the orphanage are 10 feet high and made of wood. The doors have fallen into disrepair and count as simple wooden doors (AC 15, damage threshold 5, hp 10, Strength DC 13). During the day, sunlight filters through the windows to provide normal illumination. At night, however, rooms are cast in deep shadow, and Silam tends to only keep a low fire going in the kitchen (**B2**), creating dim lighting conditions.

B1. PARLOR

The front door is locked but can be unlocked with a successful DC 15 Dexterity check with thieves' tools. When the door opens, read or paraphrase the following:

Furnished with a mildewed sofa and three dusty rocking chairs, this parlor's floor bears a thick layer of grime, as well as a few hardy weeds growing between the floorboards near the front door. On the walls, some painted portraits have started to fade and peel, and a well-worn path leads through the dust toward a dark hall to the west and a flight of stairs along the east wall.



Silam rarely lingers in this parlor as it reminds him of his mother. Now, he only uses it to cross from the kitchen to his upstairs bedroom, preferring to use the back porch to come and go from the orphanage, and leaving the parlor door locked to discourage guests.

B2. KITCHEN

This kitchen features a large oven and fireplace. Both show signs of recent use. A set of filthy pots and pans, dented cooking utensils, and a stack of simple, wooden plates rest on the brick hearth. The wooden floor in the center of the room is stained by splashes of dried liquid, through which several bootprints track to the southeast door.

This room played host to a brief, but violent struggle between Silam Oddle and Onessa Jerreth when she came calling to investigate her suspicions (see **A5**). The small, unmarked room to the east is a simple pantry which Silam used to temporarily hold Onessa captive until he could deliver her to Vuelib at Arvarenhode Manor. Any PC who succeeds at a DC 13 Wisdom (Perception) check notices a small badge (worth 2 gp) lying on the floor emblazoned with the seal of Holver's Ferry, carried by Onessa in execution of her duties as town sheriff.

B3. BOYS' DORMITORY

This dingy bedroom holds eight, dusty bunks draped in cobwebs and reeking of mildew.

This room hasn't seen use in years. Dozens of small, harmless spiders scuttle about the cobwebs and the detritus of desiccated insect carcasses crunch underfoot if anyone explores here.

B4. GIRLS' DORMITORY

This communal bedroom is painted a soft, rosy hue, and holds four, dusty bunks, as well as the collapsed ruins of what may have been four more. Thick sheets of cobwebs hang between them and over a fireplace in the southwest corner. Underfoot, a multitude of gaps and holes show in the haphazard floorboards.

This room has remained sealed for years. As his mother ran the orphanage with strict rules to separate boys from girls, Silam never ventures here and the door remains stuck (Strength DC 13).

Creatures: The cobwebs throughout this room represent the handiwork of hundreds of aggressive black-and-scarlet spiders which have made their nest in the fireplace. The hungry swarm boldly skitters forth to attack any creature who disturbs this room (including breaking down the door).

SWARM OF SPIDERS^{SRD}

hp 22

B5. CLASSROOM

This small, dusty classroom contains 16 child-sized, wooden chairs, all neatly stacked against the south wall. A blackboard decorated with chalk drawings hangs slightly askew in the middle of the west wall, and several pieces of white chalk lay on the floor nearby.

A somewhat skilled artist, Silam likes to use this room to draw pictures on the blackboard. Usually, these comprise images of birds or other wildlife encountered in the forest, but more recently he's drawn pictures of Arvarenhode Manor, the key he found to open its catacombs (see **B6** and **C7**), and the strange, alien xoraphond named Vuelib he encountered there.

B6. SILAM'S ROOM

This small bedroom contains a bed, tiny table, dresser, and a single chair. A large, open trunk also sits on the floor, containing various articles of discarded clothing, all sized for a very large man.

Silam started using this room as his bedchamber as soon as he outgrew the child-sized beds in the downstairs dormitory. A PC who succeeds on a DC 12 Wisdom (Perception) check notices a gray-green stain on the pillow atop his bed. This resulted from the *minds slave harness* (see page 717) Vuelib grafted to Silam after he succumbed to the assimilation strain. The substance that caused the stain cannot be identified at this time, but a successful DC 15 Intelligence (Arcana) or Intelligence (Nature) check concludes the substance likely originated in a laboratory rather than a natural environment.

Creatures: If the PCs haven't yet alerted Silam to their presence in his home, they will most likely face him here. His last visit to Vuelib at Arvarenhode Manor (when he delivered Onessa Jerreth) left him particularly shaken. He's spent the past couple of days here feeling equal parts remorse and elation at

his ability to subdue the sheriff. The presence of intruders, however, helps refocus Silam into the killing machine he's become, and he aggressively attacks anyone he finds intruding in his home, especially if he finds or hears them disturbing his mother's room (**B7**).

Tactics: If Silam becomes aware of the PCs, he readies his axe and hides next to his bedroom door. If undetected, he launches a surprise attack as soon as the first PC enters. If the PCs try to flank him, he uses his Dirty Fighting ability to beat them back, preferring to defend the narrow hallway just outside his room rather than let the PCs surround him. Against one opponent he uses Dirty Fighting to shove them prone before launching his attacks.

Morale: Mentally controlled by Vuelib, Silam cannot retreat, surrender, or offer quarter to defeated foes. Unless the PCs remove his *minds slave harness*, Silam fights ruthlessly and to the death. If they manage to take the *minds slave harness* from him and the woodcutter survives the ordeal, he immediately surrenders (see **Development** below).

Treasure: Silam piled the majority of his wood-cutting tools under his bed. They include three woodaxes, a lathe, chisel, and several hammers and saws of varying size. A large key also lies among the tools, carved from a single piece of black granite marked with the symbol of a flying raven. A PC who succeeds on a DC 14 Intelligence (History) check recognizes it as an emblem of the noble Arvarenhode family, once given purview of the woodlands before their lineage died out many decades ago. The key unlocks the doors to the Unspeakable Shrine (**C6**) in the catacombs under Arvarenhode Manor (see **Part Three**), which Silam found and explored before encountering Vuelib and succumbing to the assimilation strain.

SILAM ODDLE

Medium Assimilated humanoid (human), neutral evil

Armor Class 15 (chain shirt)

Hit Points 65 (10d8+20)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	14 (+2)	10 (+0)	10 (+0)	11 (+0)

Saves Str +5, Dex +4, Wis +2

Skills Athletics +5, Perception +2, Stealth +6

Senses passive Perception 12

Languages Common

Challenge 2 (450 XP)

Assimilated. Silam Oddle was once neutral good, but his alignment shifted to neutral evil due to the perfected version of the assimilation strain.

Contagious. As the main carrier of the assimilation strain, Silam Oddle continues to infect those he touches or wounds in combat unless they succeed on a DC 14 Constitution saving throw. An infected creature suffers a -1 penalty to saving throws and ability checks based on Constitution and Charisma. After a



long rest, the creature must make a DC 14 Constitution saving throw. On a failure the penalty increases by 1 (to a maximum of -5), and the victim must succeed on a DC 14 Charisma saving throw or gain the Assimilated template. On a successful saving throw the malady does not progress. After two consecutive successful saves the creature recovers from the disease, and any remaining penalties the creature suffers recede by 1 after each long rest. *Lesser restoration* eliminates any remaining penalty if cast after the creature recovers.

Dirty Fighting. Silam can make a shove attack as a bonus action.

Mindslave. Silam's mind is currently overtaken by a *mindslave harness*, which looks like a splotchy black tumor growing across the back of his neck. This makes him an unwilling but obedient thrall.

Other Gear. Battleaxe, handaxes (2), *mindslave harness*.

ACTIONS

Multiattack. Silam Oddle makes two melee attacks, or he makes two ranged attacks with his handaxes.

Battleaxe. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Handaxe. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft., one target (20/60 ft.). *Hit:* 6 (1d6 + 3) slashing damage.

REACTIONS

Parry. Silam Oddle adds 2 to his AC against one melee attack that would hit him. To do so, he must see the attacker and be wielding a melee weapon.

Development: If the PCs free Silam from the *mindslave harness*, he breaks down into great, heaving sobs as the crushing weight of his terrible deeds overwhelms him. A DC 13 Charisma (Persuasion) check helps to calm him and ease his pain, whereupon he claims an ooze-creature from Arvarenhode Manor spoke words into his head, controlling him and making him do terrible things. He explains this "Master" infected him with a disease and made him spread it among the villagers of Holver's Ferry. It also made him abduct people, taking them back to the monster's lair in the catacombs below the ruin. He can sketch a simple map showing areas C5, C7, and C8 (where he delivered his unfortunate victims). He can also give a general description of these areas, including their contents and guardians. Vuelib never allowed him inside area C11, but he knows the xoraphond resides somewhere beyond the strange barrier there.

B7. MOTHER ODDLE'S BEDROOM

This musty bedroom is modestly furnished with a large, canopy bed, a small desk and chair, a wardrobe, and a cold fireplace. A dusty rug covers most of the floor.

This bedroom belonged to the loving Mother Oddle, caretaker and owner of the orphanage for over 40 years. The smell of decay emanates from her ill-preserved, partially mummified corpse still lying on the bed in a threadbare nightgown. She died of natural causes 10 years ago, and Silam has kept her body neatly composed here ever since.

Treasure: Mother Oddle's corpse still wears a thin, silver necklace studded with shimmering ornamental stones (worth 150 gp).

Hazard: Though Silam regularly visits and covers his mother with sweet-smelling flowers and herbs, a serious health hazard awaits anyone else venturing here. PCs who approach within five feet of the body risk contracting a lethal respiratory disease—the same infection which claimed Mother Oddle's life so many years ago.

WHEEZING COUGH (CHALLENGE 2)

A creature who breathes air tainted with wheezing cough contracts the disease unless they succeed on a DC 12 Constitution saving throw. The symptoms manifest in 1d4 days, causing fatigue and cramps, inflicting one level of exhaustion on the infected creature. While suffering from the disease, the creature regains only half the normal number of hit points from spending Hit Dice and no hit points from completing a long rest.

At the end of each long rest the creature must make a DC 12 Constitution saving throw. On a failure it gains one level of exhaustion. On a success it reduces its current exhaustion level by one. If this reduces the creature's exhaustion levels below 1, it recovers from the disease.

WHERE'S REXEL?

If the PCs return to the village after exploring the orphanage instead of continuing on to Arvarenhode Manor, they may find Rexel missing when they pay another visit to his treehouse (A16). The gnome's shop bears obvious signs of a fresh struggle as well as strange, adhesive spatters on the floor. This resulted from a battle with Vuelib's newest minion, an adherer manufactured from the remains of Sheriff Onessa Jerreth. Once Silam delivered Onessa to the xoraphond, Vuelib set about immediate experimentation and succeeded in an unusually sinister way. Rather than reanimate her as an undead, the xoraphond used jagladine nanites to transform her body, making her infinitely more pliable and useful. The process even allowed Vuelib to extract her memories and determine who else in Holver's Ferry might share her suspicions—which led to the targeting of her good friend, Rexel.

Vuelib then ordered Onessa to return to Holver's Ferry to subdue the inquisitive gnome before he could dig any deeper into the mysterious illness affecting the villagers. PCs investigating Rexel's shop who succeed on a DC 14 Wisdom (Perception) check find that the gnome dropped an *expeditious elixir* (see A16) onto a particularly viscous blob of Onessa's adhesive secretions. After knocking the old gnome senseless, the ex-sheriff then carried Rexel to the xoraphond's lair under Arvarenhode Manor and tossed him into the prison pit (C12), where he awaits interrogation, experimentation, and eventual infection with a new assimilation strain the xoraphond is tailoring to target a gnome's biology.

PART THREE: ARVARENHODE MANOR

The ruins of Arvarenhode Manor lay another four miles east of Mother Oddle's orphanage along the same cart path from Holver's Ferry. The track eventually terminates at the foot of a narrow, 60-foot-long, stone bridge connecting the shore to a rocky island where the Arvarenhode family built their manor. Their line ended about 120 years ago, when their last scion abandoned good reason and called forth an unspeakably powerful entity from a terrible, alien realm. This colossal invader laid waste to the manor's interior, consuming the family's horrified guards and servants, while carrying its shrieking conjurer to a dreadful fate in another dimension. Ever since, generations of woodcutters and honest folk have shunned the ruins, leading to all kinds of tales and legends as to what awaits inside.

When the PCs make their way across the bridge leading to the manor, read or paraphrase the following:

A long, narrow, stone bridge—barely wide enough for a single wagon—arches over Lake Shimmermere, connecting to a small island of rocks and windswept weeds. The jumbled ruins of a fortified manor house dominate the dreary islet, its upper floors and watchtowers having long since fallen into piles of rubble at its base. Vines, creepers, and prickly weeds cover the tumbled stones, atop which a dozen or so crows caw and flap.

UPPER RUINS

Arvarenhode Manor once had four upper stories, but these levels have long since collapsed, forming a ragged heap of impassable rubble above the partially intact rooms of the ground floor (C1–C4). The building itself was constructed from tightly fitted blocks of light-gray stone sealed with white mortar. The floors are unadorned, but the ceilings still depict simple decorations with small, ceramic tiles—though many are now missing or lay shattered and crumbled about the floor. All the walls, floors, and ceilings show signs of age, weathering, and other, more ancient abuses, including cracks, gouges, and a few fist-sized holes. Small bits of rubble and debris—mostly broken stone and the ancient remains of worn, rotting furniture—litter each floor. Unless otherwise noted, all ceilings are 12 feet high and holes or empty windows allow natural light to permeate inside. The manor's doors are 3-inch-thick, oak panels which have swollen a bit over the years (AC 13, damage threshold 4, hp 12, Strength DC 15).

C1. GREAT HALL

The northeast corner of this great hall has collapsed, leaving a gaping, rubble-strewn gap stretching from the floor to the 18-foot ceiling overhead, providing enough natural light for a moss-covered tree and swathes of grass to take root among the sunken flagstones underfoot. A 12-foot-wide, 6-foot-tall fireplace dominates the middle of the eastern wall, and two doors lead further west.

C. Arvarenhode Manor

1 square = 5 feet



Despite the ruin of Arvarenhode Manor's upper stories, the rubble piled atop this large hall settled long ago and presents no imminent danger of further collapse.

Creature: The moss-covered tree in the center of the hall is actually a moss troll named Two-Cut Turrok. Vuelib enlisted the creature's aid with promises of fresh meat culled from the captive villagers Silam delivers from Holver's Ferry. Any failed experiments become food for Turrok, as well, and currently, the troll stands guard here, using his *tree shape* ability to mask his presence. However, a large group of intruders—like a party of PCs—appeals to his voracious appetite, and he readily attacks to gorge himself.

TWO-CUT TURROK

Large giant (*shapechanger*), chaotic evil

Armor Class 15 (natural armor)

Hit Points 85 (10d10+30)

Speed 30 ft., climb 15 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	17 (+3)	16 (+3)	9 (-1)	12 (+1)	7 (-2)

Skills Perception +3, Stealth +5 (+7 while in vegetation)

Senses darkvision 60 ft., passive Perception 13

Languages Giant

Challenge 3 (700 XP)

False Appearance (Tree Form Only). While in tree form the moss troll is indistinguishable from a normal tree.

Fear of Fire. The moss troll becomes frightened as long as it is within 30 feet of a visible fire or an open flame at least the size of a torch.

Keen Smell. The moss troll has advantage on Wisdom (Perception) checks that rely on smell.

Regeneration. The moss troll regains 5 hit points at the start of its turn. If the moss troll takes fire damage, this trait doesn't function at the start of the troll's next turn. The moss troll only dies if it starts its turn with 0 hit points and doesn't regenerate.

Tree Climber. While climbing in trees the moss troll's climb speed increases to 30 ft., and it gains advantage on initiative checks.

Tree Shape. The moss troll can use its action to polymorph into a moss-covered tree. In tree form it gains resistance to bludgeoning and piercing damage, its speed becomes 0 and it can't benefit from increases to its speed.

ACTIONS

Multiattack. The moss troll makes three melee attacks: two with its claws and one with its bite.

Claw. *Melee Weapon Attack.* +5 to hit, reach 10 ft., 1 target. *Hit:* 8 (2d4 + 3) slashing damage.

Bite. *Melee Weapon Attack.* +5 to hit, reach 10 ft., 1 target. *Hit:* 6 (1d6 + 3) piercing damage.

REACTIONS

Slow Fall. When the moss troll falls while climbing trees, it can reduce the effective distance it falls by 30 feet for determining fall damage. If this reduces the fall damage to 0, the moss troll lands on its feet.

C2. SERVANTS' QUARTERS

The remains of three skeletons draped in rotting leather armor lie heaped in this dusty, otherwise bare, room.

This small chamber once provided personal quarters for the manor's servants but sits devoid of any furnishings now. The skeletons are those of three highwaymen who succumbed to their wounds following a violent clash with Onessa Jerreth and the Holver's Ferry militia a few years ago. The sheriff put an end to their raiding in a bloody battle along the cart path skirting Lake Shimmermere, but three survivors fled and sought shelter amid the manor ruins. Unfortunately, they couldn't outlive the winter cold, lack of food, or their lingering injuries.

Treasure: One of the skeletons still clutches a +1 *dagger* in its right hand, and its skull rests on a leather satchel which contains 58 gp, 13 sp, an onyx statuette of an Arvarenhode raven (worth 75 gp), and a *potion of invisibility*.

C3. KITCHEN

This room is empty except for a few scattered bits of rubble and a large fireplace in the southwest corner. Broken windows in the walls, as well as a handful of small cracks in the mortar, emit a chill breeze, creating an eerie whistle. Wooden doors lead east and north.

This kitchen is mostly undamaged, though the furniture, cookware, dishes, and utensils were all looted long ago. Silam sometimes sleeps here when he stays overnight after delivering an abducted villager to Vuelib. Turrok and the rest of the xoraphond's guardians know to leave this place alone.

C4. ARMORY

A half-eroded, wooden rack traces the edge of this room's northeast wall, next to the open door of a small, cobweb-filled storage closet. Near the middle of the south wall, a set of narrow stairs spirals up and down.

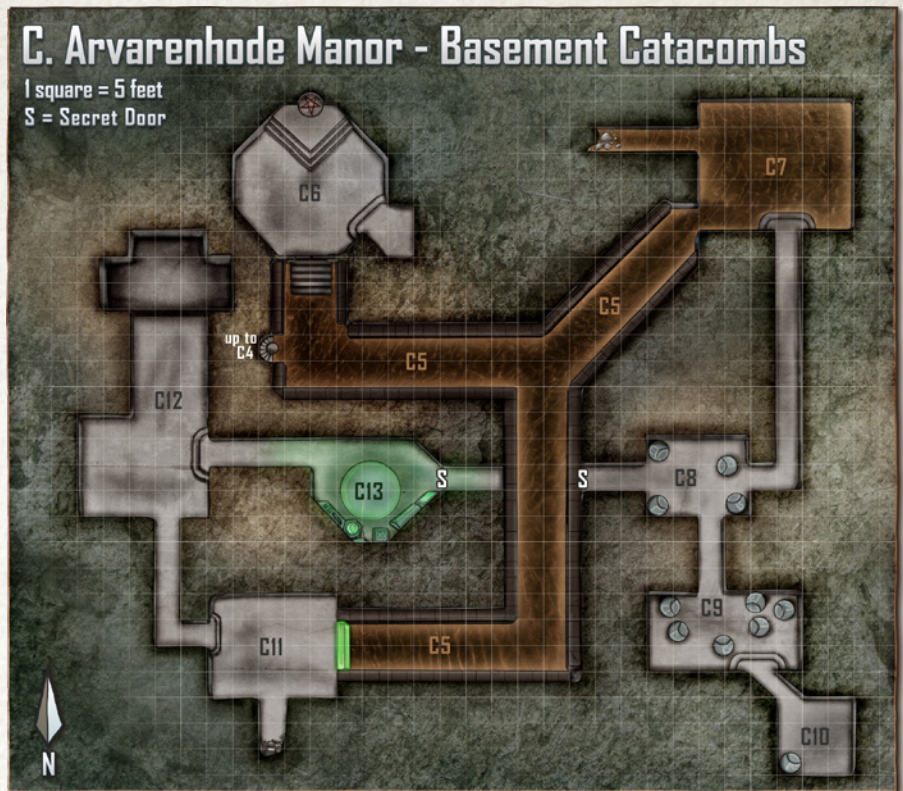
This room once served as a guardroom and armory, though the wooden rack no longer holds any arms or armor. Ascending the stairs reaches the rubble and debris of the upper story's collapse which completely blocks the way after a 15-foot climb. The spiraling descent, however, continues downward for 40 feet into the manor's catacombs.

Creature: A variant ochre jelly called a plagueborn clings to the ceiling immediately inside the stairwell. Placed there by Vuelib as a quiet sentinel, it shares an empathic link with the xoraphond, capable of sharing general feelings of hunger and pain. If anyone other than Silam accesses the stairs, the plagueborn attacks, alerting Vuelib to the presence of intruders.

PLAGUEBORN OCHRE JELLY

hp 45 (see **SRD, ochre jelly**)

Plagueborn. A creature that starts its turn within 5 feet of the plagueborn ochre jelly must succeed at a DC 13 Constitution saving throw or contract cackle fever (see the Official 5th Edition Guide for Game Masters).

**THE CATACOMBS**

The Arvarenhode family included a series of catacombs beneath their manor to entomb deceased family members, honored servants, and loyal henchman. Expanded several times over the first six generations, they remained largely undisturbed until Lord Bertram Arvarenhode—the last of his line—ordered the construction of a unique shrine devoted to an alien god, as well as a series of chambers which he and his sinister allies used to entertain themselves with decadent feasts and dark, more deplorable, forms of merriment. The vaults suited Vuelib's tastes, as well, and, shortly after the xoraphond's arrival, it repurposed them for its own alien experiments.

Unless otherwise noted, the catacomb ceilings reach a height of 10 feet here, but the halls remain unlit. All doors are made of solid, 4-inch-thick stone (AC 17, damage threshold 8, hp 30,



Strength DC 25). Rats, cockroaches, tiny spiders, and harmless water snakes have infiltrated the partially flooded chambers and hallways, but these creatures quickly scatter as soon as anyone approaches or illuminates their surroundings.

C5. BURIAL HALLS

Murky, brown water fills this wide corridor, rising just short of several burial niches that run along the walls, each filled with old bones bound in decayed funeral wrappings. To the north, a short flight of stairs leads from the water to a massive stone door bearing strange carvings. The rest of the flooded hall splits into corridors running northeast and south.

The stagnant water in these catacombs slowly leaked down from torrential rainfalls and the surrounding lake. It averages a depth of 3 feet and makes the ground here difficult terrain. Each burial niche lies inset along the wall, roughly 4 feet off the ground.

Creatures: Since taking over these ruins, Vuelib has encouraged the growth of amoeba colonies in the flooded catacombs. Three locations (marked as C5 on the map) identify their presence. The two topmost locations represent amoeba swarms, and the southernmost represents a giant amoeba. These creatures move up and down the corridors but use their blindsight to quickly converge on anyone moving within 30 feet of them.

Treasure: Grave robbers have already looted most of the burial niches along the walls, but a successful DC 16 Wisdom (Perception) check and an hour of effort unearths a single piece of jewelry worth 2d6 x 10 gp, and further efforts may turn up a maximum of 200 gp worth of similar valuable items.

GIANT AMOEBA

Small ooze, unaligned

Armor Class 8

Hit Points 39 (6d6+18)

Speed 10 ft., climb 10 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	6 (-2)	16 (+3)	1 (-5)	7 (-2)	2 (-4)

Skills Stealth +2

Damage Immunity acid

Condition Immunity blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 8

Languages —

Challenge 1/2 (200 XP)

Amorphous. The giant amoeba can move through a space as narrow as 1 inch wide without squeezing.

Amphibious. The giant amoeba can breathe both air and water.

ACTIONS

Pseudopod. Melee Weapon Attack. +3 to hit, reach 5 ft., 1 target. Hit: 4 (1d6 + 1) bludgeoning damage and 7 (2d6) acid damage, and the target is grappled if it is Medium or smaller (escape DC 11). Until this grapple ends, the target is restrained and the giant amoeba can't make pseudopod attacks on another creature.

AMOEBA SWARMS (2)

Medium swarm of Tiny oozes, unaligned

Armor Class 13

Hit Points 28 (8d8-8)

Speed 10 ft., climb 10 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	16 (+3)	9 (-1)	1 (-5)	7 (-2)	2 (-4)

Damage Resistances bludgeoning, piercing, and slashing

Damage Immunity acid

Condition Immunity blinded, charmed, deafened, exhaustion, frightened, paralyzed, petrified, prone, restrained, stunned

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 8

Languages —

Challenge 1 (200 XP)

Amphibious. The swarm can breathe both air and water.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening larger than 1 inch without squeezing. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Digest. Melee Weapon Attack. +5 to hit, reach 0 ft., one creature. Hit: 4d4 (10) acid damage, or 2d4 (5) acid damage if the swarm has half or fewer of its maximum hit points.

C6. THE UNSPEAKABLE SHRINE

A complicated, mechanical lock seals the stone doors leading to this chamber. Two keys exist which can open it—one in Silam Oddle's bedroom at the orphanage (B6), and another in the Arvarenhode sarcophagus (at C10). A DC 30 Dexterity check with thieves' tools is otherwise required to unlock them, or the doors can also be smashed down with suitable tools and considerable effort (AC 17, damage threshold 10, hp 45, Strength DC 28).

This octagon-shaped room has a low, 7-foot-high ceiling and a recessed alcove to the east. Along the far wall, on a pointed, three-step dais, a black stone statue of a hooded figure stands within a pristine pentagram. It clutches a black crown in one hand and a raven in the other. Perhaps more disturbing, a dancing, magical aura surrounds the figure, bathing the room in a soft, violet light, while a long tentacle protrudes from the figure's hood where its face would normally be.

PCs who succeed on a DC 25 Intelligence (Religion) check identify the statue as a representation of the alien god Nyarlathotep—the obsession and ultimate folly of Lord Bertram Arvarenhode. The eastern alcove's floor, walls, and ceiling are painted jet black, just like the statue. Any creature stepping into this area receives a disturbing vision of a stark, desolate landscape surrounded by a distant ring of impossibly tall mountains—a depiction of the nightmare realm of Leng. One round later, the viewer must succeed on a DC 12 Wisdom saving throw or be frightened for 1d4 minutes. This alcove once functioned as a one-way portal to Leng, which Bertram Arvarenhode used to offer humanoid sacrifices to the denizens on the other side in exchange for occult knowledge.

Creature: On the night Lord Bertram was abducted, the portal in the eastern alcove temporarily allowed two-way access and an interdimensional horror crossed over from Leng to visit ruin upon the entire manor. Eventually, it skinned its conjurer alive before dragging him back through the portal. The otherworldly energies which flooded the chamber then combined with a fragment of Bertram's tortured soul, animating his skin, and transforming it into an undead creature known as a shredskin. This wretched creature now seeks to escape the shrine, having spent more than a century locked inside. It attacks anyone venturing here in an attempt to enshroud and control a new body before escaping the manor, but only animates if someone enters the alcove where Bertram died. His shredskin is immune to the effects of the alcove, but anyone else who enters the area is effectively blinded and dazed for 1 round while they receive the vision (no save), but this effect doesn't recur unless a person leaves and then re-enters.

Treasure: Lord Bertram also left a few items of value here. Within the east alcove, a brittle leather bag holds: a scroll of *enhance ability*, two elixirs of *health*, a scroll of *speak with dead*, and a vial of *universal solvent*.

SHREDSKIN

Small undead, neutral evil

Armor Class 13 (natural armor)

Hit Points 38 (7d6+14)

Speed 0 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	15 (+2)	14 (+2)	6 (-2)	10 (+0)	13 (+1)

Skills Stealth +4

Senses darkvision 60 ft., passive Perception 10

Damage Immunities poison

Condition Immunities charmed, exhaustion, frightened, poisoned

Languages understands Common but can't speak

Challenge 1 (200 XP)

Amorphous. A shredskin can move through a space as narrow as 1 inch wide without squeezing.

Control Body. The shredskin can wrap itself around a humanoid-shaped corpse (or a corporeal undead charmed by its command undead ability) of Medium or Small size. When wrapping a host body in this way, the shredskin gains Strength 14, or the host body's Strength, whichever is higher, but it can't grapple with its claw attacks or use enshroud while doing so. Attacks targeted at the shredskin deal half damage to it, and half damage to the host body; area attacks deal damage to both as normal. If the host is destroyed, the shredskin unwraps itself at the start of its next turn (this is not an action). A typical Medium corpse has 15 hit points for this purpose, while a small corpse has 10 hit points.

Enshroud. If the shredskin hits a creature with both claw attacks it wraps itself around the target like a shirt. While enshrouded, the only action a target can take is to escape the grapple, but it does so with disadvantage. An enshrouded creature takes 1d4 (2) bludgeoning damage at the start of its turn. While enshrouding a creature, the shredskin can move itself and the target as if it controlled the target's body. The shredskin can attack as normal. Any attacks targeting the shredskin follow the same rules as Control Body. The shredskin can release an enshrouded creature by ending the grapple.

Innate Spellcasting. The shredskin's innate spellcasting ability is Charisma (spell save DC 11). It can innately cast the following spells, requiring no components:

At will: *detect evil and good* (detects undead only)

ACTIONS

Multiattack. The shredskin makes three attacks, two with its claws, and one with its bite.

Claw. *Melee Weapon Attack.* +4 to hit, reach 5 ft., 1 target. *Hit:* 4 (1d4 + 2) slashing damage. A creature hit by two claw attacks is grappled (escape DC 12), restrained, and subjected to the shredskin's Enshroud ability.

Bite. *Melee Weapon Attack.* +4 to hit, reach 5 ft., 1 target. *Hit:* 4 (1d4 + 2) piercing damage.

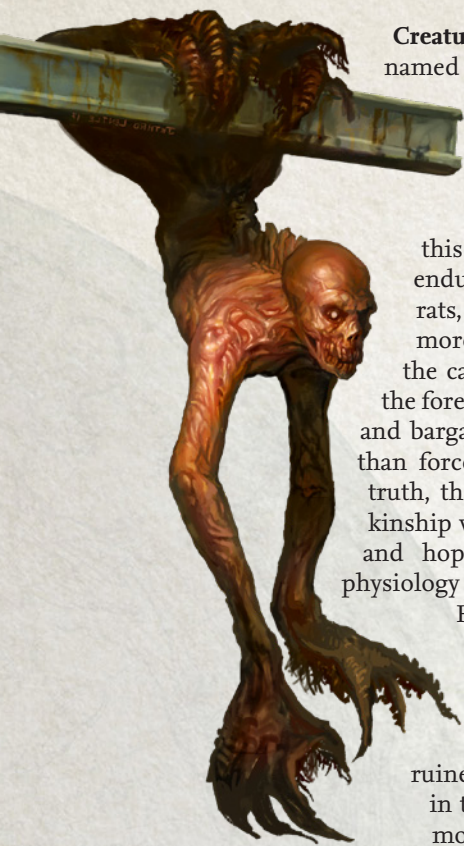
Command Undead (1/Day). The shredskin targets one undead creature it can see. The creature must succeed on a DC 12 Wisdom saving throw or be charmed (even if the creature is normally immune to the charmed condition).

C7. FLOODED CHAMBER

Mud and filthy water have pooled within this sunken chamber, covering its entire floor and those of the western exits. A small dais provides firmer footing to the south, rising from the water into a long, dark passageway lined with empty torch sconces.

Once used as a gathering hall for the decadent rites of Lord Arvarenhode, this chamber now lies filled with mud and filthy water which runs four-feet-deep. As a result, the entire room is considered difficult terrain.





Creature: An aggressive choker named Gesstak climbed its way into the catacombs several years ago, and now lairs in the rubble-filled passageway extending from the room's northwest corner. Though this hideous long-limbed hunter endures by eating water snakes, rats, and insects, he vastly prefers more succulent prey and leaves the catacombs at night to hunt in the forest. So far, Vuelib has tolerated and bargained with the choker rather than force it from the catacombs. In truth, the xoraphond feels a relative kinship with Gesstak's aberrant mind and hopes to study the creature's physiology more fully after assimilating Holver's Ferry.

Treasure: Over the years, Gesstak has collected many baubles from victims who sought shelter at the ruined manor or wandered alone in the nearby forest. He stacked most of these possessions in the muddy rubble of the northernmost

passage as a display to lure even more would-be grave robbers his way. They include: a jeweled scepter (worth 150 gp), a chain shirt, a +1 *shield*, a scroll case containing a *scroll of knock*, a teak box of scented candles (worth 35 gp), five small garnets (worth 15 gp each), 137 gp, 62 sp, and 38 cp.

GESSTAK

Small monstrosity, chaotic evil

Armor Class 14 (natural armor)

Hit Points 27 (6d6 + 6)

Speed 20 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	14 (+2)	13 (+1)	6 (-2)	13 (+1)	7 (-2)

Skills Athletics +5, Stealth +4

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 11

Languages Deep Speech

Challenge 2 (450 XP)

Quickness. The choker is supernaturally quick. It can use its bonus action to take a Dash action.

Strangle. Chokers have an unerring talent for seizing their victims by the neck. A creature that is grappled by a choker cannot speak or cast spells with verbal components.

ACTIONS

Tentacle Hands. *Melee Weapon Attack.* +5 to hit, reach 10 ft., one target. *Hit:* 10 (2d6 + 3) bludgeoning damage. The target is grappled (escape DC 15) if the choker isn't already grappling a creature. Until this grapple ends, the creature is restrained, and the choker can't constrict another target. Grappled creatures take 10 (2d6 + 3) bludgeoning damage at the start of the choker's turn.

During Combat Gesstak ambushes prey from the shadows (DC 19 Wisdom (Perception) check to notice), striking out with his long reach to grab, strangle, and constrict his opponents.

Morale Gesstak owes no true loyalty to Vuelib and flees if reduced to less than 5 hit points.

C8. WARRIORS' CRYPT

This chamber's walls are lined with small burial vaults spaced six inches apart. Most are either smashed or pried open, spilling their ash gray contents onto the floor. Four, upright sarcophagi also stand here, each one intricately carved to resemble a muscular human figure wearing archaic armor. Passageways lead east, west, and south.

This chamber once housed the remains of honored guard captains of Arvarenhode Manor—the most distinguished men-at-arms who served the family's interests. All four of the sarcophagi have had their seals broken and now stand empty. Even the physical remains of those laid to rest here were desecrated long ago. The western exit leads to a secret door (DC 17 Wisdom (Perception) or Intelligence (Investigation) check to notice), which Vuelib sometimes uses to visit the crypts and check on his growing farm of mindslaver mold (at C10).

C9. FAMILY CRYPT

This long burial chamber contains six stone sarcophagi—three carved to resemble smiling maidens, two bearing the likenesses of noble young men, and a sixth depicting a naked man with a visage caught in extreme horror and revulsion.

This burial chamber once held the ancestors of the Arvarenhode family. While the first five sarcophagi were looted long ago, the sixth—with the image of the naked man—remains sealed. It radiates a strong aura of evil and bears a series of complicated dials and mechanisms reinforced with an *arcane lock* (requiring a DC 30 Dexterity check with thieves' tools to bypass). The stone lid can be broken open or forced with considerable effort (AC 17, damage threshold 8, 36 hp, Strength DC 25).

Creatures: Standing guard among the sarcophagi are three plague zombies—all recent experiments which the xoraphond Vuelib created by transforming captives from Holver's Ferry in the interests of providing an alternative means for spreading the assimilation virus. He hopes to release this newly tailored scourge on the surrounding region in the coming days. The zombies mindlessly attack any creatures other than Vuelib who venture here.

Treasure: The sealed sarcophagus holds the skeletal remains of an Arvarenhode patriarch who was murdered by his kin. In one hand, the skeleton clutches a large key carved from a piece of black granite marked with the symbol of a flying raven. A PC who succeeds on a DC 15 Knowledge (local or nobility) check identifies the symbol as a heraldic device of the Arvarenhode family. The key itself unlocks the double-doors to the Unspeakable Shrine (C6). The skeleton's other hand also holds a *wand of burning hands* (as *wand of magic missile*, but casts *burning hands*). Its missing finger—found at the bottom of the sarcophagus—wears a *ring of protection*.

PLAGUE ZOMBIES (4)

XP 50

hp 22 each (see SRD, common zombie)

Death Burst. When a plague zombie dies, it explodes in a burst of decay. All creatures adjacent to it are exposed to its plague as if struck by a slam attack and must make a DC 14 Constitution save or contract the assimilation strain.

Assimilation Strain. The slam attacks of Vuelib's plague zombies carry the assimilation strain, creatures hit must succeed on a DC 14 Constitution save or contract the disease. An infected creature suffers a -1 penalty to saving throws and ability checks based on Constitution and Charisma. After a long rest, the creature must make a DC 14 Constitution saving throw. On a failure the penalty increases by 1 (to a maximum of -5), and the victim must succeed on a DC 14 Charisma saving throw or gain the Assimilated template. On a successful saving throw the malady does not progress. After two consecutive successful saves the creature recovers from the disease, and any remaining penalties the creature suffers recede by 1 after each long rest. *Lesser restoration* eliminates any remaining penalty if cast after the creature recovers.

C10. MAIN CRYPT

A raised hallway leads to this perfectly square chamber where a single, stone sarcophagus lies upon the floor, draped in sheets of filthy green fungus.

This chamber hosts one of the few creatures to accompany Vuelib on his interplanetary journey. Originally brought in a container of alien spores, a mindslaver mold now grows inside this room's sarcophagus, carefully maintained, cultivated, and controlled by the xoraphond. Vuelib keeps the creature confined rather than letting it roam free, but a DC 20 Strength check is sufficient to lift the lid sealing it inside. The mold constantly whispers in Deep Speech as it attempts to convince others to release it, but immediately seeks to attack and infest anyone doing so.

The mindslaver mold—and the sheets of green fungus Vuelib harvests from it—serve a vital purpose in the xoraphond's plans for Holver's Ferry. While Vuelib has the means to infect victims with a perfected assimilation strain,

he still relies on the mold as a necessary ingredient in the crafting of *mindslave harnesses* (see Appendix) to prepare them for an additional step in 'evolution'—a process designed to transform native populations into a superior breed of utterly loyal shocktroops known as klaven—a fate intended for Silam once Vuelib's jagladine masters arrive. The mindslaver mold resents being used in this fashion, but the jagladine have long since subjugated its species, and the mold has little chance of escaping without assistance.

MINDSLAVER MOLD

Small plant, neutral evil

Armor Class 13 (natural armor)

Hit Points 45 (7d6+21)

Speed 5 ft., climb 5 ft.

STR	DEX	CON	INT	WIS	CHA
2 (-4)	17 (+3)	17 (+3)	14 (+2)	12 (+1)	13 (+1)

Skills Stealth +5

Damage Resistance acid

Damage Immunity cold

Senses darkvision 60 ft., passive Perception 11

Languages understands Common, Deep Speech, and Sylvan but can't speak

Challenge 3 (700 XP)

Damage Transfer. While infesting a creature, the mindslaver mold only takes half damage (rounded down), and that creature takes the other half.

Infestation. The mindslaver mold can climb onto and attach itself to a willing, paralyzed, or unconscious host. While attached it speed becomes zero, it can't benefit from improvements to its speed, and it moves with its host. An infested host suffers disadvantage on Wisdom saves against the mindslaver mold's dominate person innate spell, and the duration of that spell becomes permanent as long as the mold remains attached. After each long rest, the host takes 1d4 (2) necrotic damage as the mold feeds on its blood and other bodily fluids. The mindslaver mold can be torn free from a host with a successful DC 13 Strength (Athletics) check but doing so deals 2d6 (7) slashing damage to the host. A dead mindslaver deals no damage in this way.

Innate Spellcasting. The mindslaver mold's innate spellcasting ability is Intelligence (spell save DC 12). It can innately cast the following spells, requiring no components:

1/Day: *dominate person*

Magic Resistance. The mindslaver has advantage on saving throws against magic.

Mold Mindlink. The mindslaver mold can communicate telepathically with any other mindslaver mold within 10 miles and knows the relative position and condition of all other mindslaver molds in this area.

ACTIONS

Spore Pod. *Ranged Weapon Attack.* +5 to hit, range 20/60 ft., 1 target. *Hit:* 7 (2d6) poison damage and the target is poisoned for 1 minute. If the creature succeeds on a DC 13 Constitution save it takes half damage and is not poisoned.

C11. OOZE FARM AND GUARDIAN WALL

A luminescent-green, gelatinous barrier blocks the end of the water-filled hallway here, separating it from a half-seen chamber beyond. Debris, of a type indeterminable through the translucent substance, lies scattered across the chamber's floor.

The gelatinous membrane is a half-inch thick. If inspected closely, PCs who succeed on a DC 18 Wisdom (Perception) check observe tiny black dots moving through the strange substance. The barrier itself is immune to all forms of energy, magical effects, and physical damage. If touched or prodded with an object, the barrier doesn't impede passage. It does, however, leave behind a clear, quick-drying residue on those who push through it, and then expands to reseal the wall behind them.

Hazard: The gelatinous barrier stems from a particularly useful form of jagladine biotechnology and acts as both an environmental seal and a passive security system, capable of telepathically alerting the alien apparatus controlled by Vuelib (at C13) of anyone passing through it. In addition, any creature crossing the barrier also acquires a coating of nanites contained in the residue, which quickly integrate into any living creature's body. These nanites remain active for up to one year, and though they cause no physical harm, they imprint a genetic marker designed to give the jagladine and their servants the ability to identify and track them as potential targets for future abduction and experimentation (as described in **Chapter 1: To Worlds Unknown**).

Once inside the chamber, read or paraphrase the following:

A thick layer of crusty, pale-orange slime covers the floor of this room, and the air is filled with an odor of rotting vegetation and tar. A luminescent-green barrier seals off the water-filled hallway to the east, and another, drier passage leads west.

The slime covering this room's floor causes disadvantage on Dexterity (Acrobatics) checks. Anyone attempting to move more than half-speed through this area is also required to make a DC 15 Dexterity (Acrobatics) check or fall prone. The slime is an organic ooze farm, another marvel of the jagladine technology to aid Vuelib's mission. Once per month, the farm can birth a giant amoeba, which the xoraphond may automatically befriend with its ooze empathy ability. Vuelib has already created several of these monsters to serve as guardians and has released most of them (and their amoeba swarm progeny) into the flooded catacombs (C5) and Lake Shimmermere.

The ooze farm is due to birth another giant amoeba in 12 days, and Vuelib plans on strengthening it by allowing it to feed on several of the villagers Silam helped abduct from Holver's Ferry. If PCs examine the slime, they may discover lumps of darker

material amid the goo—which a DC 15 Wisdom (Medicine) check reveals as evidence of human remains from prior victims. Touching an open flame to the slime causes the entire ooze farm to catch fire and evaporate into a harmless, orange mist in just 6 rounds, effectively destroying it and the developing amoeba.

Creatures: A unique darkwood cobra guards this approach to Vuelib's inner sanctum. It currently hides among the dark lumps of human remains beneath the orange slime but moves to attack any creature which enters the chamber unless commanded otherwise by Vuelib, easily slithering through the slime.

EBONY COBRA

Small construct, unaligned

Armor Class 13 (natural armor)

Hit Points 52 (8d6+24)

Speed 40 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	15 (+2)	16 (+3)	1 (-5)	10 (+0)	1 (-5)

Skills Stealth +6

Damage Resistances bludgeoning, piercing, and slashing from nonmagical, weapons that aren't adamantine.

Damage Immunity poison

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned, prone

Senses darkvision 60 ft., passive Perception 10

Languages —

Challenge 2 (450 XP)

Find Target (1/Day). The ebony cobra's creator can order it to find and kill a specific creature within 1 mile. The creator must have seen or be holding an item that belonged to the target. The ebony cobra can unerringly track its prey, as if by a locate creature spell with a range of 1 mile.

Poison. The ebony cobra can be loaded with different poisons. When a dose of poison is loaded into its reservoir, the cobra magically produces more of that poison when it delivers a bite.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

Hit: 5 (1d6 + 2) piercing damage and must make a DC 13 Constitution saving throw or take 13 (3d8) poison damage on a failed save, or half as much on a successful one. If the poison damage reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, even after regaining hit points, and is paralyzed while poisoned in this way.

C12. FEEDING CHAMBER AND PRISON PIT

This large room includes an open area to the south next to a raised dais and a passageway leading east. Further north, the floor drops away into a wide pit along the back wall. Between the open area and the pit, several strands of a thick, glue-like substance stretch from floor-to-ceiling and wall-to-wall, creating a maze of ropes to navigate.

Originally a dig-site for expanding the catacombs to another level, Vuelib repurposed this room as a holding pen for the villagers which Silam abducted from Holver's Ferry. Seven townsfolk (N male and female **commoners**^{SRD}) reside in the pit, most of them drugged and weakened from lack of food, already demoralized and resigned to their fate. When the PCs arrive, the xoraphond's most recent captive—Rexel the Apothecary—hangs suspended from the sticky strands above the pit. Bruised and wounded, but still conscious, he's in dire need of rescue from his current tormentor.

Creatures: Onessa Jerreth, now transformed through Vuelib's experiments into a murderous adherer, an alchemically mutated humanoid creature, which resides here slowly savoring and feeding on Rexel one bite at a time. Though most of Vuelib's surgical and biochemical experiments have failed, Onessa represents his greatest breakthrough in developing new transformation techniques for human captives. The xorpahond treats the slime-covered adherer as a prized pet, far more dangerous and controllable than Silam, its amoeba guardians, or even the plague zombies. Unfortunately, the process also sacrificed most of Onessa's sanity and she's forgotten all traces of her former humanity. She immediately attacks the PCs when they arrive, ready to fight and die for her new master.

Hazards: A creature moving at half speed can avoid the sticky strands crisscrossing the room without incident. A creature moving a full speed must succeed on a DC 14 Dexterity saving throw or be restrained. As an action, restrained creatures can attempt a DC 14 Strength (Athletics) or Dexterity (Acrobatics) check to break free of the strands and end the restraint. The strands in one 5-foot square are AC 10, 15 hp, vulnerable to fire, and immune to bludgeoning, piercing, and psychic damage.

Tactics: Onessa tries to grapple an intruder with her adhesive, and then drag her victim into the strands. If others follow, she uses the sticky strands around the room to her advantage, trying to shove opponents into them. If successful, her victim must make a Dexterity saving throw to avoid the strands as if it moved into the area at full speed (see above). Onessa can also use this strategy to shove opponents into the 15-foot pit at the north end of the room, though victims may voluntarily choose to be restrained by the adhesive strands above it rather than take falling damage.

Morale: Onessa fights to the death.

ONESSA JERRETH

Medium monstrosity, lawful evil

Armor Class 13 (natural armor)

Hit Points 58 (9d8+18)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
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16 (+3)	12 (+1)	15 (+2)	INT 10 (+0)	13 (+1)	8 (-1)
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Skills Stealth +6

Damage Resistance bludgeoning, piercing, and slashing from nonmagical weapons.

Senses darkvision 60 ft., passive Perception 11

Languages Deep Speech

Challenge 3 (700 XP)

Adhesive. An adherer sticks to anything that touches it. A Huge or smaller creature adhered to it is also grappled by the adherer (escape DC 13). Ability checks made to escape this grapple have disadvantage. A creature striking an adherer with a melee weapon also become grappled but can end the grapple without a check by letting go of the weapon (this is not an action). Adhered weapons can be retrieved in the same manner as escaping a normal grapple. An adherer can choose to release a grappled opponent as normal. A flask of alcohol or a similar solvent splashed on an adherer (as an improvised attack) releases a grappled creature.

Flammable Slime. When an adherer suffers fire damage it must succeed on a DC 10 Constitution saving throw. Failure means its Adhesive trait ceases to function until the start of its next turn. Any grappled creatures or objects are immediately released.

Grappler. An adherer gains advantage on attack rolls against any creature grappled by her.

ACTIONS

Multiattack. An adherer makes two tendril attacks.

Tendrill. *Melee Weapon Attack:* +5 to hit, range 5 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage. A creature hit by a tendrill is subject to the adherer's Adhesive trait.



REXEL THE APOTHECARY

hp 28, currently 6 (see A16)

Development: If rescued, Rexel relates the horror of Onessa's attack. After she knocked him unconscious, he awoke here several hours ago and was then visited by a strange, semi-transparent ooze which spoke to him telepathically. It explained he should be honored to be the first among his kind to undergo assimilation and transformation into a willing servant for its masters. Though not a particularly powerful combatant, Rexel assists the PCs however he can with his abilities and knowledge when they confront the xoraphond. Unfortunately, he has none of his equipment, extracts, or bombs unless the PCs thought to bring such items with them from his treehouse.

C13. ALIEN LABORATORY

The walls to the south of this chamber angle inward, dominated by a domed apparatus roughly 11 feet in diameter and 6 feet tall. The weird device is composed of slimy, pale-violet stalks of flesh studded with scores of flexible, metallic-looking, fungal growths which writhe and interact like mechanical gears. Sixteen glass containers—each about twelve inches in diameter—connect to the apparatus through gurgling hoses, vibrating tubes, and sparking metal wires. Each holds a bubbling froth of pink slurry that reeks of potent chemicals. The entire machine shakes and shudders, emitting a gurgling whimper every few seconds as a sickly, green radiance glows from within.

This alien laboratory belongs to the xoraphond, Vuelib, who works tirelessly here to tailor the assimilation strain's effects on the region's local inhabitants, all while relying on the alien apparatus in the center of the room to facilitate much of that work. The ghastly vivisections Vuelib performs on abducted victims typically involves this machine, as well as the removal of their blood and organs for physiological analysis and various chemical washes to explore possible organic applications which the apparatus can provide. Vuelib's 'successes' in these awful endeavors have resulted in the plague zombies (at C9), Onessa Jerreth's transformation into an adherer (at C12), and the perfection of an assimilation strain for making humanity vulnerable to a jagladine invasion of their homeworld.

Mechanically, the alien apparatus functions as an alchemy lab and medical lab which can automatically generate and store a maximum of 20 charges of power each day. Using the lab to manufacture alchemical or pharmaceutical substances requires a successful DC 25 Intelligence (Arcana) check to work out how to physically interface with the machine's bio-organic mechanisms, and a willing or coerced creature to sample its creations to determine their effects. The process to create one dose of a substance takes 8 hours, and drains 20 charges of power from the machine, or an appropriate power source. Without extensive experimentation or specialized knowledge, the machine produces a random substance.

The alien apparatus also magnifies Vuelib's telepathic influence, particularly over those affected by the assimilation strain or a *minds slave harness*. As a grown piece of jagladine technology with the direct purpose for using nanites to control other creatures, it allows Vuelib access to lair actions.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), Vuelib can take a lair action to expend charges from the apparatus, causing one of the following magical effects; Vuelib can't use the same effect two rounds in a row:

- All assimilated creatures, or creatures currently infected with the assimilation strain within 30 feet of the device, must succeed on a DC 15 Wisdom saving throw or be affected by a *command* (halt) spell (1 charge).
- All assimilated creatures, or creatures currently infected with the assimilation strain within 30 feet of the device, must succeed on a DC 15 Wisdom saving throw or become frightened for 1 minute. A frightened creature can repeat the saving throw at the end of its turn, ending the effect on itself on a success (2 charges).
- Influence a single, attuned victim wearing a *minds slave harness* within 10 miles. The victim must succeed on a DC 15 Wisdom saving throw or suffer the effects of a *suggestion* (3 charges).

It also serves as a long-range interface for telepathically conversing with assimilated creatures up to 10 miles away, enabling Vuelib to remotely speak with affected townsfolk in Holver's Ferry like the priests of Silverstone Hall or Lorgg's militia. Vuelib has used the *suggestion* effect of the device to force Silam into carrying out various tasks beyond Arvarenhode Manor.

Creature: Vuelib resides in this laboratory, busily manipulating the strange gears of the apparatus while intently studying the contents of its glass containers. If aware of the PCs' approach, the xoraphond hides behind the alien apparatus, waiting to observe the PCs, and then directing it to delay them with the frightening effect if the machine senses any victims of the assimilation strain among them. During this time, and even while hiding, Vuelib speaks with the PCs telepathically, his words tumbling through their minds with an alien dispassion: "You must be gifted indeed to overcome so many challenges, and so many of our minions. That makes you excellent candidates for assimilation and transformation. You will become klaven and the jagladine will be pleased." The xoraphond attacks soon after, eager to harvest the PCs for more strenuous experimentation since they've proven so resilient in penetrating the alien's lair.

Tactics: Initially, Vuelib attacks the PCs with its anesthetizing touch, following up with an attempt to infect them with the assimilation strain so the apparatus can affect them. If dealt 10 points of damage or more with a single attack, however, the xoraphond abandons this strategy and manifests all three of its pseudopods to beat back its attackers with coordinated slam attacks. If it fells any of the PCs, it elects to subdue more victims for experimentation, rather than kill them.

Morale: It never occurs to Vuelib that it might be overmatched. Even if grievously wounded, the xoraphond keeps fighting.

VUELIB

hp 51 (see Chapter 14: Bestiary, xoraphond, page 713)

Development: Vuelib has no interest in killing the PCs, especially since it regards them as excellent candidates for assimilation and eventual transformation into new servants for the jagladine. As a result, Vuelib prefers to incapacitate opponents so it can use them to spread the assimilation strain. If the xoraphond somehow manages to incapacitate the entire party, it infects each PC with the disease, strips them of their gear, and then drags them into the pit (at C12). Vuelib then continues its mission and pays little heed to the PCs unless they escape and attack the xoraphond again. Fully consumed with fulfilling its mission, Vuelib relies on the same tactics in subsequent battles.

Treasure: If the PCs examine the alien apparatus and succeed on a DC 17 Wisdom (Perception) check, they notice a secret compartment hidden in the creases of the machine's slimy flesh. The interior contains five *elixirs of health*, one dose of *cardioamp* (see page 544), five doses of *vive* (see page 546), and a *vicious dagger* which Vuelib uses to dissect captives.

CONCLUDING THE ADVENTURE

If the PCs fail to defeat Vuelib, the xoraphond continues its mission to assimilate the inhabitants of the PCs' homeworld. It only takes two weeks to infect the remaining citizens of Holver's Ferry. After that, the xoraphond moves on to another village and repeats the process until its jagladine masters arrive to give it new orders. If the PCs defeat Vuelib, the jagladine threat may continue to loom over the PCs' homeworld, but the resulting setback delays their invasion plans. The next adventure in the *Legendary Worlds* campaign setting, *To Worlds Unknown*, has information and advice on how to further integrate the PCs into an epic saga involving this much larger alien threat.

TRANSITIONING TO THE LEGENDARY PLANET ADVENTURE PATH

While *The Assimilation Strain* certainly can be played as a standalone adventure, it is ideally designed to bridge heroes from a typical fantasy world into a "fish out of water" campaign that draws them out among the stars.

Dreams from Beyond: Any character that experienced the visions from beyond in area C6: **The Unspeakable Shrine**, the Arvarenhode Manor and the strange secrets there may become obsessed with them, dreaming about them repeatedly and eventually falling under a compulsion like a *lesser geas* that compels them to return to the shrine and experience them again. On returning to the shrine, they may enter the alcove again and discover that it has activated into a full-scale portal, depositing them onto the airless surface of an alien planet, or it may expose them to the vacuum of that world while still inside the shrine while sealing the exits. In either case, their characters pass out from asphyxiation and awaken imprisoned at the beginning of *To Worlds Unknown*, having been rescued on Garsilt by klaven patrols from the prison.

Alternatively, their visit to the shrine might trigger a more powerful psychic impulse driving sanity and consciousness from their minds and rendering them helpless, while also activating a subspace beacon that calls the klaven here to collect the latest specimens.

It Came from the Lab: Even if the PCs defeat Vuelib and do their best to destroy the alien equipment in C13: **The Alien Laboratory**, hidden failsafes containing Vuelib's mental engrams allow him to regenerate a new body and to track the PCs down through the residue of his original form or through genetic trackers imbued in the alien viruses that permeated the lab area. He then tracks them down along with a band of assimilated chokers (as at area C8), assaulting them by night and overcoming them, then dragging them back to be carried off.

No Way Out: If you select this option, the PCs have no chance to defeat Vuelib. He may have additional allies, such as extra plague zombies (as at area C9), amoebas or amoeba swarms (as at area C5), or an already-assimilated choker (as at area C8), and he and any allies may gain regeneration or fast healing as long as they remain within the alien lab area. Alternatively, he may flood the entire area with an inhaled version of the assimilation virus that deals Constitution damage every round with an escalating save DC, causing PCs to become overcome by the virus and eventually subdued. This isn't a fair fight; it's an alien abduction, and the PCs are simply overwhelmed.

Full Assimilation: PCs were exposed to a perfected version of the assimilation virus in the laboratory area, and it continues to work its way through their systems even after they leave, forcing them to make saving throws each day or be overcome by it. Once the virus takes hold, they are compelled by its subconscious programming to go to a specific place at a specific time (which could be the Arvarenhode Manor or any other location) where they will rendezvous with a scheduled portal opening by the klaven on Garsilt to pick up their prisoners. Being assimilated, they offer no resistance and are taken and put in storage after examination by the jagladine scientist, Lomrick.

A Rude Awakening: You can integrate one or more of the options above (especially **No Way Out**) with their awakening in the prison tubes at the beginning of *To Worlds Unknown* in a way where the subjective timeline gets very murky. Essentially, the events of *The Assimilation Strain* have already happened in the past, and what they are playing out is their memory of those events, intercut with a sense of drowning or being blind, bright lights, strange monstrous faces, knives, metal probes, and the like.

During their battle with Vuelib, choose a different PC each round and have them become dazed or fascinated by this kind of disorienting flashback (in reality, a flash forward to the present). The sense of disorientation about what's happening for the players helps to deliver the sense of uncertainty and alien realization as they wake up from the tubes at the beginning of *To Worlds Unknown*. As for NPCs like Rexel or any others accompanying the PCs, they may also survive the trip, or they may be separated and lost. They could come upon notes about that character when they find Lomrick's journal, and may meet them again later on in a happy reunion if they've survived and been sent on to Argosa, or they might come upon that character's dissected remains later to help bring home the horror of their situation.

TO WORLDS UNKNOWN

LEGENDARY PLANET: CHAPTER ONE

A collection of unsuspecting worlds stands on the brink of an alien incursion. The harbingers of this invasion have already arrived, identifying the more promising members of native populations for assimilation into an unstoppable force for their alien masters to command. But an ancient prophecy foretold this cataclysm, and it represents the next step in a much larger conflict, one waged for countless millennia and now drawing to a close. New heroes must soon emerge, thrust into a war they could never anticipate, but destined to determine its ultimate outcome.

CAMPAIGN BACKGROUND

Untold eons ago, two ancient interstellar civilizations engaged in an endless war which raged across the multiverse. One side of this conflict—known as the Patrons—favored good, while the other—known only as the Principalities—exulted in evil. Both made extensive use of a network of interplanetary gates to traverse the immeasurable gulfs between worlds. And, as the millennia unfolded, they each became progenitors to a variety of client species—whether uplifted, engineered, or secretly fostered through patient evolution—each one encouraged to take up and embrace their benefactor's ideals.

The ancient war proved neverending, but, in time, the Patrons came to the inevitable conclusion that they couldn't win. So, they made a fateful decision—sacrificing themselves to lock away the Principalities in an interdimensional prison and buy time for their scions to rise up, find their own footing among the multiverse, and win the war they never could. To this end, they further seeded their client offspring with fragments of the secret lore used to construct and seal this prison, hiding them in the ever-evolving genetic code of each species.

Untold ages have passed, and the descendants of both civilizations have matured, resuming the battles their ancestors started, even as they struggle to unlock the technologies and artifacts their benefactors left behind. The Ultari Hegemony represents the dark forces of the multiverse—a powerhouse coalition steeped in the hatred and pain of the Principalities. Meanwhile, the good races of the Bellianic Accord stand opposed to the Hegemony, still clinging to the sheltered Patron worlds their enemies have yet to discover or dominate. Within the Hegemony, a devoted religious cult has manifested, known as the Scions of the Celestial Helix. These zealots have meticulously invaded and combed the worlds which the hated Patrons left behind, constantly searching for the hidden genetic fragments to undo their enemy's last act. On the PCs' homeworld, one of the Scions' scouting expeditions discovered these markers in the native population, and now they seek more samples as a prelude to all-out invasion.

As a result, agents of the Celestial Helix have already infiltrated the PCs' homeworld, abducting sentient creatures as candidates for analysis and experimentation. These victims include the PCs as—unknown to them—their genome represents a key discovery in the necessary sequencing to release the Principalities. A Hegemony scientist named Lomrick controls the alien prison where the PCs are currently held in stasis. This creature represents the jagladine—an ascendant species which serves the Hegemony as scientists, bioengineers, and weapons manufacturers. On behalf of the Celestial Helix, Lomrick has undertaken the sinister task of preparing the PCs' homeworld for invasion, even as he continues to study their encoded genes for insights into releasing his dark gods.

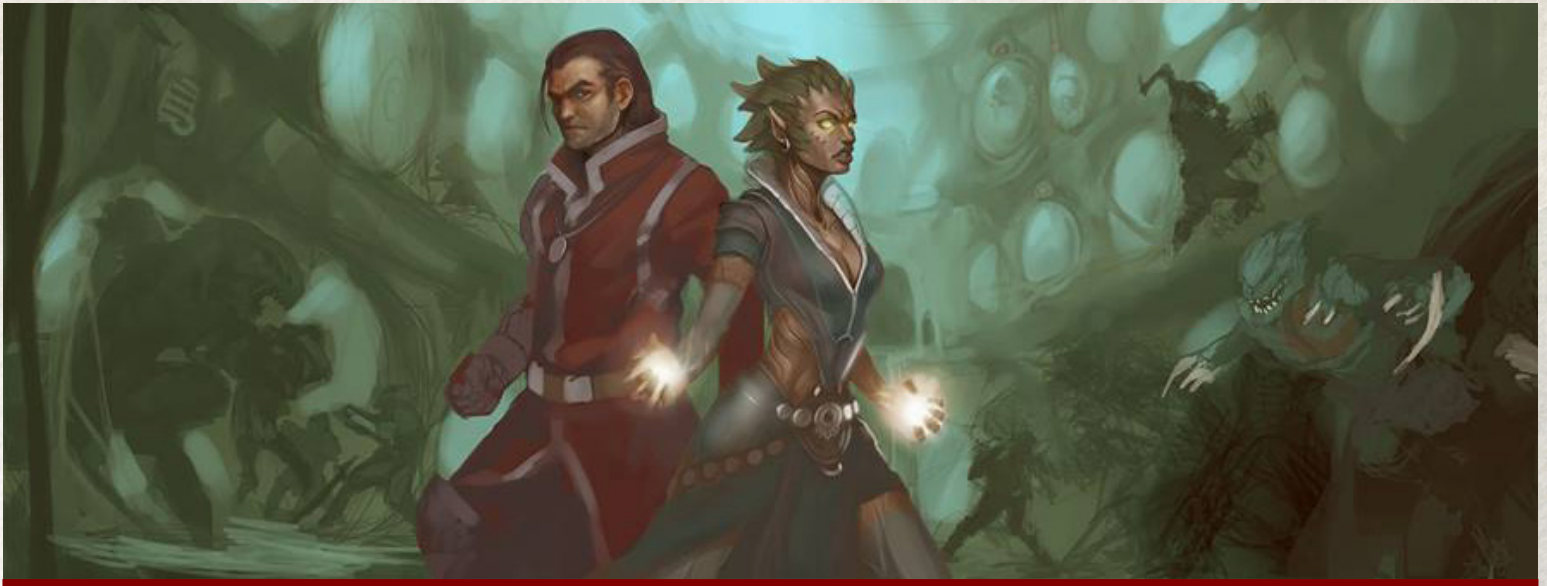
PART 1: PRISON BREAK

To Worlds Unknown begins with an *in medias res* introduction to the greater portion of the **Legendary Planet Adventure Path**. The PCs unexpectedly awaken from a fugue state as prisoners held inside an alien, off-world facility—with no idea how they got there, or how much time has passed since their last memory of home. They must first defend themselves and find their bearings before they can fully understand what's happened. However, PCs who completed the prologue in *The Assimilation Strain* may rapidly connect their current situation with lingering events from that experience.

ADVENTURE BACKGROUND

The PCs awaken as abductees housed in an alien prison facility on an entirely different planet called Garsilt. The aliens who abducted them are known as the jagladine—a vicious, scientific-minded species with a penchant for bio-organic experimentation and engineering. They specifically abducted the PCs because they're after the special genetic code contained in their DNA. And, they've been slowly sampling, analyzing, and testing all manner of creatures taken from their homeworld—as well as many other planets.

Unfortunately for the jagladine, an unexpected event interrupted this effort, and it grants the PCs an opportunity to escape. A rogue meteorite slammed into a portion of the alien prison, knocking out power to most of the containment cells and stasis chambers. At first, the jagladine thought they could contain the damage and preserve their specimens. However, the meteor also carried a number of hibernating akata which emerged from their cocoons and started attacking the prison over the next several days. During this time, the facility suffered further damage from smaller meteorites as well as the depredations of the akata, and now the prisoner population has broken free and started adding to the chaos. Thus, as the PCs gain consciousness, they should find themselves confused by their unknown surroundings and the panic ensuing around them. Thrust into this situation, they'll soon discover they can only escape by exploring the alien facility, overcoming their captors, and securing an ancient gateway which provides the only exit from the prison and its swiftly destabilizing environment.



Within the prison itself, artificial mechanisms already maintain a compatible atmosphere and gravity, but the external environment—on the planetary surface—presents a toxic hazard to most humanoid species. The jagladine chose this location for that very reason, making it far more difficult for captives to escape, except through the heavily controlled gate which allows them to open portals between other planets in distant star systems.

Several years ago, the ever-ingenious jagladine called upon elemental forces to hollow out the multi-level prison in the living rock surrounding this ancient gate. Over and around this foundation, they cultivated an enormous bio-organism, engineered to enclose the facility and its laboratories. Part-fungus and part-tree, this mindless creature thrives in a variety of conditions and creates a controllable environment for the compound housed within it. The organism's roots are trained to exhale oxygen into the ventilation system, and to provide a modicum of bioenergy used to power the jagladine equipment inside. As a result, the facility makes for an excellent prison, laboratory, and garrison to secure the ancient gateway. This added level of security also makes the facility suitable for performing research on dangerous lifeforms—especially creatures which the jagladine wish to enslave or weaponize for the coming interplanetary war.

The particular gate on Garsilt is incredibly ancient, built by the Patrons millions of years ago. The jagladine have only recently claimed it, which led them to the PCs' homeworld and a handful of other civilized planets in this part of the multiverse. Sometimes, however, the gate malfunctions by periodically failing to open a portal to these worlds, and the jagladine scientists have started compensating for these anomalies by enslaving an elemental creature known as a comozant wyrd to "ignite" and "jumpstart" the gate with surges of plasma energy. Unfortunately, when the meteor struck, the already temperamental gate experienced further degradation,

forcing the prison's commander and chief scientist, Lomrick, to evacuate to a nearby "hub" world called Argosa. Since then, Lomrick has been unable to return, though the jagladine longs to do so as a means of following up on the promise of the genetic analysis obtained from the PCs.

A. JAGLADINE PRISON FACILITY

The alien prison has the following physical features, except where specifically noted. Refer to the **System Reference Document (SRD)** for specific details on these characteristics. Due to the alien nature of the encompassing organism, there are some unusual features described, so GMs are advised to thoroughly familiarize themselves with this section.

Walls: Although carved from living rock, the facility was built with professional architectural standards. Treat all walls as superior masonry (AC 17, 20 hp, Break DC 30, Damage Threshold 10 per 5-foot section), unless otherwise noted.

Ceilings: Most ceilings reach heights of 15 feet high, with each room's description noting any exceptions.

Doors: Treat all doors as strong, wooden doors (AC 15, 18 hp, Break DC 20). Any exceptions have the same statistics as stone doors (AC 17, 18 hp, Break DC 25). Note, most of these entryways slide open and shut automatically, and do not swing on hinges. Doors also do not typically have handles or traditional doorknobs. No mechanical system governs them, and the doors are connected to the larger organism which sustains the prison's environment. When a door opens or slides shut, it's a contraction and release of fibrous, muscle-like tissue which threads between the walls. Curious PCs can discover this if they break the doors and tear them free.

Locks and Opening Mechanisms: On the side of each door, set into the wall, is a green, circular disk. Assuming a door is unlocked, the disk opens it when touched, but only for a few seconds before the door automatically slides closed again. A locked door requires special prison keys which resemble

short metal rods about 6 inches long and 1 inch in diameter. Touching a key to the circular disks sends a bio-electric signal to the prison's organic "brain" which releases the door with an audible click. PCs can still open locked doors by using tools to penetrate the green disks and manipulate the fibrous tendrils behind them. Thieves' tools can variably tweak and pinch certain "nerve fibers" which involuntarily cause the locks to open, but this imposes a -2 penalty on the Dexterity check with thieves' tools. Cabinets and lockers possess normal locks and handles. Note, simply jabbing daggers or other weapons into locked disks actually severs the "nerve fibers" and effectively breaks the lock, rendering a door impassable unless broken down.

Lighting **Conditions:** Because of the recent damage from the rogue meteorite, darkness covers most of the facility. In a few rooms, low-light conditions prevail due to lingering bioluminescence, sparking synapses in the walls, or even small fires and malfunctioning equipment.

A1. PRISONER CELLS SOUTH

The PCs first awaken from suspended animation in this chamber. The room has normal lighting conditions provided by a metallic plate bolted to the ceiling, providing the equivalent illumination of a *continual flame* spell. When ready to begin the adventure, read or paraphrase the following:

You awaken to the sensation of something damp and viscous covering your face and body. Your first reflex is to wrench two, thin tubes from your nose and open your mouth to extract a small pipe which apparently kept you from drowning in the thick gel now draining through the bottom of an enclosed cylinder supporting your upright body. A harsh light shines from above as you wipe more of this unknown substance from your face and eyes, and your muscles feel weak and uncertain as you push open a transparent window-like door to release you into the room beyond.



Eight, similar cylinders greet your eyes, all arranged along the room's four, stone walls, forming an irregular octagon. Each one appears constructed of a thick, durable, organic material except for the transparent doors which swing open from the front. Fibrous roots snake down from the 15-foot ceiling overhead, attaching to the top of these cylinders, and a metal plate bolted above them illuminates the room. To the north stands a door bereft of hinges or handles, while a green, three-inch circle slowly blinks on the wall next to it.

The cylinders holding the PCs provided a suspended animation system which their jagladine captors used to

keep them hydrated, fed, and sedated. The system normally eliminates much of the standard care the facility provides to maintain healthy specimens for the experiments performed here. Due in part to the meteor strike, the organic nervous system powering it has malfunctioned, and the stasis chambers have unexpectedly released their occupants. The PCs should emerge from the four, southernmost cylinders. Additional units can be added along the walls for parties with more than four PCs. Curious PCs should be able to intuit the cylinder's purpose based on the description, but a successful DC 12 Intelligence (Investigation) or DC 15 Wisdom (Medicine) check also allows them to ascertain the room's basic function.

The stasis cylinders are semi-organic pods, set with transparent doors. The roots from the ceiling secrete a combination of sedatives and hydrating nutrients, while a secondary root system provides air and eliminates waste. When the doors open, the goo inside drains through a natural receptacle at the bottom of the pod, causing occupants to gradually awaken. Emerging PCs should find themselves well-fed, hearty, and hale, but also draped in goo and a bit disoriented.

Between the southern cylinders, four catchpoles have been stowed by the prison guards. These short devices are affixed with leather loops which tighten when placed over a Medium creature's neck, allowing the guards to direct their drugged prisoners into their stasis pods or toward one of the labs. Mechanically, the loop can be applied to a grappled creature and tightened as an action. As long as the catchpole is wielded while the loop is around the target's neck the target is grappled, and has disadvantage on checks made to escape a grapple. While not meant for combat, the PCs may also find them useful as improvised clubs.

Creatures: Four other beasts—alien dog-men called bahgra—also share this cellblock, released from their stasis pods at the same time as the PCs. Shorter than gnolls, and with more of a canine snout and larger teeth—the bahgra were captured from an isolated community on a different planet with no more exposure to off-world cultures than the PCs. Confused and frightened, the bahgra react to their predicament by quickly turning to aggression, as they distrust the PCs and suspect them of aiding in their abduction. The two parties should have no common language, but if the PCs have a means to bridge the communication gap

(perhaps with a *comprehend languages* spell), the bahgra hold them accountable for imprisoning them in this strange place. A DC 18 Charisma (Persuasion) check by a character who can communicate may circumvent a fight. Otherwise, the bahgra attack with neither group gaining surprise as both require a few moments to recover after emerging from their pods.

Note, neither the PCs nor the bahgra have their weapons, armor, or combat gear for this conflict. The jagladine secured all of those items in area A2. If the PCs discover the catchpoles, however, they may use them as improvised weapons. The bahgra have no use for such weapons since they have a superior natural attack with their bite.

Development: The bahgra have a significant advantage in this fight since PCs will likely be fighting with their bare hands or improvised weapons. Should the battle turn against the bahgra, however, individuals quickly submit when reduced to 4 hp or less, backing into a corner and making it clear they'll offer no further trouble. Even if the PCs can communicate with them, the dog-men have no explanation for their joint circumstances. The fate of surviving bahgra is ultimately left for the GM to decide. They may serve as replacement characters if a PC perishes during the adventure, or they could come to the PCs' aid again if they're about to be overwhelmed by other creatures in the prison. Alternatively, the tauslek matriarch (see the Timed Event on pg. 44) may pick them off, one by one, thereby adding to that creature's knowledge and pervading sense of horror when the PCs finally meet her.



BAHGRA (4)

AC 12 (unarmored)

hp 16 each (see page 661)

Bite. *Melee Weapon Attack:* +4 to hit, range 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

A2. STOREROOM

This rectangular room holds several shelves and racks filled with various pieces of equipment, weapons, and armor. The only exit is a door-shaped panel without hinges set at the northern end of the east wall.

The door to this room is supposed to be locked, but the damage to the prison's nervous system released it. After the PCs enter, it repeatedly attempts to close behind them, but any meaningful resistance causes it to slide open and try again a few moments later. If it successfully closes, the door locks with an audible click. The adventure assumes the PCs are either inside when this happens, or at least had the opportunity to enter. Once locked, a successful DC 15 Dexterity check with thieves' tools is required to trick the facility's nervous system into opening the door again, but PCs have advantage on such checks because of the erratic nature of the malfunctioning controls. Ideally, this encounter should allow the PCs to observe the "living facility" in which they've found themselves, while also giving them an opportunity to regain their equipment and arm themselves.

Treasure: All of the PCs' weapons, armor, and equipment should await them here. Lomrick, the prison's commanding officer had various options on what to do with the heroes, such as conversion to klaven or outfitting them with *mindslave harnesses*. Either scenario would result in the return of their gear to be used in service to the Hegemony, so they kept it in good condition. The GM should exercise reasonable judgment in deciding what equipment the PCs carried at the time of their abduction. Since the PCs won't return home any time soon, important items like spellbooks, thieves' tools, and holy symbols should definitely appear in the storeroom. The PCs may also claim two *potions of healing*, a silvered dagger with a crystal in the pommel, four sets of leather armor, four scimitars, and four longbows with 20 arrows each, which once belonged to their bahgra cellmates.

A3. PRISONER CONTAINMENT WEST

The door to this room is locked from the outside and requires a DC 20 Dexterity check with thieves' tools to open.

This stone chamber is lit by a glowing metal panel bolted to the ceiling. Eight dark green, leathery cylinders with transparent hatches stand in the four corners between the walls. Vague humanoid shapes can be observed through a thick liquid film that fills the cells. A single panel resembling a door, but without handles or hinges, is built into the east wall.

This room is identical to area A1 where the PCs originally emerged from stasis. Each cylinder contains a deceased humanoid creature of varying race and gender, which cannot be identified unless the transparent hatch is opened. The nutrient goo quickly drains away if this happens, automatically disappearing down an opening in the stasis pod.

The cylinders currently contain three hobgoblins, two tieflings, and three lizardfolk. All of them still have their feeding and air tubes inserted just as the PCs did originally. Inspection of the bodies, however, accompanied by a DC 10 Wisdom (Medicine) check, reveals they all drowned on the nutrient goo, either in their sleep or after a momentary struggle.

PCs who succeed on a DC 13 Intelligence (Investigation) or Wisdom (Medicine) check can determine that the root-like tubes leading from the top of the cylinders into the ceiling have

malfunctioned and pumped goo where air was needed and vice versa. If the PCs failed to examine the roots in area A1, they may do so here and gain the same understanding of how the stasis cylinders function as mentioned at that location. This area is intended to demonstrate their abductors have captured a variety of other creatures from their homeworld, while also provide further insight into the malfunctioning prison.

A4. PRISONER CELLS NORTH

As with areas A3 and A5, the door to this chamber is closed and locked. The organic locking system requires tools and a DC 15 Dexterity check with thieves' tools to unlock.

The same fragrant smell of the goo released from the open cylinders fills this stone chamber. Eight more of the dark green leathery cylinders stand in the four corners between the walls, their transparent panels already open. A single door waits along the south wall.

Creatures: This room is functionally identical to areas A1 and A3, but with a few obvious exceptions. When the PCs open the door, they discover four unconscious bahgra already lying on the floor, their fur still partially covered in goo. Standing among them is an attractive humanoid female, an aasimar named Andretta. She hesitates for a moment as she evaluates the PCs and then quickly pleads for mercy in the Common tongue. If the PCs ask about (or check on) the bahgra on the floor, she explains that she sang them a lullaby and put them to sleep, but also warns that they're frightened, angry, and dangerous.

If the PCs speak with Andretta in a friendly manner, she introduces herself. She too is at a loss for where they are or how they were brought to the strange prison. If she and the PCs compare notes, there are no correlations between her world and theirs except for a similar base trade language and common experiences. Andretta's world sounds very much like the PCs homeworld, but with different cultures, nations, and history. If asked about the bahgra, Andretta explains she has never seen one before and they're creatures of folklore long thought extinct. On her world the bahgra are described as a slave race to an ancient empire now in ruins. She made the connection because the creatures speak a dead language which she identifies as "Ultari."

If Andretta's introduction to the PCs goes well, she asks if she can accompany them as they search for a means to escape the prison. If one of the PCs carries the dagger found in area A2, she indicates it belonged to her. She only asks for it back so she won't be helpless if the group encounters more danger while exploring the facility, but she has no wish to bring harm to anyone.

The bahgra remain asleep for two minutes after the PCs open the door. Andretta makes a point of mentioning this to the heroes, and the sorceress would prefer to be far away when they awaken again, as she doesn't know what to do about them. She winces at the suggestion of killing them in their sleep but does concede they intended to attack her when she cast her spell. The CR of this encounter only reflects Andretta and not the unconscious bahgra.

Development: In the unlikely event the PCs refuse to accept Andretta's help, she tries to follow them through the complex at a distance in hopes of finding her own way out of the prison by observing their attempts to do the same.

ANDRETTA

Medium humanoid (aasimar), neutral good

Armor Class 11

Hit Points 16 (3d8+3)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	12 (+1)	13 (+1)	12 (+1)	11 (+0)	16 (+3)

Skills Arcana +3, Perception +2, Persuasion +5

Damage Resistances necrotic, radiant

Senses darkvision 60 ft., passive Perception 12

Languages Celestial, Common, Elven, Ultari

Challenge 2 (450 XP)

Font of Magic. Andretta has 3 sorcery points she can spend and regains spent points upon finishing a long rest. She knows the Twinned Spell and Subtle Spell metamagic options.

Innate Spellcasting. Andretta's innate spellcasting ability score is Charisma. She can innately cast the following spells, requiring no material components:

At will: *light*

1/Day: *lesser restoration*

Spellcasting. Andretta is a 3rd level spellcaster. Her spellcasting ability score is Charisma (spell save DC 13, +5 to hit with spell attacks). She knows the following sorcerer spells:

Cantrips (at will): *blade ward*, *message*, *minor illusion*, *ray of frost*

1st level (4 slots): *charm person*, *comprehend languages*, *sleep*

2nd level (2 slots): *hold person*

Tides of Chaos (1/long rest).

Andretta can gain advantage on an attack roll, ability check, or saving throw. Any time before regaining use of this feature, the GM can

MYSTERIOUS ABDUCTION AND ANDRETTA'S ROLE

The *in media res* introduction of *To Worlds Unknown* throws the PCs into mysterious circumstances right from the start, not really knowing anything, and faced with uncertainty at every turn. It compounds this situation by applying a language barrier which is very realistic under the circumstances—otherwise, all races across the galaxy would coincidentally speak Common. The adventure walks a fine line, however, as these disadvantages may also lead to frustrated players whose PCs don't understand anything and don't know what to do.

Andretta's background rationalizes why she can understand the aliens. Although she doesn't know it, they visited her world in the ancient past and are now part of the legends and folklore of her people. So, she knows ancient languages and can translate on the PC's behalf, even using her *comprehend languages* spell to gain a better understanding, if necessary. She also grants the GM an in-character "voice" into the game by having her add context and offer suggestions as needed to help the PCs piece together the story of the alien prison and not just muddy their way through. Her build is also intentionally less aggressive so as to avoid overtly challenging the PCs or automatically presenting an assumed threat.

Once Part 2 of the adventure gets underway, Andretta may start a new life on Argosa, or she can continue to support the PC's as an ally (or even romantic interest) in their ongoing adventures. The beginning of Part 2 also grants the PCs their first mythic tier, which gives them the ability to understand the Common language of Argosa, and any other world they visit by passing through the interplanetary gates of the Patrons. Thus, the prison is the first—and last—time languages present a major obstacle.

have her roll on the wild magic surge table (see the official 5th Edition *Handbook for Players*) after casting a spell of 1st level or higher. This feature then immediately recharges.

Wild Magic Surge.

At the GM's option, after Andretta casts a spell of 1st level or higher she rolls 1d20. On a 1, she rolls on the wild magic surge table to create a magical effect (see the official 5th edition *Handbook for Players*).



ACTIONS

Silvered Dagger. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) piercing damage. She can use this attack only if her dagger is returned.

Ray of Frost. *Ranged Spell Attack:* +5 to hit, range 60 ft., one target. *Hit:* 4 (1d8) cold damage and the creature's speed is reduced by 10 feet until the start of Andretta's next turn.

BAHGRA (4)

AC 12 (unarmored)

hp 16 each (see page 661)

Bite. *Melee Weapon Attack:* +4 to hit, range 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

A5. KLAVEN SENTRY POST

The door to this room is closed and locked by the building's organic security system. A DC 15 Dexterity check with thieves' tools is required to unlock it. There are no light sources inside.

This rectangular stone chamber is empty except for two strange cylinders set against the northern wall and attached to root-like cables extending into the stone ceiling. These cylinders appear somewhat different than others found in other areas. A single large panel the size and shape of a door is built into the southern end of the west wall.

No Intelligence check is required to differentiate these cylinders from the stasis pods of other areas on this level, as casual inspection suffices. They consist of a lightly padded crèche with nothing more than the same feeding tube possessed by the other cylinders. Each one is designed for the klaven guards who defend the prison, providing sleeping quarters and a source of food.

Creatures: Two klaven footsoldiers are stationed in this area, unusual monstrosities physically and mentally reconfigured through a genetic and alchemical process to become dangerous, but completely obedient, soldiers for the Ultari Hegemony. Most klaven resemble hairless green-skinned humanoids (based upon their original species) with pupil-less milky white eyes, calcified skin armor, and bone spur protrusions. The troopers are not asleep but are also unaware of the escaped PCs. They have a slim chance to overhear anyone tampering with the room's door lock. Allow a PC who attempts to open the door in a subtle way a Dexterity (Stealth) check. If the check fails to overcome the klavens' Passive Perception, they become aware of the unauthorized attempt to enter the room and prepare an ambush when PCs enter.

Treasure: The klaven possess no treasure besides their gear, but each carries a short 6-inch metal rod which serves as a key to the various lock pads on this level of the prison. When tapped against the green circular disks next to any door, a brief jolt of electricity passes into the locking mechanism and causes it to release. This works on any lock on Level 1 and the Sub-Level (areas A8 and A9). The keys' purpose may be identified with a DC 10 Intelligence (Investigation) or DC 15 Wisdom (Medicine) check.

Development: Klaven do not possess telepathy, but their nanite exchange ability makes them aware of all nearby klaven and their general condition. This is how the footsoldiers know any PC trying to enter the room is not another klaven. Furthermore, the moment either of the klaven become wounded, any others within 60 feet instantly become aware of it. The klaven in this location or in area A6 respond to the others' distress by investigating and attacking the PCs from behind. They utilize Stealth, if possible, to position themselves to catch a PC unaware. They move silently and with deadly efficiency. PCs who succeed on a DC 13 Wisdom (Insight) check notice there appeared to be some unspoken or unseen communication between the creatures.

KLAVEN FOOTSOLDIERS (2)

XP 100 each

hp 11 each (see page 638)

Other Gear Two keys to all areas on Level 1

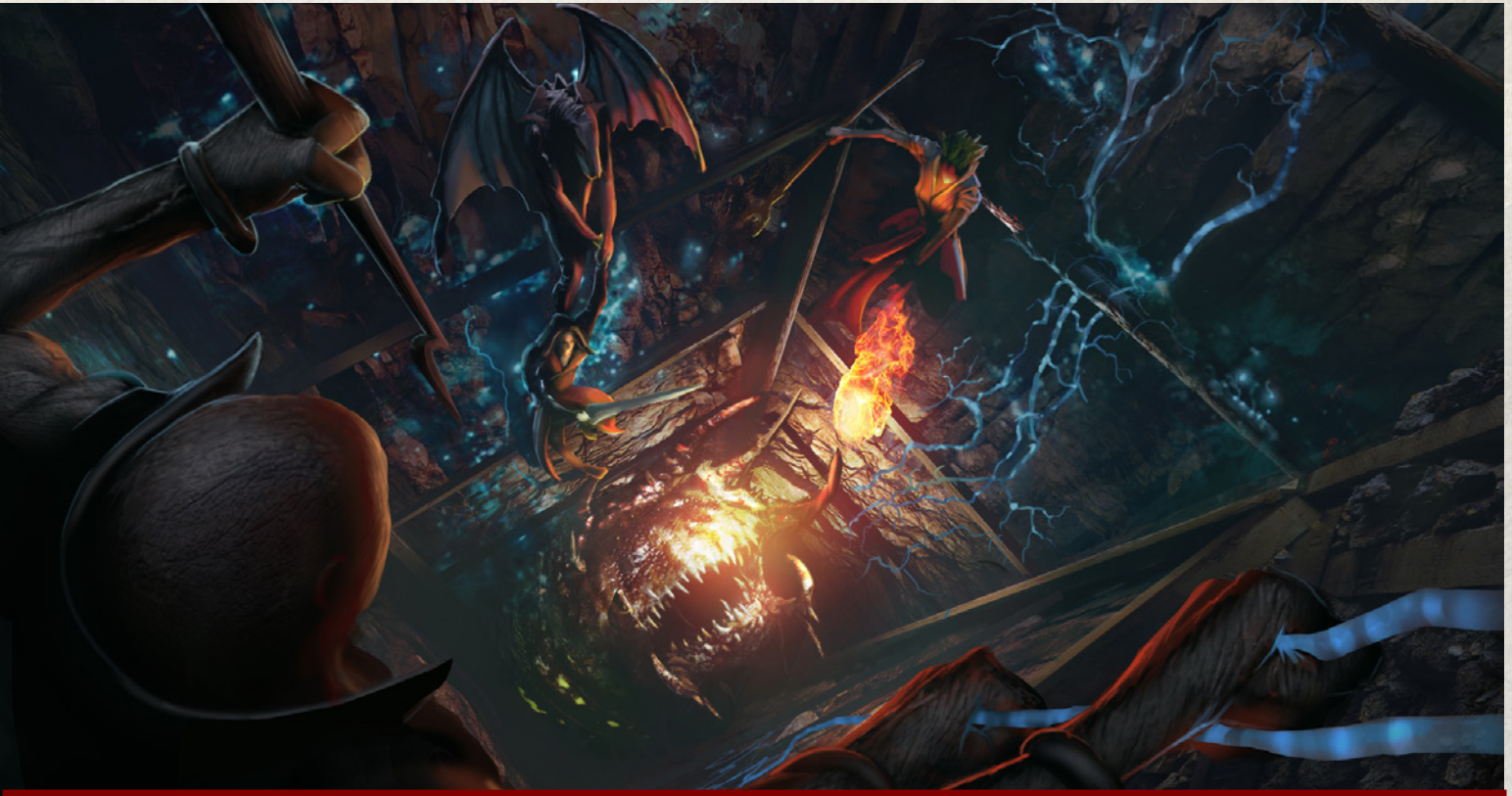
A6. PRISONER CELLS EAST

As with the other prisoner cellblocks, the door to this chamber is closed and locked. The organic locking system requires tools and a DC 15 Dexterity check with thieves' tools to unlock.

This stone chamber contains several additional dark green, leathery cylinders, all with open hatches along the walls. A single panel resembling a door is built into the west wall, and eight humanoid bodies lie side by side on the floor, each one with a single puncture wound at the base of their skulls.

This room functions identically to the other cellblocks at A1, A3, and A4. Three klaven footsoldiers occupy this chamber. When the PCs enter the room (or attract their attention by wounding the klaven at area A5), they've just finished euthanizing the prisoners taken from the stasis pods. The soldiers have a small chance of overhearing the PCs disable the door lock when they enter. Allow a PC who attempts to open the door in a subtle way a Dexterity (Stealth) check. If the check fails to overcome the klavens' Passive Perception, they prepare to defend themselves, taking cover and setting up flanking positions to leverage their nanite tactics if a fight breaks out.

The soldiers immediately issue commands to the PCs in Common when they arrive, demanding that, "Prisoners return to their cells or suffer pain." This communication proves possible because the prison's jagladine commander, Lomrick, extracted knowledge of the PCs' Common language through the tausleks at area A16, bestowing it these specific klaven. Had the meteor not struck the facility, the PCs were intended to undergo extensive long-term interrogation, and Lomrick thought his subordinates might overhear something of value during a prolonged confinement. The klaven do not expect armed and armored PCs to comply with their commands and are not surprised if combat ensues. If the PCs demand an explanation, the klaven offer one in a dispassionate tone. "You



were abducted for testing. An anomaly was discovered. After determining your point of origin you will serve no further use and undergo sterilization. Comply and we will spare you needless suffering.” Objectively, the soldiers are completely honest, if not forthcoming. They offer no other explanation or dialogue, however, as the klaven see little purpose in a lengthy dialogue with the PCs.

Casual inspection of the bodies on the floor reveals the troopers opened each of the transparent hatches and euthanized each sleeping creature before they could awaken. The klaven have been tasked with the execution of all prisoners on this level.

Development: Thanks to their nanite exchange, as soon as any klaven takes damage, the soldiers in area **A5** become instantly aware of it and respond by converging on this location.

KLAVEN FOOTSOLDIERS (3)

hp 11 each (see page 638)

Other Gear Three keys to all areas on Level 1

TIMED EVENT: THE TAUSLEK MATRIARCH

The sublevel below the PCs’ cellblock once housed one of the prison’s most dangerous horrors, a large creature known as a tauslek matriarch. At some point during the PCs’ prison break, this predator should cross their path, but the GM should carefully consider when and where to confront them with

this monster. Even as a solo encounter, its mythic nature and special abilities present a difficult challenge even for the whole party at full strength.

If the PCs make the conscious decision to descend to the sublevel and explore, they should probably encounter the matriarch somewhere in the elevator shaft above them as it follows them down, effectively cutting off the PCs from the rest of the facility until they can battle their way past it. If the players decide to skip the sublevel and go up, the matriarch should only now be leaving her containment unit and exploring the prison behind them instead, even going into prison areas the PCs may have already visited, thereby encountering any creatures they left behind (such as the bahgra or Andretta). At any point when the matriarch becomes badly injured, it retreats back into the elevator shaft where it knows it holds a tactical advantage against anyone trying to pursue. There, it relies on its fast healing to recover until it can venture forth again.

One primary element of horror associated with the tauslek matriarch is that it can steal the memories and mannerisms of its victims, even speaking with their voice, if necessary. These past experiences enable the tauslek to play upon familiar associations and relationships, speaking with the voice of those it slays and using their stolen experiences to trick and emotionally compromise its prey. In gameplay, the GM should look for a suitable NPC from the character’s past. This could be a mentor, family member, friend, or love interest, but it should be someone with whom the PCs have formed an emotional attachment. As part of the campaign preparation, the GM

should have this NPC abducted along with the PCs. But, before the PCs awakened (and just prior to the meteor strike), the jagladine and their klaven enforcers fed this NPC to the tauslek. And, once the facility's nervous system malfunctioned, its chamber became compromised, allowing it to escape and devour a klaven handler, thereby giving it a working knowledge of the prison from its memories.

The matriarch uses this information to stalk the other occupants of the prison (including the PCs). With its superior darkvision, it may call out for help in the darkness where it can't be seen properly, tricking the PCs into thinking it's their NPC friend. Once revealed, it also lies in order to obtain an advantage over the heroes, even pretending to be their former friend in a new body, if necessary. Even after this ruse has fallen aside, the GM should use the matriarch's stolen memories as a vehicle to add further horror and tension, pitifully using the voice of their fallen comrade even when wounded by them. It is not inappropriate to also remind the PCs that this may be the last time they hear the voice of their friend ever again.

Since consuming the memories of their former friend, assume the tauslek matriarch has Intelligence 14, speaks Common, and has the following additional skills relevant to PC's homeworld: Charisma (Deception) +6, Intelligence (History) +4, Intelligence (History) +7, Intelligence (Nature) +3, Wisdom (Insight) +4.

Developments: If the PCs flee the matriarch at any time, allow them a headstart and have the tauslek pause to heal before giving pursuit. What follows afterward should include an extended game of "cat and mouse." She can pursue them level by level and allow the prison's other defenders to wear them down while she lingers in the background, occasionally calling out with the voices of her victims (including those of any PCs she can drag away and devour). Thankfully, some corridors are still too small for the tauslek to comfortably navigate and she prefers not to squeeze through narrow passageways for extended periods of time.

TAUSLEK MATRIARCH

XP 1,100

hp 85 (see page 708)

TACTICS

During Combat The matriarch uses her multiattack action to bite and poison as many opponents as possible so they'll become charmed by her mesmerizing stare. If she successfully grabs a victim with her bite, she savages them so she can drag them away and devour their memories. Thereafter, she uses their voice with her sound mimicry ability to lure their companions into yet another ambush.

Morale If reduced to 20 hit points or less, the matriarch retreats, attempting to seek a dark corner of the prison so she can recover with her regeneration before resuming the hunt.

A7. ELEVATOR SHAFT

Access to the elevator shaft lies behind a sliding door that either rises or descends. Normally, the interior would reveal an elevator car, but this part of the facility no longer works after the meteor strike and the car is now permanently stuck on the sublevel (at area A8). Any stolen or recovered keys, a successful DC 15 Dexterity check with thieves' tools, or a DC 17 Strength check can force the door open from the outside on any of the prison levels. The doors are actually easier to open from within, requiring only a DC 10 Strength check to trigger the shaft's "internal musculature" to permit access or seal it off. As the PCs eventually discover, other creatures have already opened the doors on the upper levels.

Hidden just behind a sliding panel, this dark 10-ft.-by-10-ft.-square shaft goes vertically up and down. Green fibrous material lines its walls, and a thick, vine-like cable hangs down the center from some unknown location in the darkness above.

From this level, the elevator shaft disappears upwards into darkness, beyond the reach of most light sources. PCs with darkvision or a torch should be able to see the top of the elevator car as it sits on the floor of the sublevel (see area A8). Anyone seeking to scale the elevator shaft (up or down) must succeed on a DC 10 Strength (Athletics) check with the facility's plant-like "guts" providing the equivalent of a knotted rope against a wall. The shaft extends far enough that this still remains a perilous feat for armored creatures without a climb speed. Anyone who falls may grab material along the wall to stop their descent with an immediate DC 15 Dexterity saving throw. This proves slightly easier where the shaft passes through the floor of any prison level and only requires a DC 10 Dexterity saving throw to stop a fall in those areas, granting PCs multiple chances to avoid an inglorious death. The map of the prison includes a diagram clarifying the various floors and ceiling heights. If any PC encounters the tauslek matriarch within the elevator shaft and succumbs to her mesmerizing stare, they do not automatically fall but remain frozen in place as they become fascinated.

A8. ELEVATOR CAR

The elevator car is permanently damaged, sitting at the bottom of the elevator shaft on the sublevel. The car itself is a rectangular box constructed of the same organic but rigid, leathery material used in the construction of the stasis cylinders from the cellblocks. If the PCs descend to the top of the car, casual inspection reveals the thick cable running the length of the elevator shaft was once attached to it but is now severed and no longer operable. Furthermore, a large irregular hole has been punched through the top of the car. A DC 13 Intelligence (Investigation) or Wisdom (Survival) check confirms the hole was made by something very large which chewed its way through the top of the box. Unknown to the PCs, the tauslek matriarch did so as it escaped confinement and has already ventured into the rest of the prison, wreaking havoc. Have the PCs occasionally make random Wisdom (Perception) checks to hear distant screams or chittering from its encounters with

klaven guards and escaped prisoners. Once the PCs climb down into the car, they discover the exit door (which would normally slide up) is already battered down, leading into area A9.

A9. SUBLEVEL SPECIAL CONTAINMENT UNIT

This area is unlit and remains in utter darkness unless the PCs bring a light source with them.

South of the small chamber to the north with its broken door lies an irregular-shaped hallway. Towards the west end stands a slender workbench with a cabinet set in the north wall. A large door-panel, ten feet wide covers the southern wall at the east end with red, spiky runes painted on the door's exterior.

This area once housed the tauslek matriarch, a creature considered dangerous even by the fearsome jagladine and their klaven footsoldiers. The workbench is covered with alchemical and medical equipment used to sedate it and also draw forth “liquid” memories from those it steals from its victims—a technique the jagladine scientist Lomrick has put to great use learning more about the homeworlds of any abductees. Any PC succeeding on a DC 10 Intelligence (Investigation) or Wisdom (Medicine) check can make the logical assumption the gear saw use in taking blood and other chemical samples from an alien creature—with several of the needles and instruments proving quite long and intimidating.

A bound book also sits on the workbench, filled with dates, times, and chemical notations written in Ultari (which requires either Andretta or divination magic to understand). This book includes a few remarks about a female “test subject” and the final entry reads, “We have removed several of her hatchlings and placed them in the Level 2 Test Bay. I have a new serum I believe will suspend the compounds formed the tauslek’s cranial gland for an indefinite period of time. This could significantly advance our efforts to indefinitely preserve a victim’s personality matrix. Degradation of these vital fluids and their memories will become a thing of the past. Unfortunately, the subject is less than happy with me for pursuing these bodily violations. I need to convert a few more klaven to assist in controlling her and guarding against any outbreak. She’s quite intelligent, and I don’t doubt her capacity to understand the concept of revenge.” At the end of this entry, one word identifies the author as “Lomrick.” The runes on the door are also written in Ultari, reading, “Danger. Hazardous Specimen.”

Treasure: The metal cabinet (AC 19, 18 hp, Break DC 18) has a traditional lock and requires a DC 20 Dexterity check with thieves’ tools to open. It contains the following items: a *ring of feather fall*, two *elixirs of health*, two alchemist’s fire, and two vials of antitoxin.

A10. SECOND LEVEL MAIN CORRIDORS

The long climb to this landing ends at an already open doorway where darkness looms in the corners and halls beyond.

When the meteor struck the upper floors of the prison facility, it brought with it several hibernating akata. These predators have since awakened and begun to assault the prison from above, even as the tauslek matriarch raids from below. A group of akata already climbed down the elevator shaft and caught some of the klaven sentries on this level off guard. While klaven are normally resistant to disease, they’re not fully immune, and a pair of them sustained significant enough injuries that they eventually succumbed to the onset of void death just an hour or so later, reducing their hit points until they perished and rose as void zombies. The akata have long since climbed back into the upper level, but the void zombies now roam the hall surrounding the elevator shaft on this level.

Creatures: When the PCs climb through the open door, a pair of klaven void zombies hide out of direct sight by the doors to areas A14 and A15, but they attack as soon as they become aware of the PCs. Both zombies still carry the unusual keys which disable the organic locks of the prison. These keys work specifically on Level 2, whereas Level 1 keys do not function at all on this floor.

KLAVEN VOID ZOMBIES (2)

XP 250

hp 15 (see page 716)

A11. AMORPHICS LABORATORY

Without a key, a DC 15 Dexterity check with thieves’ tools is required to bypass the prison’s organic lock system.

This elongated, octagon-shaped chamber holds several glass cases, each big enough to contain a large dog or halfling. A solitary workbench rests on the floor to the south with two unusual diagrams affixed to the wall above it. A large door in the center of the north wall provides the room’s only exit.

This chamber served as a laboratory where Lomrick experimented on amorphous lifeforms, specifically oozes. Each case houses some form of ooze (see Creatures below), and the diagrams above the workbench represent scientific illustrations identifying two uniquely different creatures. One is labeled in Ultari as a “xoraphond,” represented as a translucent slime with two protruding pseudopods. The other diagram is labeled “mindslave harness model 3” and it resembles a roughly square, backpack-sized glob of gray-green sludge and twisting fungal growths. PCs which experienced the prequel adventure in *The Assimilation Strain* may recognize either from their previous encounters—even without the language translation.

Lomrick’s notes, written in Ultari, reside on the workbench. If read carefully for at least 30 minutes, any character who succeeds on a DC 12 Intelligence (Arcana) or Wisdom (Medicine) check can fathom his most recent topic of research. His experiments here dealt with a means of intentionally creating alchemical oozes such that the components remained in two separate batches. Upon mixing these compounds, the alchemical ooze would then reanimate, springing to life as a new weaponized delivery system to set loose on unsuspecting worlds.

The secret door in the northeastern corner can be located with a DC 20 Wisdom (Perception) check and has no lock restricting access. Lomrick used it as a shortcut between labs and PCs may find it useful in avoiding the zombies in the corridor outside areas **A14** and **A15** or to confound a larger pursuer like the tauslek matriarch.

Creatures: All of the cases contain some form of amorphous life, but only a few are actually dangerous. Hiding under the workbench is an arachnid robot called BR-N3R which has served as Lomrick's familiar surrogate. BR-N3R knows the prison facility quite well but has become compromised due to encounters with the akata and tauslek matriarch. As a result, its survival instinct has kicked in and it distrusts any creatures venturing here (including the compromised klaven which are now void zombies). As the PCs start to inspect the room, the robot scuttles out from beneath the bench where it hides and uses its plasma torch to shatter a specific case, releasing a melancholic alchemical ooze to hopefully occupy them while it escapes. At the GM's discretion, the robot may also accidentally draw the attention of the klaven void zombies once it reaches area **A10**, and the zombies redirect their attention to the PCs rather than pursuing the Tiny spiderbot if they hear them still battling the ooze.

Treasure: PC alchemists can refresh any supplies needed for their class abilities from this location, plus the workbench itself contains all the materials necessary to serve as an alchemist's laboratory. Finally, two vials of acid reside inside one of the bench's compartments, but they have no labels identifying them as such. A PC who succeeds on a DC 10 Wisdom (Perception) check can easily locate the vials, and any PC with proficiency in alchemist's tools can identify them on sight, otherwise it requires a DC 12 Intelligence (Investigation) check to discern the fluid's nature. Diligent PCs can find a *potion of climbing* and two *greater potions of healing* in a small crate beneath the workbench.

Development: BR-N3R has a built-in key for every room on this level. If cornered, the robot surrenders, and offers information in exchange for their protection. While he is not privy to all of Lomrick's schemes, BR-N3R can explain that the PCs were abducted for medical experimentation, but an unusual anomaly was detected in samples of their blood. The robot doesn't understand the exact nature of the anomaly but knows Lomrick now has an extreme interest in them and their homeworld. Furthermore, BR-N3R can explain that Lomrick is a creature known as a jagladine and works as a scientist for the Scions of the Celestial Helix, hailing from an empire called the Ultari Hegemony. Finally, the robot knows that transport in and out of the facility is dependent on an interplanetary gate housed at the top of the prison. If asked about the klaven, the robot can further offer that they are synthetic soldiers created from physically altered captives such as themselves, but the void zombies are a complete mystery.

After sharing any of this information, BR-N3R petitions the PCs to help it reach the top level of the prison so it can assess the damage to the facility. The PCs may wish to keep the robot as a companion on their own volition. If so, it is recommended that the robot's plasma torch temporarily break on its very next

use so as not to unbalance future encounters. Otherwise the creature is another means for the GM to provide the players with an in-character context and erstwhile ally.

BR-N3R, ARACHNID ROBOT

Small construct (robot), neutral

Armor Class 14 (natural armor)

Hit Points 22 (4d6 + 8)

Speed 40 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
9 (−1)	14 (+2)	14 (+2)	10 (+0)	12 (+1)	1 (−5)

Skills Athletics +3, Perception +3, Stealth +6

Damage Vulnerabilities lightning

Damage Resistances fire; bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't adamantite.

Damage Immunities necrotic, poison, psychic

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned, stunned

Senses darkvision 60 ft.; passive Perception 13

Languages Common, Jagladine, Ultari

Challenge 1/2 (100 XP)

Constructed Nature. The robot doesn't need to eat, drink, sleep, or breathe.

Explosion. If the arachnid robot is destroyed or takes damage while below half its maximum hit points, it must make a Constitution saving throw with a DC equal to the amount of damage taken. On a failed save the robot immediately drops to 0 hit points and explodes in a burst of plasma. Every creature within 10 feet must make a DC 11 Dexterity saving throw, taking 1d4 (2) fire damage and 1d4 (2) lightning damage on a failed save, or half as much on a successful one.



HENDERSHOT

Fragile. If it has fewer than half its hit points, the robot has disadvantage on attack rolls and ability checks, and its speed is reduced by half.

ACTIONS

Multiattack. The arachnid robot makes two claw attacks.

Claw. *Melee Weapon Attack.* +4 to hit, melee 5 ft., 1 target. *Hit:* 1d4+2 (5) slashing damage.

Plasma Torch. *Ranged Weapon Attack.* +4 to hit, ranged 80/320 ft., 1 target. *Hit:* 4 (1d4 + 2) fire damage plus 2 (1d4) lightning damage.

Plasma Cone (Recharge 5-6). The arachnid robot unleashes a 15-foot cone of plasma. Every creature in the cone must make a DC 11 Dexterity saving throw, taking 1d6 (3) fire damage and 1d6 (3) lightning damage.

MELANCHOLIC OOZE SWARM

Medium swarm of Tiny oozes, unaligned

Armor Class 13

Hit Points 23 (5d8)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
1 (–5)	16 (+3)	14 (+2)	1 (–5)	6 (–2)	1 (–5)

Skills Stealth +5

Damage Vulnerability acid

Damage Resistance lightning, bludgeoning, piercing, slashing

Condition Immunity blinded, charmed, deafened, exhaustion, frightened, grappled, prone

Senses blindsight 60 ft. (blind beyond this radius); passive

Perception 8

Languages —

Challenge 1 (200 XP)

Paralyzing Slime. A creature exposed to the swarm's slime must succeed on a DC 12 Constitution saving throw or be poisoned for 1 round. While poisoned in this way the creature is paralyzed.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny ooze. The swarm can't regain hit points or gain temporary hit points.

Viscous. A creature that starts its turn in the swarm's space must succeed on a DC 13 Dexterity saving throw. On a failed save it is covered in sticky globules. Until removed, the sticky patches of goo reduce the creature's speed to half, impose disadvantage on attack rolls and ability checks, and is subject to the swarm's Paralyzing Slime at the start of its turn. A creature can remove the sticky globs as an action. If a creature affected by this ability takes acid damage, the goo is removed immediately.

ACTIONS

Feed. *Melee Weapon Attack.* +5 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 10 (4d4) piercing damage or 5 (2d4) piercing damage if the swarm has half of its hit points or fewer, and the target is subject to the swarm's Paralyzing Slime.

A12. MIMIC RESEARCH CENTER

This room has a light source in the form of a metal plate bolted to the ceiling that glows with enough light to see clearly. Several glass cages stand on the floor, all of them partially smashed open. The remains of plants, rocks, and feeding dishes clutter the bottom of the cages and suggest they once housed living specimens. A long table lines the southern wall from the eastern corner. A large door centered in the eastern wall provides the only exit.

The light source bolted to the ceiling is a metal plate with a *continual flame* spell cast upon it. This room was kept lit so certain animal specimens could continue to thrive. Each of the cages appear smashed by an irregular-sized object or blunt weapon (it was actually the mimic's slam attack, see below). PCs who perform a cursory search of the room discover a small pile of bones stripped of all meat in the northwestern cage. A successful DC 12 Intelligence (Nature) or Intelligence (Investigation) check confirms they come from multiple, different animals.

The long table lining the southern wall is covered with smaller glass jars of harmless insects, presumably as food for the larger animals. The west end of the table appears to have a steel trident resting on top of it, but this is actually an elaborate ruse carried out by the room's only living occupant.

Creature: A mimic has chosen to masquerade as the final five-foot extension to the existing table, creating a false, but attractive looking weapon sitting on top of it. Lomrick fit this mimic with a specialized form of *mindslave harness* hidden within its aberrant flesh and only visible once the beast is slain and returns to its normal form. Lomrick hopes to perfect this technology in order to tame mimics for use as controllable assassins. Unfortunately, when Lomrick evacuated the prison, the experimental harness eventually failed and the aberration broke free of its control. The creature broke into all the remaining cages and devoured the other specimens. Now, it waits for more prey to venture into reach, disguising itself until the perfect moment to strike.

Treasure: The weapon the mimic copied to serve as bait has a real analog. Kicked under the workbench and out of sight is a +1 trident and a suit of elven chain.

Development: After the mimic is slain, its body relaxes into its true form and a gray-green "patch" identifiable as a *mindslave harness* becomes visible. PCs who played through *The Assimilation Strain* may recognize it. Otherwise, PCs a successful DC 17 Intelligence (Arcana) or Wisdom (Medicine) check can determine it represents a form of organic mind-control used to enslave the mimic.

MIMIC

XP 450

AC 12

hp 58 (see SRD)

Damage Resistances psychic

Condition Immunities prone, restrained

Gillfoot. This mimic has climb speed and swim speed of 5 feet. The mimic can move 5 feet as a bonus action whether walking, climbing, or swimming, even in difficult terrain. This movement never provokes opportunity attacks. It also can breathe water as easily as air.

Opportunist. The mimic can use one additional reaction each round but can only use this reaction to make an opportunity attack.

ATTACKS

Pseudopod. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage.

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8+3) piercing damage plus 4 (1d8) acid damage.

A13. KLAVEN CONVERSION CHAMBER

The door to this room is unlocked and the interior is unlit.

Four vats sit on the floor of this rectangular room with slanted corners. Each one is four feet in diameter and four feet tall, filled with a thick opaque, greenish liquid which slowly bubbles, though no steam rises from the top. Next to each vat is wooden enclosure filled with glass bottles and alembics connected by a maze of glass pipes. These contraptions appear to create the greenish fluid and slowly pump it into the adjacent vats through four, transparent, flexible hoses. A single large door exits to the south.

This room serves the insidious purpose of transforming prisoners infected with the assimilation strain and outfitted with a *mindslave harness* into klaven footsoldiers. The greenish fluid is harmless to the touch, provided the exposure remains brief. Over a prolonged period, however, it causes permanent physiological changes to subjects who soak in it. Those who haven't undergone the prerequisite "treatments" of the assimilation strain and *mindslave harness* only suffer and die over time. Otherwise, they produce new klaven by calcifying a creature's outer skin and flooding it with unique nanites to rebuild its underlying musculature and skeletal systems, while also continuing to remap and repurpose its higher brain functions.

The alchemical apparatus proves quite fragile and can be destroyed with a single weapon as a standard action. Doing so however, causes chemicals and fluids to leak onto the floor in all the squares surrounding the apparatus and the vats. Those squares become slippery to non-klaven and count as difficult terrain.

Creatures: Six bodies soak in the vats while they transform into klaven. Two of them are not yet ready and never will become so during the assumed period in which this adventure

takes place. The others are just now ready to emerge from the fluid and report to Lomrick for their initial orders. If the PCs break the alchemical apparatus or disturb the vats in anyway, the klaven stand up and climb out of the vats as a move action. The bodies are not visible in the green fluid, and the klaven do not drown or suffer ill-effects while submerged in it. They do lack immediate access to manufactured armor and weapons, however, and must rely on their natural attacks and their calcified natural armor in combat unless they reach the standard equipment prepared for them (see below).

Treasure: Lomrick has armor and weapons set aside for the klaven for when they awaken. Along the wall, there are five sets of normal breastplate armor and battle axes. The fourth set is a suit of half plate armor and a silvered battleaxe.

Development: These klaven know very little and cannot communicate directly with the PCs, but instinctively recognize them as non-klaven enemies. PCs who examine the inanimate klaven bodies in the remaining vats notice they have the gray-green patch of a *mindslave harness* on their back. At the GM's discretion, they may also recognize the victims of the partial transformation as former colleagues or loved ones also abducted from their homeworld.

NEWBORN KLAVEN FOOTSOLDIERS (4)

XP 100 each

hp 11 each (see page 638)

Melee 2 claws +4 (1d6+2)

A14. OBSERVATION DECK

The south door leading to this area is unlocked and the room unlit. Details about the other doors appear below.

This octagon-shaped room presents a bare stone floor, walls, and ceiling with no discernable function. Two door panels reside in the eastern wall. The wall between the doors is stone from the floor to a height approximately waist high. The rest of the wall is glass, too thick to be easily smashed open.

Lomrick used this area to test creatures in a simple combat environment. The room is designed so that klaven soldiers could shove test subjects from the cellblocks or laboratories through the south door and Lomrick would then admit them into the battle chamber (at area A16) to observe their interaction from relative safety above.

The northeast door is locked and requires a DC 15 Dexterity check with thieves' tools to unlock. The keys carried by the klaven zombies in area A10 will permit access. The 5-ft.-by-10-ft. room behind works as a control booth. The wall is thick glass (AC 14, damage threshold 3, hp 14, Strength DC 23). Just inside is a panel with controls which operate the functions of the main room. A PC spending an action here experimenting with the controls may ascertain how they work with a successful DC 13 Intelligence (Investigation) check.

The main chamber actually has a 15-ft.-by-15-ft. section of floor missing entirely. Instead, the floor has been replaced by a permanent *wall of force* effect overlapped by a permanent *silent image* to resemble the floor. The end result is a floor which appears completely normal, but the controls in the adjacent booth allow the operator to make the floor transparent or to temporarily turn the floor “off” entirely, dropping creatures standing in the marked squares into the battle chamber below.

The door in the southeast portion of the room is locked and requires a successful DC 20 Dexterity check using thieves’ tools to open. Unlike the other doors, there are no keys in the facility which unlock it. Instead, Lomrick has the only key with him, now on another world entirely. As a result, the PCs must finagle the organic lock to open it or bash it down (as a strong wooden door). Behind it lies a staircase leading to area A16.

Hazard/Trap: The inner floor marked by the *wall of force* straddles the line between a hazard and a trap. Ultimately it causes no direct damage to the PCs, as any creatures dropped into the room below experience a *feather fall* effect until they reach the floor at area A16. PCs can notice that the center area is unnaturally smooth compared to the rest of the chamber with a DC 20 Wisdom (Perception) or Intelligence (Investigation) check but cannot locate any mechanism corresponding to the operation of a trap. The floor cannot be affected by the use of thieves’ tools, as only the controls in the booth can operate it. A successful *dispel magic* (DC 17) cast on the floor destroys the illusion.

Because of the damage caused by the meteor strike, when any single PC walks across the center square of the *wall of force* effect, or two or more PCs step into the outlined area, the floor immediately vanishes, dropping them into the battle pit at area A16. PCs standing adjacent to a solid square not in the outlined area may attempt a DC 15 Dexterity save to grab hold of the floor’s edge before falling, but a PC in the center square receives no save. The floor remains open and exposed for one round and then reseals itself with the *wall of force* but without the *silent image*—so observers still in this area can see into the area below. If any PC is left hanging from the edge for any reason when the floor resets, they are immediately knocked into the chamber without the benefit of *feather fall*, taking 7 (2d6) bludgeoning damage. Thereafter, the room’s floor remains stable for 15 minutes before surges within the bioelectric musculature of the prison facility once again creates the same hazardous conditions for those venturing here.

A15. MICROBIOLOGY LAB

This rectangular room contains two worktables, each covered with alchemical or medical tools and equipment, including an enormous frame-mounted lens to magnify images, several small, glass dishes, and a number of stoppered glass vials. A door set in the center of the north wall provides the room’s only exit.

Lomrick used this laboratory to test and experiment on new strains of the assimilation strain and various compounds extracted from the captive tausleaks, mostly those related to the science of memory extraction and transfer. The jagladine took

his most promising samples with him when he left the prison, but also abandoned several notes about his recent work in a journal on one of the tables. The journal is positioned so those standing before it triggers a pressure plate (see Trap below). A secret door (DC 25 Wisdom (Perception) check to notice) also leads to a hidden passage between this room and A11.

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Written in Ultari, Lomrick’s journal includes a confusing jumble of scientific jargon. Recent passages allude to a “field trial on a new planet” the name of which translates to the PCs’ homeworld. Lomrick also notes that his “xoraphond agent, Vuelib, reported an initial degree of instability with its prepared assimilation strain due to a genetic deviation in the natives.” The journal later records Lomrick instructing the xoraphond to “adjust accordingly and start a second trial.” The final entry reveals a critical discovery in the xoraphond’s analysis, which if confirmed, “must be reported to the Scions of the Celestial Helix immediately.”

Trap: While Lomrick wields authority as the acting jagladine commander on Garsilt, he also has several rivals among his peers, and jealously guards his breakthrough discoveries to sustain his rise in power. For this reason, the journal on his worktable includes an insidious trap designed to release a cloud of essence of ether poison gas in a 10-ft.-by-10-ft. area when a creature stands on the square marked on the map. The DC to notice and disable the trap is 15. This gas has no noticeable odor or visual cues until two rounds after a creature enters the trapped square to inspect or pick up the journal. An affected creature must succeed on a DC 15 Constitution saving throw or become poisoned for 8 hours. The poisoned creature is unconscious, but wakes up if it takes damage, or another creature uses an action to shake it awake. The gas naturally dissipates after one minute. A hidden switch concealed behind a small panel near the north door can bypass the trap (DC 20 Wisdom (Perception) check to notice). Once trigger the trap must be manually reset.

Treasure: Several items also lie scattered among the various laboratory implements on the worktables, which are themselves a full set of alchemist’s tools and an herbalism kit. None of the items appear remarkable sitting next to identical, but mundane versions. They include: an *alchemy jug* and a jar of *restorative ointment*. Lomrick’s journal also has a *bookplate of recall* glued inside the front cover. The bookplate allows the creature whose name is written on it to speak a command word and teleport the plate and attached book to his location. If pried loose before the jagladine thinks to recall his journal, it can be reused in a different book.

A16. THE BATTLE PIT

This area is unlit, but lighting can come through the transparent wall of force from area A14 if activated.

This immense chamber has a two-tiered floor. The lower floor is built in the center and drops ten feet down. Metal ladders lead to the higher tier bolted into the north and south walls. The raised floor encircles the center area with two door panels on the east and west sides. The ceiling rises to ten feet above the higher floor.

This organic arena hosts opposing test subjects to pit them against one another in life-or-death struggles, both as part of Lomrick's experiments and for his own amusement. The western door leading to area A17 slides open automatically as soon as any creature enters the pit, while the eastern door remains locked and requires a successful DC 20 Dexterity check with thieves' tools to open. No key in the prison facility will open the latter door, as Lomrick took it with him, but it opens easily from the other side and includes a catch beside the staircase to keep it open.

Creatures: Lomrick uses two younger tausleks to conduct battles here, letting them rest in area A17 between clinical trials. He primarily observes their opponents in battle to learn more about newer species, and then takes steps to ensure the tausleks win so they can feed on victims and steal their memories. He then uses his laboratory at area A15 to extract chemicals from the tausleks so he can harvest and review the memories of their opponents, thereby ensuring he learns even more about the homeworlds of his captives. During the meteor strike, the door to the tauslek habitat opened prematurely and they rushed into this room only to find it empty. They have an initial higher ground combat advantage over any creatures falling into the lower arena from A14, and their climb speed allows them to navigate both the floors and walls with no difficulty. Neither have any stolen memories or added Intelligence at this time.

TAUSLEKS (2)

XP 100 each

hp 45 each (see page 708)

A17. TAUSLEK HABITAT

This oversized room acts as a holding cell for the juvenile tausleks between battles. A powerful stench from their past meals assaults the senses of anyone venturing here, and a few moldering corpses lay in the corner, dragged back from the battle pit at A16. A careful search of the bodies (with a successful DC 17 Wisdom (Perception) check or the use of *detect magic*) locates a heavily soiled *cloak of protection*, once worn a sacrificed captive and never noticed or confiscated by the klaven.

TIMED EVENT: THE WYRD WARNING

Sometime after the PCs reach the top floor of the prison (but after any final encounter with the tauslek matriarch), they should

MATRIARCH MENACE

If the PCs still haven't slain the tauslek matriarch, the transition from the second floor to the top floor makes an excellent time for her to make a final assault, especially if she discovers any slain juvenile tausleks in the battle pit. The corridors on the top floor offer plenty of room for her to pursue them, and it's also a good time to resolve her presence in the facility as an ongoing story element, since the heroes have many more threats to contend with in the halls above.

hear an unusual gong-like reverberation echoing through the corridors. In addition, every 90 seconds or so, a guttural Ultari voice makes an announcement through multiple, permanent *magic mouths* placed throughout the facility. If translated (whether by Andretta, BR-N3R, or the PCs), it states, "Warning, facility power compromised. Auxiliary power diverted to atmospheric shielding. Drain will soon exceed capacity. Repairs required or system failure imminent."

Shortly after these messages begin, a shifting mass of roiling clouds charged with electrical energy confronts the PCs, manifesting with the barest outline of a humanoid face. A successful DC 17 Intelligence (Arcana) check can identify this creature as a *comozant wyrd*—an unusually rare air elemental of blue-green plasma and static electricity. The wyrd attempts to communicate with the PCs through its illuminating flames special ability, sharing emotions and mental images to share information about itself and current state of the facility.

During this interaction, it becomes clear the wyrd wishes to recruit the PCs as allies in its bid to escape Garsilt and return to its homeworld and Elemental Plane of Air. Once held prisoner in area A20, the power disruption caused by the meteor strike set it free. As an incorporeal creature, the wyrd could easily leave the prison, but Garsilt has few major bodies of water (its preferred habitat) and wants to leave this planet entirely. At first, it flashes images of a circular metal structure which resembles a gate. Then, it changes the image to depict the PCs and itself moving through the same structure before disappearing, presumably to someplace much safer based on the emotion it shares.

Through a further series of images, they wyrd also attempts to explain the problem facing the prison, showing a meteor striking an external structure and damaging its internal power source. It also shows that the prison has automatically erected a force field to keep air from leaking out of the ruptured exterior. But, due to the damaged power source, it indicates the solution cannot last indefinitely. Furthermore, it shares that they cannot use the gate to escape without repairing the power source. If the PCs have BR-N3R with them, the robot can explain some of these concepts, as well, knowing how to interpret the images they describe and how to associate them with the way the

facility functions. Finally, if the PCs agree to help the wyrd, it can convey upon the PCs enough insight to function as a *divination* spell, which they can then use to determine exactly what they need to do to fix the power source.

Reward: If the PCs agree to work with the wyrd, it communicates they must repair the power while it supplements the facility's atmospheric shielding. Otherwise, every living creature in the prison will die and there'll be no one left to activate the gate so it can leave. While they do so, the wyrd indicates it will await them in its former prison northeast of the elevator at area **A20**. Once they come to an accord, award the PCs XP as if they had defeated the wyrd in combat.

Development: If the PCs attack the comozant wyrd, it continues to share its vital message in the hopes of getting through to them, but avoids risking death because of a misunderstanding, using its incorporeal nature to escape through the walls of the facility. Thereafter, it follows after them, emerging again at a more opportune time to try and re-establish diplomatic contact.

COMOZANT WYRD

Small elemental, neutral

Armor Class 13

Hit Points 49 (9d6 + 18)

Speed 20 ft., fly 30 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
6 (−2)	17 (+3)	14 (+2)	8 (−1)	17 (+3)	16 (+3)

Skills Arcana +3, Insight +5, Perception +5

Damage Resistance bludgeoning, piercing, and slashing damage from nonmagical weapons

Damage Immunity cold, lightning, poison

Condition Immunity charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses darkvision 60 ft.; passive Perception 15

Languages Auran

Challenge 3 (700 XP)

Elemental Nature. A comozant wyrd doesn't need to eat, drink, sleep, or breathe.

Incorporeal Movement. A comozant wyrd can move through other creatures and objects as if they were difficult terrain. It takes 1d10 (5) force damage if it ends its turn inside an object.

Innate Spellcasting. A comozant wyrd's innate spellcasting ability score is Charisma. It can innately cast the following spells, requiring no material components:

2/Day: *control weather*

1/Day: *divination* (it conveys this information to creatures affected by its Illuminating Flames ability)

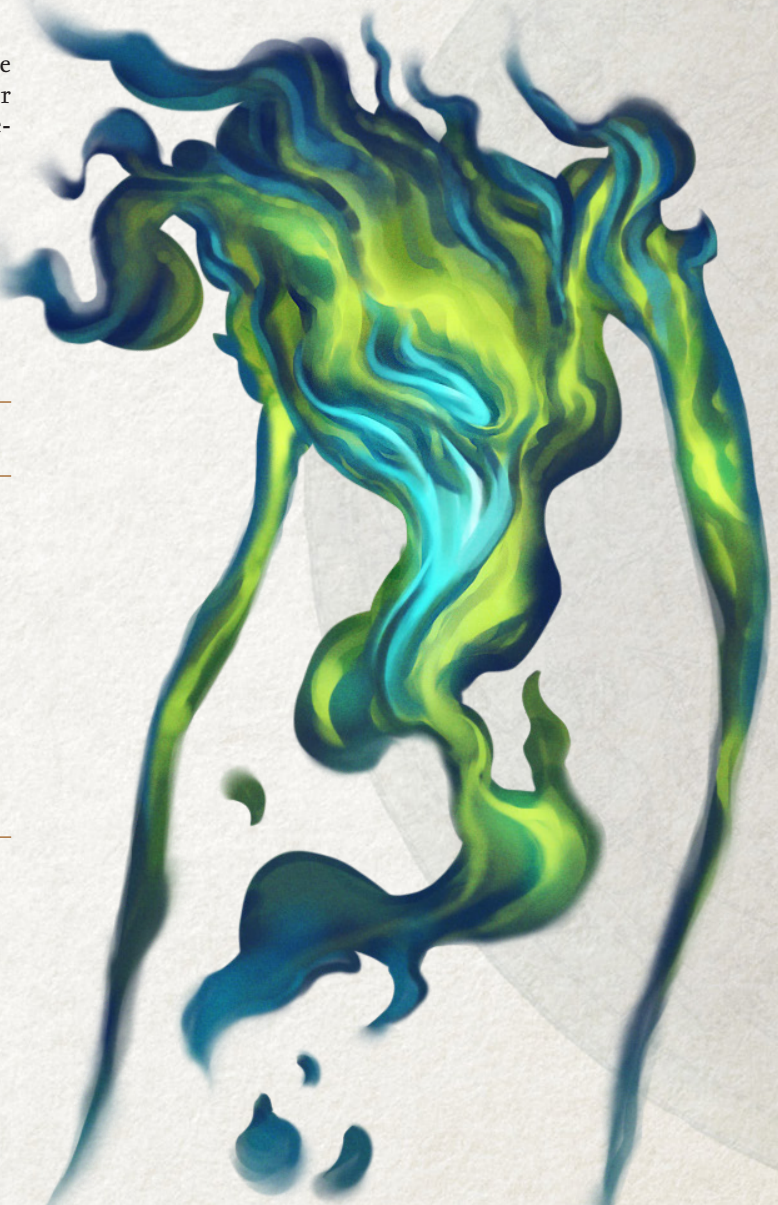
Plasma Form. If the comozant wyrd ends its turn in a Small

or larger creature's space, it attaches to that creature. Attacks against the wyrd deal half damage to the weird, and half to the attached creature. Attackers can take disadvantage on attack rolls to deal full damage to the weird.

ACTIONS

Multiattack. The comozant wyrd makes two lightning lash attacks.

Lightning Lash. *Ranged Spell Attack.* +5 to hit, range 30 ft., one target. **Hit:** 9 (2d8) lightning damage. A creature affected by Illuminating Flames who takes this lightning damage must succeed on a DC 13 Constitution saving throw or be stunned until the end of its next turn.



Illuminating Flames. The comozant wyrd shrouds the upper bodies of any Small or larger creatures it can see within 30 feet in cold, buzzing flames similar to the wyrd's own. Creatures with resistance or immunity to lightning damage are immune to this effect unless they willingly accept it. The flames persist as long as the creature remains within range. Affected creatures shed dim light out to 5 feet and can't benefit from being invisible.

The comozant wyrd can communicate empathically with creatures subject to this effect, and gains advantage on Wisdom (Insight) checks made against them. This communication is two-way and allows affected creatures to express ideas and use Charisma checks on the wyrd, even if they don't share a language. The wyrd can convey unexpected insight to affected creatures through its *divination* innate spell.

A18. POWER PLANT

This large chamber includes four, dominating columns of unusual green metal. Each one throbs with a slow, rhythmic pulse shedding a faint green light with the eerie sound of a heartbeat. A thin layer of orange dust coats the floor marked by animal-like paw prints. To the northwest, a large breach has taken down part of the external wall, plainly revealing an alien landscape of barren rubble and debris strewn by the impact crater of a dark blue meteorite. A shimmering translucent field of energy has cordoned off the broken wall from the outside environment, occasionally flickering with an intermittent drop in power. Several spherical objects litter the ground before the meteorite, both inside and beyond the energy field. Composed of strands of unusual metal, they appear hollow and torn open from within. A nauseating tang emanates from them, filling the air inside the room. The only other exit lies east, where the sliding door has been battered down.

The rogue meteor struck this side of prison where it emerges from the planetary crust of Garsilt. Other meteorite fragments inflicted further damage to the prison's exterior, but the facility's organic components can limp along and regenerate given enough time. The damage here, however, has struck the main conduit to the power plant, breaking through part of the wall. The temporary energy field created an atmospheric containment field, but facility's waning power can't sustain it for much longer. Worse still, the drain is sufficient to cause the already temperamental gate to no longer function, preventing the return of Lomrick and his klaven soldiers.

To stabilize the environment, someone must repair the power plant, which uses a combination of magic, bio-organic nerves, and hard technology to operate. The most obvious damage exists at the column in the northwest corner where multiple rocks fell and exposed its internal components. The requisite spare parts are located in area A24. While incredibly complex, the power plant was designed so that even klaven footsoldiers could fathom and service it if necessary. Once the PCs have the proper materials, they must succeed on a DC 10 Intelligence (Arcana) or a DC 13 Wisdom (Medicine) check to make the necessary repairs, which requires five minutes of uninterrupted

work. Andretta's assistance grants advantage on these checks, as she can read the Ultari instructions and diagrams kept nearby. PCs with the Technologist feat or assistance from BR-N3R automatically succeed, but still require the same amount of time to complete the task.

Creatures: Two akatas also prowl among the rubble just outside the prison on the other side of the containment field when the PCs enter. These creatures do not breathe and prove comfortable in either atmosphere. They arrived with the meteorite and now use the top level of the prison as their hunting grounds. Since the containment field only prevents the atmosphere from passing through, the akata are free to come and go from the breach in the wall, using the cover of the meteorite's rubble to retreat and regroup, as necessary.

Hazard: The air in this room is slightly toxic until the PCs repair the power plant. Creatures dependent on breathing have the poisoned condition (as well as a sharp headache and dizziness) while staying in this room. Once the power plant is repaired, this hazard goes away as the prison's controls reestablish a fully compatible atmosphere. Any PCs who walk outside the containment field, however, automatically realize Garsilt's environment cannot sustain them. They choke and gag, gasping for breath as they slowly suffocate (see the *Official 5th Edition Handbook for Players*).

Development: Once the PCs restore power, the protective atmospheric shielding fully stabilizes, and the facility no longer faces the threat of imminent failure. The constant alarm and repeated warnings (described in the **Timed Event: The Wyrd Warning**) finally subside. This outcome still won't re-enable the gate at area A27 but does lower the overall threat level.

AKATAS (2)

XP 200

hp 30 (see page 658)

A19. KLAVEN BARRACKS

This chamber lies bare except for 12 strange cylinders integrated into the north and west walls, each attached to root-like cables extending from the stone ceiling. Two wall lockers are built into the east wall.

The bulk of the prison's klaven used this chamber as their barracks, leaving the door unsecured in their haste to respond to the damage caused by the meteor strike and its invading akata. Their sleep cylinders remain empty, but their equipment lockers still contain some spare gear. Each one has a traditional mechanical lock requiring a successful DC 20 Dexterity check with thieves' tools to open.

Treasure: One locker contains two battleaxes, two sets of breastplate armor, three *potions of healing*, an *elixir of health*, and an *elixir of tongues* (a creature who drinks gains the effect of the *tongues* spell for 1 hour). The latter is used only as needed to interrogate special off-world prisoners. The other locker contains a longbow, and ten +1 arrows.



A20. WYRD CONTAINMENT CHAMBER

The door to this area is locked with the facility's organic security system, requiring a successful DC 20 Dexterity check with thieves' tools to unlock it. The inner chamber has powered down, leaving it in darkness, but if the comozant wyrd resides here, its body sheds light equivalent to a candle.

This stone chamber houses a slightly smaller internal room composed entirely of glass. Large panes form a rectangular enclosure over a shining, metallic pedestal centered in the floor. A single, transparent door swings outward from this chamber, already standing open. A small control panel occupies the wall just north of the room's only exit.

The comozant wyrd (see **Timed Event: The Wyrd Warning**) normally resides here, trapped within the glass-like enclosure (AC 13, 15 hp, break DC 15). With the chamber currently powered down, the energies which normally shackle the wyrd inside have faded, allowing its only prisoner to roam free. The inner chamber has no lock, but a magnetic catch holds it shut when energy is coursing through the pedestal. The panel on the far wall also activates a permanent *wall of force* lining the inner glass which also prevents the incorporeal elemental from escaping. Other buttons activate the chrome pedestal to siphon energy from the wyrd's plasma form off as a reserve resource for powering the facility's gate at area A27. This electrical

lightning rod deals 1 level of exhaustion to the wyrd every 6 rounds when activated but grants the facility considerably more power. A successful DC 13 Intelligence (Arcana) check helps decipher the purpose of this apparatus. Comprehension of the Ultari language (whether by magic or Andretta) grants advantage on these checks. A PC with help from either BR-N3R or the comozant wyrd succeeds automatically.

Development: If the PCs haven't refused to ally with the comozant wyrd in their first encounter, they may still find it here. The creature is not intended as an enemy of the PCs, but a necessary ally. If they parted on unfriendly terms, the PCs may still have to force the wyrd to serve as a power source to activate the gate so they can escape the prison. If attacked, the wyrd follows the PCs into this inner chamber, and if they can lure it into the glass enclosure, the *wall of force* can be re-activated on the far wall to trap it once more and siphon its energy for the gate's operation. Note, this outcome should serve as a back-up plan offered by BR-N3R or Andretta as they seek to help the PCs (and themselves) in escaping the prison.

If the PCs parted on good terms with the comozant wyrd, it should return to this room while they investigate and repair the power plant. Once they determine the gate needs more power to function, the wyrd ultimately volunteers to serve as a secondary power source. This requires self-sacrifice on its

part, but the wyrd conveys its thoughts and emotions to them, indicating it believes no living creatures should be confined by such a cage. Thereafter, it voluntarily moves into the central chamber again, instructing the PCs how to activate the controls to siphon its power again.

A21. LOMRICK'S QUARTERS

Read or paraphrase the following to set the scene when the party first approaches this room:

This hallway ends before a large door, but the green circular disk covering its organic locking system has been torn away. Greenish fluid oozes down the wall where the vines that resemble nerves, veins, and arteries now lie exposed. The door itself opens and closes every few seconds, seemingly at random, exhibiting deep claw marks on its surface.

The PCs may simply step inside the room when the door intermittently opens. Read the following description when they enter:

This room once provided a palatial bedroom with a large, ornate bed in the northeast corner and a man-sized desk and chair to the southeast. The primary exit lies west, while two smaller reside on either side of the room beside it. The chamber has experienced significant vandalism, however, as the bed's mattress, pillow, and sheets have been torn to shreds, and the stationary writing equipment lie scattered across the floor.

This room served as commander Lomrick's personal quarters and includes far more concessions for comfort than the klaven guards enjoy. The two smaller, internal rooms supply a lavatory and closet. The desk appears to have been recently emptied, but the top drawer contains a concealed envelope affixed to the top with glue (see **Development** and **Treasure**), which the PCs can locate with a successful DC 17 Wisdom (Perception) check.

Creatures: Two klaven currently rampage through this room, only recently transformed into void zombies. As they began to succumb to the void death inflicted by the akata, they followed their last instincts and forced their way into this chamber blindly in search of anything which might cure them among Lomrick's personal belongings. Unfortunately, they passed away and rose as void zombies before they complete their search. The pair now remain too witless to move through the door when it opens randomly and so have become trapped inside, mindlessly milling around the room. They do not hesitate to attack the PCs as they enter, seeking to feast on their blood.

A third creature also resides here, a miniature clockwork spy hovering near the ceiling which Lomrick used as a recording aide. It followed after the klaven, unable to distinguish their zombie state, repeating the last recorded orders Lomrick left for his klaven footsoldiers in the event he couldn't return to the prison. Lomrick recorded the message in Ultari and Jagladine and the clockwork repeats it again and again in an effort to convince the klaven to heed their master's directive. It avoids contact with the PCs but watches them closely as it repeats its message.

"Klaven warriors, hear the words of your commander, Lomrick. In the event I cannot return within 3 days due to the gate's malfunction, you are to perform the following tasks. Hidden in the prearranged storage space are a recording gem and my clockwork's key. You must insert the memory gem into the clockwork and wind it once again. Instruct it to deliver itself to Supervisor Garabool at the Temple of the Celestial Helix and send it through the gate to Balimere. The clockwork should retain specific directions to that location. This is your highest priority. Do not attempt to reconfigure the gate to the home planet of our test subjects. The gate is on the verge of complete inoperability, but I shall find a means of repairing it from the ones who sought to keep such knowledge from us on Argosa."

If BR-N3R is present and allied with the PCs, the spiderbot reports that whatever hidden storage place Lomrick refers to must exist in this specific room, even aiding them in searching for it, if so ordered. This takes approximately 10 minutes and eventually turns up the clockwork spy's key but finding the memory gem requires a successful DC 20 Wisdom (Perception) check.

Development: Once the PCs find the clockwork's key, they need only show it to the clockwork spy and it flies down to submit to their control. If the PCs found the second memory crystal, it contains a different recording which the PCs can place within the clockwork spy and order it to replay.

"Supervisor Garabool, this is Officer Lomrick reporting from Garsilt. I've made a vastly important discovery in our efforts for the Celestial Helix. Test subjects removed from the newly discovered world we found appear to have the exact Patron coding we need; however, I'm experiencing problems with Garsilt's gate again. It maintains a stable connection to Argosa but has proven unreliable and intermittent when trying to reach other words, especially this most promising one. I'm temporarily evacuating to Argosa to ensure I don't get stuck on Garsilt. In light of our profound discovery with these test subjects, I'm enlisting aid from our assets in Zel-Argose. We can't afford to lose contact with a planet this valuable now that we've found a sign as important as this. Glory in our lifetime! I will endeavor to secure a new communication link from Argosa, as soon as possible. Lomrick out."

Treasure: The clockwork spy is a valuable item in itself, but PCs who search Lomrick's closet may also locate a robe of useful items which Lomrick unintentionally left behind. The robe has standard patches, plus the following: iron door, 10 gems worth 100 gp each, wooden ladder (2), riding horse with saddlebags, 4 potions of healing, rowboat, 10-foot pit, (2).

KLAVEN VOID ZOMBIES (2)

XP 450 each

hp 15 each (see page 716)

Other Gear Keys to all areas on Level 3

CLOCKWORK SPY

XP 25

hp 14 each (see page 670)

A22. COMMUNICATIONS ROOM

This room is locked with the facility's organic security system. Much more resilient to manipulation, it requires a successful DC 15 Dexterity check with thieves' tools to open.

This long chamber contains only one feature, a stone throne on a raised pedestal.

This chamber provides the prison's primary communication with the rest of the galaxy—and, specifically, Lomrick's means of speaking directly with his off-world colleagues. When operated correctly, the throne can cast an interplanetary *sending* and *dream* once per day, but organically exists as an integrated component of the facility's infrastructure and cannot be removed. Any intelligent creature can use the throne without a command word, but they must understand the throne's purpose first. The device radiates moderate evocation and illusion magic and can be identified with a successful DC 17 Intelligence (Arcana) check. Thereafter, it requires a successful DC 12 Charisma check to activate, but only operates if the user directs the magic to a known individual on a world they've visited before. As a result, the throne represents the last potential farewell the PCs can make to their loved ones back home in a very long while.

A23. VENTILATION ALCOVE

A discernable breeze flows east out of this otherwise empty alcove. A metal object appearing as a nested set of cones is the source of the airflow which streams steadily from it.

The living prison exhales fresh oxygen-rich air through the facility on every level, but this alcove receives the majority of it. This ensures the command level's habitability as a priority over the cellblocks. If the PCs remove the air ventilator (assuming they can get to the ceiling), the air duct leads into the structure's organic interface, but rapidly shrinks to Tiny and then Diminutive size.

Creature: A single akata guards this alcove to defend the alpha akatas in area A25.

AKATA

XP 200

hp 30 (see page 658)

A24. EXHAUST ALCOVE

This area is similar to area A23, except the air flow steadily moves up and to the west through an immense grate in the ceiling. There it travels down a series of organic capillaries where the prison filters it and returns as a breathable atmosphere again. The alcove is otherwise empty.

A25. MAINTENANCE BAY

The door to this chamber lies broken and physically peeled away from the track where it once slid into the wall. Tendrils of green plant-like material are still attached where it hangs crookedly to the side. Beyond the door, metal shelving units fill the room, each containing various tools and supplies, some quite pedestrian, and others so exotic as to defy explanation.

This room contains a variety of resources for the facility's upkeep. Some of them include common carpentry tools and hardware such as buckets and mops, surplus alchemical equipment, and even "normal" food supplies (for Lomrick's benefit). PCs who spend at least 5 minutes searching this area discover an enclosed wooden box on one of the highest shelves containing the necessary items to repair the power plant in area A18.

Creatures Two alpha akata hunters have battered and then torn the door aside to make this room their newest lair. They protect this territory by attacking any creatures which venture here.

AKATA ALPHAS (2)

XP 450 each

hp 37 (see page 659)





A26. PRISONER INTAKE AREA

This open area has a sunken floor in the center which is approximately a foot and a half lower than the main floor. Two wooden enclosures stand to the south with their sides open to the east and west. And a large door leads south, while an open corridor exits to the east.

This location serves as a prisoner intake area, which Lomrick and his klaven used to process the PCs and the other prisoners in the cellblocks after abducting them from their homeworlds. The wooden enclosures are sturdy wooden booths permanently built into the floor, enabling the klaven to isolate captives which prove particularly resistant to the sedatives used to incapacitate them. Prisoners are also grouped in the sunken floor so they can be carried east to the elevators enmasse when the klaven are ready to put them into stasis.

Creatures: Four klaven footsoldiers still defend this position, securing access to the gate room at area A27. They once had stronger numbers, but the akata already killed and transformed two of them into void zombies (now in area A21). The remaining klaven now wait for reinforcements, not yet realizing Lomrick and his lieutenants have been unable to activate the gate again from Argosa.

KLAVEN FOOTSOLDIERS (4)

XP 100 each

hp 11 each (see page 638)

Combat Gear *potion of greater healing*; **Other Gear** Keys to all areas on Level 3

A27. GATE ROOM

A metallic circle, easily large enough to walk through, stands in a heavy metal frame atop a five-foot stone dais at the south of this room. Its thick metal construction is embossed with a series of large flat runes along its rim, and two pillars stand to either side of the dais. A sloping ramp leads from the platform to main floor. The only exit is a door to the north.

This room houses the gate from Garsilt to other planets within range, including the planet of Argosa where Lomrick fled after the meteor strike compromised the prison, as well as the PCs' homeworld which the jagladine intends to invade. The gate is the room's only significant feature, but if the PCs haven't yet repaired the power plant in area A18, it remains inoperable. A *detect magic* spell barely registers more than a faint conjuration aura from the ageless artifact, but PCs who succeed on a DC 12 Intelligence (Arcana) check can determine the gate simply lacks enough power to register its full capability—though that check does not clarify what exactly powers the gate. If the PCs have successfully communicated with the comozant wyrd, they may understand the cause. BR-N3R can also explain that the gate runs off the prison's bioenergy and won't function until the power plant is fixed.

Unfortunately, once the power plant is repaired, the gate only radiates a moderate conjuration aura and still fails to activate. When this is discovered, either the comozant wyrd or BR-N3R come the dire conclusion that the facility lacks enough power to activate while also maintaining the containment field preserving the atmosphere where the meteor breached

the prison's outer wall in area **A18**. The status quo permits creatures in the prison to temporarily survive until the food or water runs out, but no one can leave either.

When this becomes evident, the comozant wyrd communicates with the PCs (or at least the one to show it the most kindness) that they should accompany it to area **A20**, where it was once imprisoned. There, it conveys images suggesting that the PCs should activate the controls to siphon its plasma energy to activate the gate. Should the PCs (or BR-N3R) point out this may kill the wyrd, the creature doesn't deny it. It empathically relates it would rather sacrifice itself than have any of them remain slaves.

If the PCs attempt to understand how the gate is used, a successful DC 15 Intelligence (Arcana) or Spellcraft check allows them to recognize the gate can theoretically reach multiple locations by configuring the runes along its outer rim in a particular sequence. A successful DC 15 Wisdom (Perception) check also determines the runes were recently touched by certain impressions left in the dust. BR-N3R can also volunteer what it believes to be the sequence leading to the PC's home world, but any attempt to return there becomes pre-empted by Lomrick's soldiers, as the moment the facility has enough energy to power the gate, a purge team opens it from another remote location on Argosa (similar to a readied action).

Lomrick's foremost lieutenant, a klaven officer named Maulvorge, has been actively trying to reconnect to the Garsilt gate this entire time. And, the moment the energy from the comozant wyrd establishes enough critical mass to activate, he opens it from the other side. This action prevents the PCs from opening a path to their homeworld as Maulvorge sends klaven reinforcements to retake the prison ahead of his arrival. Note, if none of the PCs are present at the gate when the comozant wyrd makes its sacrifice, the klaven emerge before they return, advancing cautiously through the facility to hunt down escaped prisoners and akata alike. During this time the gate continues to radiate an intense light, maintaining the connection to Argosa, but making it impossible to discern what lies on the other side.

KLAVEN SHOCKTROOPERS (4)

XP 200 each

hp 32 each (see page 638)

Combat Gear *potion of greater healing*; **Other Gear** Keys to all areas on Level 3

TIMED EVENT: THE INQUISITOR'S ARRIVAL

After the first wave of klaven are defeated, Maulvorge personally leads another team through the gate. His nanite exchange ability allows him to immediately assess the condition of any klaven within 60 feet, including the status of the first wave. He quickly seeks to re-establish command of the prison facility, wading into melee while augmented by his inquisitor spells and abilities. This battle should present an epic challenge for the PCs, but the GM should consider adding allies such as Andretta or any remaining bahgra to even the odds.

Development: Once Maulvorge falls in battle, the gate begins to pulse with an ever-increasing intensity of light, making a careening sound as a slight tremor rocks the entire prison. Any PC allies like Andretta or BR-N3R urge them to jump through the gate lest it shut down and forever trap them on this world. The PCs should be allowed a few rounds to collect treasure or equipment from fallen adversaries. If necessary, the GM should give players a strong hint that wherever the gate leads, it might be the one opportunity their PCs have to leave this place. Additional tremors and even klaxon-style sirens may sound to encourage them to pass through the gate before it closes.

Once the PCs pass through the portal, they have a momentary sensation of being utterly alone in the vast black void. Heartbeats later pinpricks of light come into existence. At first one by one, and then seconds later they appear in the thousands and then millions. Bare moments later each PC has the sensation that motes of light are rushing towards them, until they're no longer surrounded by darkness but a stark and perfect white—as if the light itself were pouring into them. The sensation of power coursing through every cell in their body becomes so intense as to almost cause each of them to lose consciousness...and then, they stagger out the other side of the gate. Forever changed.

MAULVORGE

XP 1,100

hp 52 (see page 639, klaven commander)

KLAVEN SHOCKTROOPERS (2)

XP 200 each

hp 32 each (see page 638)

Combat Gear *potion of greater healing*

KLAVEN WARBEAST

XP 200

hp 11 (see page 639)



PART 2: TO WORLDS UNKNOWN

As the PCs transition through the gate from Garsilt, they emerge on an entirely different world called Argosa. This process also triggers an unexpected transformation in the PCs, as their blood contains a special genetic sequence embedded in their evolving species long ago by the Patrons. Ultimately, these encoded genes identify them as one of the last best hopes to rid the universe of the Hegemony's ancient founders, the Principalities. Thus, the combination of Garsilt's malfunctioning gate, its artifact-level technology, and the additional power surge provided by the comozant wyrd awakens this unexpected potential within the heroes. The PCs undergo epic ascension, receiving two "blessings" or epic boons as their destiny begins to manifest. Each receives a lesser **Boon of Luck** (rolling a d6 rather than d10) and gains **Morphic Nature** (see page 499). In addition, over the course of the *Legendary Planet Adventure Path*, the heroes will receive further blessings after specific events occur. For more information on epic boons, see "Other Rewards" in Chapter 7 of the Official 5th Edition Guide for Gamemasters.

When the PCs emerge from the gate, they find themselves in an ancient ruin on the planet Argosa. In a time beyond living memory, Argosa held prominence as a Patron planet, but eventually suffered the ravages of war until immigrants and squatters from other worlds resettled and claimed it. As a hub planet, Argosa continues to hold many gates capable of reaching other parts of the galaxy, most of them located in Argosa's largest city, Zel-Argose. The PCs' arrival point lies approximately 50 miles east of Zel-Argose, which represents the most likely place for the PCs to search for answers to their current dilemma. Unfortunately, a religious sect of the Hegemony, known as the Scions of the Celestial Helix, have also established a lair within the same ruins, using the site to secretly extend their reach beyond Argosa to other planets they haven't explored or conquered yet (such as Garsilt).

Zel-Argose is also where the jagladine prison commander, Lomrick, went to report to his superiors about the deteriorating situation on Garsilt due to the unexpected meteor strike. As mentioned in Lomrick's laboratory notes, he's already aware of the unique genetic make-up represented by the races of the PCs. And, even though they escaped his prison, Lomrick's main priority is to repair the gate on Garsilt so he can travel back to their homeworld and search for others like them. The jagladine's agents have already identified an elali scholar named Relstanna as a known member of the Bellianic Accord living somewhere in Zel-Argose, and Lomrick intends to capture her under the belief she knows how to repair the ancient gateways of the Patrons. Lomrick originally left Maulvorge in charge of this remote Hegemony base with standing orders to purge the prison on Garsilt when and if the gate stabilized. Most of the klaven footsoldiers accompanied Maulvorge in this endeavor, leaving only a handful of remaining guards and other hazards for the PCs to contend with in the ruins. While this location somewhat extends Part One, with care and caution, the PCs should be able to seize control of the ruins, rest, recover, and eventually obtain transportation to Zel-Argose.

B1. THE TEMPLE GATE

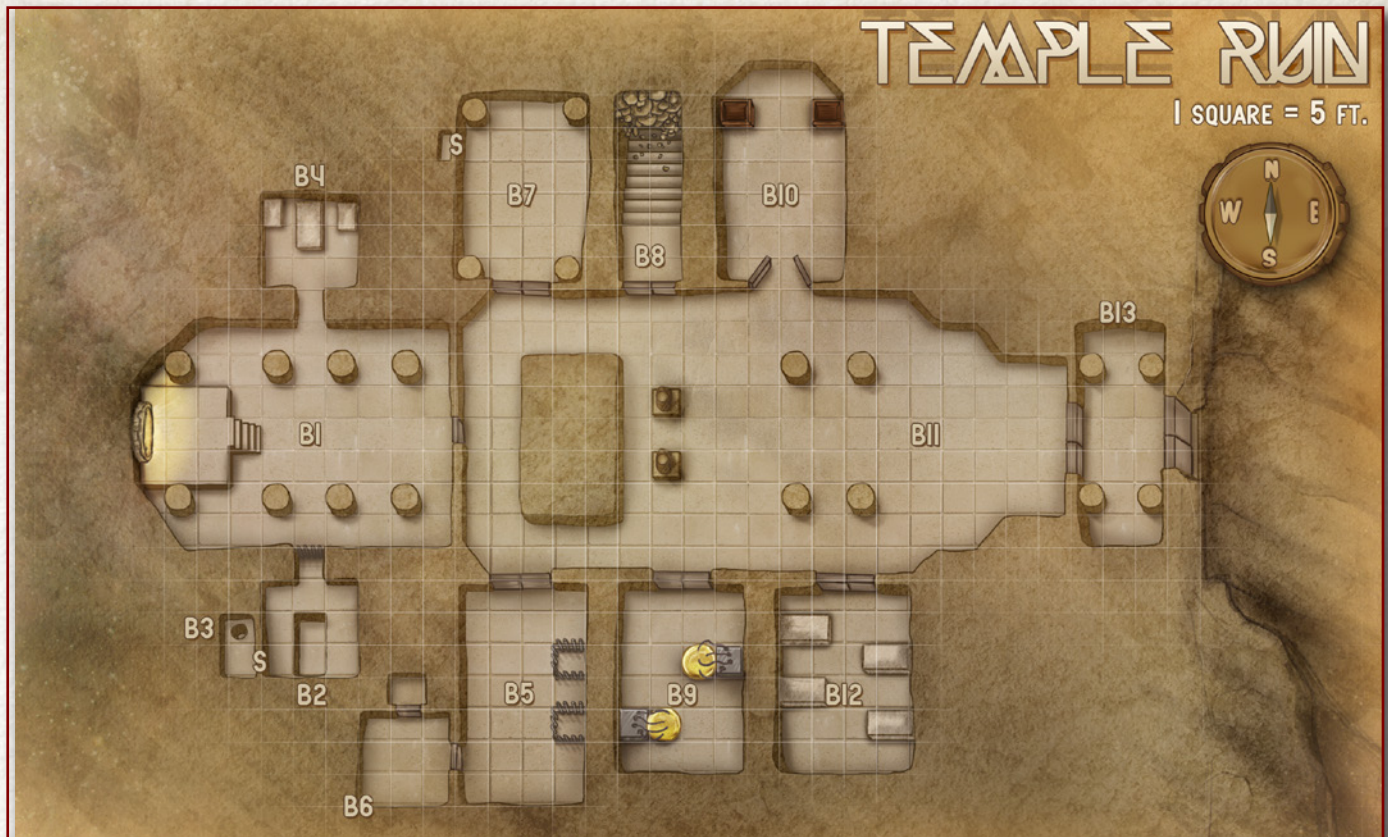
The vaulted ceiling of this expansive hall reaches 25-feet high along its centerline with six, enormous pillars running parallel to the east and west. A mild chill pervades the finished, yet ancient, stonework, and a series of ropes strung with metallic rods provide dim illumination across the entire chamber. A dais occupies the western end of the hall, flanked by another set of pillars. It rises five feet higher than the main floor with a short flight of steps leading to its surface where a crumbled altar lies in a broken heap along its northeast corner. Against the west wall stands an immense sculpture of a god-like figure depicting a female humanoid shaped so she leans out from the wall from the torso up, just behind the dais. The arms of this massive figure are carved so she appears to hold a stone circle surrounded by runes set in the center of the wall. A door exits east, the south hallway is closed off with the bars of a cell door, and an open passage leads to a smaller chamber to the north.

When the PCs first arrive in this chamber, they emerge from the stone circle surrounded by the arms of the giant sculpture. Their physical senses soon register subtle differences due to their new Morphic Nature. The gravity, barometric pressure, and humidity are all slightly different on Argosa, and the air carries a slight, coppery tang. These subtle clues indicate the PCs have shifted to a completely new environment. The barred door to the south is a makeshift structure, fabricated with metal rods fused together and fashioned with crude hinges. If the robot BR-N3R is still with the party, the construct can volunteer it played a role in fashioning the door (and other cells within the compound) with its plasma torch and materials which Lomrick provided. The door is designed to contain creatures in area **B2** (AC 19, damage threshold 10, hp 25, Strength DC 25) and secured with a latch just out of reach for a Medium creature. The door to the east is closed but unlocked.

If the PCs investigate the gate through which they arrived, it radiates a strong aura of conjuration magic, but no effort within their means can cause it to activate again. While not permanently destroyed, its repair is well beyond the talents of anyone in the region, despite Lomrick's beliefs to the contrary.

Creature: Baeden Rhydorn (NG human male **thug**^{SRD}) actually resides in area **B2**, but when the PCs arrive, he peers through the gaps in the bars of his cell's metal door to see who steps from the gate (which makes a momentary flash of light when activated). He studies the PCs before eventually calling out to them, encouraging them to approach his cell in the hopes that they might free him. Note, this represents the first instance where the PCs may hear someone speaking the Common language of Argosa, and yet, because of their Morphic Nature, they can understand the words.

Baeden and his older brother Caeftin (NG human male **guard**^{SRD}) are traders who run caravans between Dae-Gelose and Zel-Argose, stopping at some of the smaller towns and villages in between. Lomrick hired the brothers to transport him and his klaven to these remote ruins to seek out the gate to Garsilt. Their decision to accept Lomrick's proposal created a lot of controversy among their hirelings, as jagladine are not well-liked



on Argosa, and klaven (though nominally considered slaves) strike fear in those they encounter, proving bad for business. Lomrick offered a generous sum in compensation, however, so the brothers eventually accepted and even helped resupply the Hegemony outpost without incident. Unfortunately, when their caravan last stopped at the site, Lomrick needed immediate transportation back to Zel-Argose so he could find someone to repair the gate on Garsilt. He directed his klaven to seize the entire caravan, taking Baeden hostage with assurances to his brother Caeftin that he'd be unharmed and paid a bonus, so long as Caeftin turned the caravan back to Zel-Argose and delivered the jagladine safely to the city again. In the meantime, the remaining klaven occupying the ruins have seen to Baeden's basic needs, but they keep him confined to the room where the PCs find him now. After the trader tells them his story, he asks the PCs to free him.

Development: If Baeden and the PCs come to an agreement, he explains Lomrick's deal and that he no longer wants any part of it. Instead, he intends to rejoin his brother in Zel-Argose and offers that Lomrick has gone there, as well. He explains his brother's caravan is due to arrive again soon, presumably to pick him up again, provided Lomrick's klaven actually release him and don't slaughter their retainers instead. If the PCs agree to help Baeden escape and ensure the safety of his workers, he vows to take them to Zel-Argose when he leaves. Baeden also warns them about the klaven guards still in the temple ruins. Since the PCs may require rest after their ordeal on Garsilt, he

suggests they hide in area **B4** or rig his cell door so it can be opened from within while they hide in his quarters. He assures them the resident klaven don't patrol rooms they already believe to be secure and only check the gate and their prisoner once or twice a day.

B2. PURIFICATION CHAMBER

The floor of this chamber lies tiled in black marble, apparently swept clean and kept well-polished. Stone hooks hang from the wall at shoulder height, large enough to hang garments, and the center of the room includes a 10-foot-long basin which sits two feet lower than the main floor, empty now except for a few blankets and a bedroll. The room is otherwise empty except for a backpack, covered pot, and a half-dozen candle tubs. The only exit lies north through a makeshift cell door.

This used to be a ceremonial chamber where supplicants to the lost goddess were baptized or cleansed before a ritual. Closer examination of the basin reveals a stopper and a drain, but no source of water. A secret door in the west wall provides access to area **B3**, and a successful DC 16 Wisdom (Perception) or Intelligence (Investigation) check can determine how it opens.

Creature: The klaven guards have currently confined Baeden Rhyrdorn (see area **B1**) to this chamber. He uses the basin as a bed, and the covered pot as a chamber pot. The backpack

is likewise his, but his captors removed most of its contents, leaving only a few minor implements, like a sewing kit, candles, flint, eating utensils, and a waterskin. Baeden has yet to find the secret door to **B3**.

B3. WELL OF PURITY

This small chamber conceals a well descending into darkness. A row of stone shelves hang upon the west wall.

This room once provided much-needed water for the temple and the adjoining purification chamber. Any apparatus used to fill containers from the well has long since fallen to dust. If the PCs lower their own container into the well and pull it back up, it yields clean, drinkable water. Exploring the well itself requires a successful DC 15 Strength (Athletics) check to climb up or down and leads to an underground cistern fed by small pipes from an aquifer somewhere beneath the mountain.

Treasure: The stone shelves once held religious artifacts important to the temple, most of which have crumbled away, but a golden chalice worth 200 gp and a *pearl of power* still remain.

B4. PREPARATION CHAMBER

A long, stone table occupies this rectangular room, covered in dust and set with one end emerging from the center of the north wall. Flanking the table are two smaller work surfaces holding and two, bronze urns, tinted green with time. All of the room's walls bear a series of etchings once painted with bright colors to stand out from the black stone, but now faded and crumbling away. The only exit lies south.

The temple clergy once used this chamber to prepare their dead for various funerary rites. The etchings depict this lost culture's instructions for proper burial, and a successful DC 13 Intelligence (Religion) check allows any PC to divine their purpose. A successful DC 10 Wisdom (Perception) check also notices something disturbed the dusty table in the recent past, but not within the past few weeks. The klaven are aware of this room but generally ignore it.

Treasure: The brass urns are worth 50 gp each, but weigh 150 lbs., making them difficult to move.

B5. COMMUNAL ROOM

Rubble covers the floor of this solemn chamber, except for the cleared areas within two metal cages standing empty along the east wall. The air has a decidedly musty smell as heaps of sawdust lay in piles around the cages. Two stone doors exit north, and a single door leads west.

This room once served as a communal dining and meeting hall for the temple priests. The stone rubble represents the remains of several broken tables and benches, some bearing artistic designs matching the rest of the runes and symbology used in the temple's architecture. The metal cages act as makeshift prison cells crafted from metal rods which BR-

N3R welded together. The cells (AC 15, damage threshold 10, hp 40, Strength DC 25) lie empty but new chains and metal padlocks were recently added from Zel-Argose and require a DC 25 Dexterity check with thieves' tools to open. Lomrick uses these cells to detain prisoners which he can infect with the assimilation virus to create replacement klaven as required.

B6. KITCHEN AND PANTRY

The two chambers west of **B5** once provided a kitchen and pantry. Currently, it holds several crates and barrels filled with dried, salted meats, water, and other long-lasting provisions (treat as the equivalent of 100 days of trail rations).

B7. LIBRARY OF DUST

Four immense pillars stand in the corners of this room, each one decorated with patterns of stars and outlined in unusual constellations. Shelves line every wall except for the southern side of the chamber, but any books once stored here have long deteriorated into piles of dust and debris, spilling to the floor. As a result, several footprints appear along the floor, passing among broken, discarded stone tablets and unsealed scroll tubes.

The temple priests kept a large library here, an area which Lomrick has picked over many times and sold or passed on any surviving works to his peers in the Hegemony. He overlooked a secret compartment, however, hidden at the base of one of the western shelves (discovered with a successful DC 18 Wisdom (Perception) check). The panel's presence is hidden among minute grooves of the constellations and stars depicted on the walls. The indelible, precise lines hiding the compartment depict two coin-sized circles and a smaller circle bisected by a curving line looping around the larger ones like an infinity symbol. Although the PCs won't realize it yet, this represents the Vendel system, with Argosa passing between its twin suns. If Baeden accompanies the PCs and they show him the carvings, he can explain Argosa's unique cosmology. If the PCs attempt to access the panel, they can pry it open with a successful DC 18 Dexterity check with thieves' tools, or by simply pressing both sun symbols simultaneously followed by pressing the smaller circle representing Argosa.

Treasure: Tucked within the secret compartment is an ancient spellbook constructed from thin gold plates and holding a removable *wand of secrets* tucked within its spine. The spellbook is worth 600 gp, with an extra value attached as it also counts as an art object. It also contains the following spells: 2nd—*knock*, *levitate*, *magic weapon*, *misty step*, *rope trick*; 1st—*enlarge person*, *expeditious retreat*, *jump*, *shield*, *floating disc*.

Creature: The secret compartment also contains a guardian disk, a unique construct meant to protect the spellbook. The disk animates and attacks when anyone attempts to take the book, unless they utter the password "Vendel" immediately before doing so.

GUARDIAN DISK

Tiny construct, neutral

Armor Class 15 (natural armor)

Hit Points 35 (10d4 + 10)

Speed 10 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	12 (+1)	7 (–2)	12 (+1)	11 (+0)

Damage Vulnerability electricity

Damage Resistance piercing and slashing from nonmagical weapons that aren't adamantite

Damage Immunity poison, psychic

Condition Immunity blinded, deafened, paralyzed, petrified, poisoned

Senses blindsight 60 ft. (blind beyond this radius); passive Perception 11

Languages understands Common, but can't speak

Challenge 2 (450 XP)

Bleed. A creature other than a construct or undead loses 2d6 (7) hit points from bleeding at the start of its turn per Slice it has suffered. Magical healing or a DC 15 Wisdom (Medicine) check as an action stanches all bleeding wounds.

Constructed Nature. The guardian disk doesn't require air, food, drink, or sleep.

False Appearance. While the guardian disk remains motionless, it is indistinguishable from a normal piece of recording media.

ACTIONS

Slice. *Melee Weapon Attack.* +5 to hit, reach 5 ft., 1 target. **Hit:** 10 (2d6+3) slashing damage and the target is subject to the guardian disk's Bleed ability, and the disk attaches itself to the target. If the target is Medium or smaller and the guardian scroll had advantage on its attack, the target is struck in the eyes and blinded. The target can regain its vision by making a successful DC 13 Constitution save as an action.

REACTION

Dangerous Dodge. A guardian disk flies erratically and dangerously close to other creatures, using them as cover against attacks. When the disk is adjacent to an enemy and is attacked by another creature, as a reaction it can dart in close to the adjacent enemy, gaining a +2 bonus to its Armor Class against one attack. If the attack hits, it deals half damage to the guardian disk and half damage to the adjacent creature.

B8. CRUMBLING STAIRS

A 10-foot-square landing lies behind the stone doors that lead here. A flight of steps heads downward but comes to a halt as a cave-in completely blocks further progress.

B9. CONVERSION CHAMBER

Two wooden tubs sit in the center of this room. Fashioned like giant vats, they're large enough to hold a human-sized creature. Behind them stand two, box-like contraptions with shelves of alchemical equipment and tubing which coil into the vats. The rest of the room contains piles of rubble, refuse, and dust swept into the corners, and a nauseating, coppery scent of chemicals and bodily fluids permeates the air. The only exit is a pair of double stone doors to the north.

Lomrick repurposed this room as another klaven conversion chamber (similar to one in the alien prison on Garsilt at area A13). This gives him a means of eliminating unwelcome visitors to the temple while also increasing his forces both within the ruins and for the prison on Garsilt. The vats are currently unfilled as the jagladine hasn't found time to create new klaven prior to his impromptu return to Zel-Argose and the PCs' escape. The PCs can destroy the apparatus with a few minutes of effort, though doing so will create considerable noise and spread the smell to other areas.

B10. WARBEAST PEN

Double stone doors stand partially open to this room, leading to a long, rectangular chamber which carries the heavy musk of large animals cut with a peculiar scent of chemicals. The floor is swept clear of debris, save for the crumbled remains of ancient furniture shoved to the walls, each piece seemingly ready to collapse into dust. Gnawed bones strewn about the floor seem far more recent, however, and two troughs, each large enough for a horse, stand at the north end of the chamber.

Lomrick allowed Maulvorge to keep additional warbeasts here, both as mounts and further guardians for the temple. As transformed klaven, the warbeasts do not adhere to normal animal behavior, allowing them to maintain their vigilance without getting bored or distracted. Programmed for total loyalty, they remain alert at all times, ready to respond to other klaven should their nanite exchange ability warn them of danger.

Creatures: The klaven warbeasts position themselves near the center of the room with the doors open, allowing their scent ability to extend up to 15 feet into area B11. This may allow the warbeasts to become aware of the PCs as they approach.

Treasure: The warbeasts have no need of treasure, but an exotic military saddle worth 60 gp hangs from a peg driven into the wall.

Development: If the warbeasts move within 60 feet of their allies in area B13, the klaven shocktroopers stationed there will automatically realize the warbeasts are engaged in battle and respond by entering the main temple in 1d4+1 rounds. Savvy PCs who observed this phenomenon in prior klaven encounters should realize this consequence—or anyone like Baeden, BR-N3R, or other NPCs may warn them. While shutting the chamber doors won't necessarily prevent such a nanite exchange, it can delay the response of additional klaven by an additional 2 rounds.

KLAVEN WARBEASTS (4)

XP 100 each

hp 11 (see page 639)

TACTICS

During Combat The warbeasts always move to a new target if they reduce an opponent to an unconscious state. This helps in recapturing escaped prisoners and subduing other victims for interrogation and klaven transformation.

Morale The warbeasts fight fearlessly, tirelessly, and without concern for their own survival.

B11. GRAND HALL

This enormous vestibule projects a sense of bygone majesty. Columns of large pillars run east and west to support a vaulted, stone roof rising 30-feet overhead, while a series of ornate, double stone doors line the north and south walls. A single stone door exits to the west and a larger stone gate to the east. The hall is also divided to the west where a 20-foot-high, rectangular block depicts an array of murals carved in bas-relief. A pair of stone statues, one male and one female, also stand before this monument. Together, both beckon viewers forward, deeper into the temple, each gesturing toward one of the two walkways next to the mural-covered block.

This vestibule once provided access to the temple's special chambers and lower levels, while also conveying a sense of reverence and majesty for the gate housed in area B1. The figures represented by the statues are tall and elegant, but startlingly smooth with indistinct features. If questioned, Baeden cannot identify them, but guesses they represent the "old ones", a precursor race which existed on Argosa before the wars between the Patrons and the Principalities.

A successful DC 12 Intelligence (History) or Intelligence (Religion) check aids in decoding the murals on the giant, rectangular block into a vague semblance of a narrative. They tell a story of the unknown Argosan species worshipping a group of "star spirits" which guided their culture through millennia of technological and spiritual advancements, until such time they created gates to other worlds and repeated their mentorship with additional cultures and races.

Treasure: No overt treasure exists in this location, as Lomrick and his agents have already removed anything valuable, either selling it to buyers in Zel-Argose or passing it on to his superiors in the Hegemony. Certain scholars in Zel-Argose would have further interest in examining the murals, statues, and carvings, a fact which Baeden freely shares. If the PCs have the presence of mind to make sketches or rubbings of the murals or other temple fixtures, they could sell them for up to 250 gp to the right buyer in town.

B12. KLAVEN QUARTERS

Four stone slabs extend from the east and west walls of this chamber, staggered with a clear path running between them. A small shrine

stands in the southwest corner with simple, stone bowls—some filled with water—resting on the floor near a collection of metal tools and sharpening stones. A set of stone double doors exits north.

Lomrick set aside this room to provide living quarters for the handful of klaven stationed on this side of the gate. His foot-soldiers take their required rest here—although klaven often sleep standing up without the need for beds. The room's original purpose remains unclear, except the slabs do provide some elevation off the floor and may once have allowed for further preparation of honored dead buried within the temple.

The shrine's object of worship is a divine emblem represented as a black flame on a winged helmet (which matches the holy symbol the PCs may have discovered on the body of Maulvorge). A secondary symbol—a scarlet-colored helix that bisects a black sphere—also features prominently. The shrine is actually a portable altar and radiates as evil to any divination spells. A successful DC 15 Intelligence (Religion) check may also determine the domains of Evil and War feature in the doctrine represented by such symbology.

Treasure: A successful DC 15 Wisdom (Perception) check discovers a secret compartment concealed at the base of the shrine. It contains two *potions of healing*, an *elixir of health*, and a small pouch containing 5 diamonds worth 100 gp each. Lomrick set aside these items as payment for the Rhydorn brothers as long as they remained obedient to his wishes.

Development: While the adventure assumes this room is empty, the klaven guards at area B13 may optionally appear here. This would likely occur during their rest period and one of the warbeasts from area B10 would take their place at area B13.

B13. TEMPLE FOYER

Twin pillars flank a matching set of double doors to the east and west, each one bearing enscribed constellations of unknown stars. Images of tall, graceful humanoids with smooth, indistinct features are carved in bas-relief among them. The engravings coil around the pillars as if in the throes of an elaborate aerial dance ascending towards some celestial destination above. A thick layer of dust covers the north and south ends of this foyer, but a clear area between the two doorways indicates a frequently walked path. The air is both dry and fresh here.

Two klaven shocktroopers normally guard the ruin entrance here, stationed just outside the eastern doors in anticipation of Lomrick's return with the Rhydorn caravan from Zel-Argose. This puts the shocktroopers just outside the 60-foot range of the nanites used to sense their fellow klaven in the temple, creating a tactical incentive for the PCs to confine the warbeasts to area B10 rather than moving into the Grand Hall (at area B11).

KLAVEN SHOCKTROOPERS (2)

XP 200 each

hp 32 each (see page 638)

Combat Gear *potion of greater healing*

THE ROAD TO ZEL-ARGOSE

Soon after the PCs take control of the ruined temple, Caeftin Rhydorn should arrive with his brother's caravan from Zel-Argose. He fully anticipates trouble in securing Baeden's release, despite Lomrick's assurances to the contrary. In addition to bringing enough goods to resupply the Hegemony outpost, he also hides a group of mercenaries among his handlers, all of them hired from the Dorgelf Coterie of Zel-Argose and prepared to assault the Hegemony compound, if necessary. The adventure assumes a peaceful encounter with Caeftin who proves genuinely grateful if the PCs release his brother to him unharmed. Thereafter, the pair can help bridge any gaps in the PCs' knowledge of Argosa and their current predicament. If engaged in diplomatic conversation, they can share the following information:

- The ruins in which the PCs arrived were controlled by a jagladine named Lomrick (a name which the PCs should recall from the journals in areas **A9**, **A11**, **A15**, and the mentioned in the memory crystals at area **A21**). They also identify Lomrick as an agent of the Ultari Hegemony, and can physically describe what jagladine look like, but they know very little about the jagladine species overall.
- Caeftin knows Lomrick joined another group of klaven stationed in Zel-Argose after being forced to take him there but has no idea what became of the jagladine after they parted ways. He describes Zel-Argose as a rough trading city approximately 50 miles west of their current location. Zel-Argose prizes trade above all else and maintains strict laws against anyone interfering with the city's commerce. The Rhydorn brothers also explain their business relationship with Lomrick and how the jagladine betrayed them—they believe in order to keep knowledge of the ruins a secret, “because the ruins hold a currently unexplored gateway.”
- If the PCs explain they come from another world, the Rhydorn brothers seem unfazed. They identify their world as Argosa and explain that off-worlders come and go from this planet on a regular basis. In fact, Zel-Argose has twelve major gates, all leading to more inhabited worlds. So, the concept of gates to other planets is commonplace to the people of Argosa, but the brothers acknowledge that powerful groups—known as the Coterie—usually control them. Thus, a hitherto unknown gate is a secret well worth keeping.

The information the brothers provide still has its limits. Primarily, this social encounter should serve to give the PCs a clear direction for where to go to ensure their survival, and present the next step in their investigation, even if their main goal is simply to return home again. Baeden explains that Zel-Argose is best experienced

rather than described, and the brothers readily offer to take them there to aid their cause and repay them for freeing Baeden. They only ask that the heroes leave out their names if anyone asks how they arrived in the city. After smuggling the PCs past the city guards, the Rhydorns plan to steer clear of Zel-Argose for some time to come. The journey to Zel-Argose covers 50 miles, and the caravan travels approximately 32 miles per 12 hours of travel time during daylight. Pairs of giant desert iguanas (treat as variant monitor lizards without a poison bite) pull the Rhydorn wagons. These commonly used creatures are domesticated herbivores and only attack to defend themselves.

ENTERING THE GATEWAY CITY

During the caravan's approach to Zel-Argose, read or paraphrase the following description to the players:

A strange city appears on the horizon, nestled in the foothills of a large mountain range. Even from this distance, the glimmer of a swift-flowing river runs through its center, swelled to capacity as a by-product of the nearby snow-covered peaks. The city itself displays a patchwork of differing architectural styles and incongruous structures. Colossal monuments—many defying description—tower over more modest construction, but no walls surround this metropolis as it flows outward onto a vast plain of seasonal farmland.

Prior to this point, *To Worlds Unknown* follows a fairly linear path in respect to the PCs' choices and the direction of the story. For example, following their abduction, the heroes first had to secure their liberty and now they travel to Zel-Argose in search of answers, as well as the basic knowledge, goods, and services to ensure their





survival on an alien world. The remainder of Part Two concerns itself with acclimating the PCs to this environment, especially the uniqueness of Zel-Argose as a strange city with an endless variety of cultural differences which they may return to frequently throughout the campaign. Fortunately, due to their Morphic Nature feat, the heroes have the advantage of a Common language with the local inhabitants, but full adaptation never proves that simple. Instead, the *Legendary Worlds Adventure Path* continues to perpetuate a *Lost in Space* element to it with the long-term goal of the PCs searching for a way home again. Eventually, however, the heroes should come to the realization that they face further problems with the Hegemony, as their abductors will eventually find their way to the PCs' homeworld, as well, unless they oppose them with their newfound mythic power. The following sections each relate different episodes for how the PCs begin to adapt to this new world, and how they eventually confront the entities responsible for their abduction.

COMMERCE

Zel-Argose bases its primary currency on precious metals—gold, silver, copper, and platinum—like any other fantasy location. It has a strong economy with diverse supplies and materials brought from all across the multiverse through its interplanetary gates. Furthermore, with a steady flow of off-world visitors, city merchants are accustomed to handling

strange coins minted in far off places. Therefore, most have calibrated scales and other tools necessary to test the weight and purity of precious metals to remove any doubt as to their true worth. As a result, the PCs should have no issues finding a market for their accumulated wealth or tradegoods.

GATHERING INFORMATION, PROFESSIONS, AND LIFESTYLE

When the PCs first arrive, they discover a world very unlike what they have left behind, causing them to have disadvantage and are treated as having no proficiency bonus on all Intelligence, Wisdom, and Charisma-based skill checks other than Wisdom (Perception). Wisdom (Medicine) checks are not affected in this way if they are used on the PCs themselves. This also does not apply to ability checks not being used for skill checks. The heroes simply do not have a frame of reference for social norms and the strange biologies and habits of those they encounter. While restricting such skills runs the risk of limiting the fun at the table (especially when players have substantially invested in them for their characters), this should more accurately reflect the newness of the PCs' situation and only prove temporary until they spend more time exploring Zel-Argose.

Several short-term alternatives exist for characters who want to interact and learn more about their new environs as soon as possible. After one week in Zel-Argose, PCs no longer have disadvantage on these skill checks and begin to regain their

proficiency bonus at a rate of 1 point per week, until their full proficiency bonus is regained. At the GM's option, exceptional roleplay may enable them to regain their full proficiency bonus more quickly.

Enterprising PCs may also think to use their backgrounds, Charisma (Performance) skills, or other skills they possess to support themselves in their new community. This not only brings in money in the local currency, but such activities also encourage interaction with the native inhabitants, including customers, employers, and co-workers. Every week spent applying themselves to such local work increases their proficiency bonus by 1 additional point, up to its full value.

To ingrain the challenges of their current situation, it's recommended that the PCs be charged for their daily **lifestyle expenses^{SRD}** (as described in **Chapter 5: Equipment of the SRD**), and if paying with wealth brought from outside they might even face devaluing of their own currency in comparison to the local coin. The objective here shouldn't strive to drain away all of the PCs' funds, but to create a definite sense of urgency and tension while encouraging them to explore Zel-Argose and integrate themselves into its society. As a result, this could lead to further city-based encounters (whether as suggested in the sections which follow, or as the GM devises on their own).

FINDING LOMRICK

Finding Lomrick may be quite high on the PCs' list of objectives after arriving in Zel-Argose. Jagladine are somewhat uncommon on Argosa, let alone Zel-Argose, and their inhuman appearance makes them stand out more than most. These characteristics should make a jagladine easier to track down, but Lomrick keeps a low profile as an agent of the Hegemony and the Scions of the Celestial Helix. He prefers to act through intermediaries and proxies while in the city, and he's well-financed enough for certain Coteries to indulge his secrets and his privacy. As a result, Lomrick seldom mingles with anyone, except in the highest strata of the city's social elite. These circumstances mean that few citizens on the street have any awareness or common knowledge of Lomrick's business, but those who travel in higher circles may assuredly know something about him.

A successful DC 20 Charisma (Persuasion) check to gather information ascertains the whereabouts of Lomrick's manse in Zel-Argose, and this check always is made with disadvantage until all PCs have restored their full proficiency bonus, even if they would otherwise have some way to gain advantage on the check to cancel out this disadvantage. Eventually, as the PCs acclimate to the city over time this effort becomes easier. Furthermore, Lomrick's whereabouts are not strictly a matter of luck. Two of the city-based encounters which follow (i.e., the "Coterie Conflict" and "Weave Runner") provide opportunities for solid intelligence on the jagladine's urban hideout without any prerequisite skill rolls. These specific encounters also provide more information on his current activities, and they should encourage further exploration of Zel-Argose while providing flexible options for how the GM introduces Part 3 of the adventure.

SLAVERY AND ZEL-ARGOSE

The issue of slavery has its own subtle complexities in Zel-Argose. While legal, the city's Auditor and ruling Coteries frown on kidnapping for the purpose of forced enslavement. As a result, most slave traders import their stock through Argosa's interplanetary gates, and any klaven in service to the Hegemony are always considered slaves to their accompanying official (an official status which they care nothing about). All slaves except klaven bear a special brand, often augmented by a special brand to uniquely identify them and any agency granted by their owners. The only way an Argosan citizen can officially become a slave is through an unpaid debt, and this change of status must be confirmed through the office of the Auditor—who prefers indentured servitude unless repayment of the debt is considered unlikely or insurmountable.

DIRTY DEALS

Few vices exist in the city, but interference with trade is strictly prohibited. While this rule seems straightforward, a few social elements strive to complicate things. As a result, this encounter takes place anywhere off a main thoroughfare or well-traveled area in Zel-Argose. Recently, a local gang called the Redfists has started to supply narcotics to the children of an enclave of workers from the water treatment plant. When the parents and allied community members attempted to police their neighborhood, the gang retaliated by citing the laws against interfering with trade. This argument has no legal basis, however, as even the Coteries refuse to enforce such laws if they prevent parents from protecting their children under the age of consent. Nevertheless, the quiet intimidation of the Redfists continues until someone confronts them.

The PCs may become involved in this conflict in multiple ways. They could happen upon four Redfists circling a pair of workers on their way back from the water treatment facility. Alternately, they might overhear of the shakedowns and threats perpetrated by the gang by anyone they've befriended, thereby choosing to investigate. Or, the neighborhood may even hire the PCs as mercenaries to send a message to the gang and eliminate the threat they pose. The GM is free to determine the set-up that best works for the campaign given any actions the PCs may have taken to settle into the city. If the PCs succeed in opposing the gang members, the Redfists abandon the neighborhood and relocate to a different part of the city. The grateful community offers a reward of 200 gp for making their troubles go away, but future altercations with the Redfists could follow if the PCs wander into Redfist territory again.

REDFIST PUSHERS (4)

XP 100 each

hp 32 each (see **SRD**, **thug**)

During Combat The thugs seek to flank with one another so they can sneak attack their victims, fighting two-handed unless faced with a stronger opponent.

Morale The Redfists have no belly for a prolonged fight. Once reduced to less than 5 hit points, or more than half their number falls to the PCs, they flee.

COLISEUM CONFRONTATIONS

The Battle Pits of Zel-Argose actively recruit combatants to test their mettle in its arenas as an exotic form of entertainment for the masses, offering prizes to those who win, while also generating a fair degree of commerce on the wagering it fosters. The rewards for any given fight generally scale according to the degree of difficulty and assumed lethality. The GM may present this opportunity via posted notices or street recruiters near the Battle Pits who approach or call out to armed visitors such as the PCs. Should one of them accept such an opportunity, the recruiters indicate when and where to present themselves at the coliseum and how to prepare for each contest.

Creatures: Several matches can take place at the Battle Pits, and any coliseum or arena map should suffice for running an encounter. The showrunners schedule the PCs to battle a variety of random and exotic creatures. Each stat-block below represents a different match, and assumes the PCs fight together as a unit. The prize for defeating a given opponent is equal to 100 gp times the Challenge of the encounter. Slaying the creatures is optional, but certainly plays to the crowd's bloodlust. The Battle Pits would prefer to retain their beasts and gladiators for future matches, however, and privately offer the PCs an additional 200 gp if they can subdue their opponents instead. If the fight plays out in a particularly spectacular fashion, the PCs may also earn a degree of notoriety among Argosans who closely follow the bloodsport, granting them a +2 bonus on Charisma (Persuasion) and Charisma (Intimidation) checks with such individuals.

BERSERKERS (2)

XP 450 each

hp 67 each (see **SRD**, **berserker**)

TROLLHOUNDS (4)

XP 200 each

hp 37 each (see **SRD**, stats as **dire wolf** except as below)

Regeneration. The trollhound regains 5 hit points at the start of its turn. If it takes acid or fire damage this trait doesn't function on its next turn. The trollhound only dies if it starts its turn at 0 hit points and doesn't regenerate.

GRONKS (2)

XP 450 each

hp 34 each (see **SRD**, stats as **ogre** except as below)

Horn Charge. A gronk that moves 20 feet and hits a creature with a horn attack in the same turn deals an additional 7 (2d6) piercing damage.

Horn. Melee Weapon Attack. +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage.

During Combat The gronks open by using horn charge if possible, then beat on closer creatures with their greatclubs. Their tactics are simple and direct, but usually effective.

GLADIATOR

Medium humanoid, *neutral*

Armor Class 20 (half plate, shield)

Hit Points 57 (6d12 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	17 (+3)	8 (-1)	12 (+1)	12 (+1)

Saving Throws Str +8, Con +6

Skills Athletics +8, Intimidation +4, Perception +4

Senses passive Perception 14

Languages Common

Challenge 5 (1,800 XP)

ACTIONS

Multiattack. The gladiator can make two melee attacks, one with his battleaxe and one with his shield spike.

+1 Battleaxe. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 1d8+6 slashing damage or 1d10+6 slashing damage if used with two hands to make a melee attack.

+1 Shield Spike. *Melee or Ranged Weapon Attack:* +9 to hit, reach 5 ft. or range 5 ft., one target. *Hit:* 1d6+6 piercing damage or 1d8+6 piercing damage if used with two hands to make a melee attack.

Javelin. *Melee or Ranged Weapon Attack:* +8 to hit, reach 5 ft. or range 30 ft./120 ft., one target. *Hit:* 1d6+5 piercing damage.

Dirty Trick. When the gladiator hits with a melee attack, as a bonus action he can make an Athletics check to shove or trip the same target.



REACTIONS

Roar of the Crowd (Recharge 5-6). The support of witnesses fills the gladiator with exultant victory. Whenever he scores a critical hit or succeeds on an Athletics check to shove or trip an opponent, he can gain the benefits of one of the following spells: *bless*, *cure wounds*, *heroism* (using Charisma as his spellcasting modifier, where applicable). This effect is not magical and affects only the gladiator. The gladiator cannot use this ability if he and his target are the only sentient creatures present.

THE COTERIE CONFLICT

The Coterie of Zel-Argose outwardly give the impression that the city's Auditor governs the people, and that they all stand in unity behind her. This is only half-true. In reality, the Auditor rules at the sufferance of the Coterie who frequently break their own rules to engage in secret conflicts with one another. They do, however, take great pains to ensure such intrigue remains outside the public awareness whenever possible. The seat of every Coterie's power is primarily invested in their massive estates, which usually protect at least one or more valuable gates to other worlds. Yet, each Coterie's holdings reach far beyond these important compounds, as they maintain hiding places and safehouses across the city and Argosa's hinterlands, as well. Often, these facilities host offworld guests and important traders, quarter various garrisons and training grounds for reinforcements, or serve as collection points for valuable tradegoods manufactured on Argosa.

Recently, a powerful gang has given rise to the newly formed Daytaar Coterie by raiding the storehouses of the more powerful Avaar Coterie with the aid of an inside informant. The Avaar leadership suffered a great loss of face over this incident, and after dealing with the traitor in their ranks, now privately seek to repay the upstart Daytaar for their affront. Avaar's contacts have finally discovered the location of a Daytaar safehouse and they're looking to hire an unaffiliated band of mercenaries—such as the PCs—to deal with the problem. The adventure assumes the PCs somehow come to the attention of the Avaar Coterie as potential recruits for this task, whether by garnering a reputation for themselves in the Battle Pits, or through tales of their exploits which friendly NPCs (such as Andretta or the Rhydorn brothers) may have passed on to an Avaar agent. Another way to involve the PCs could hinge on their search for Lomrick. The Avaar Coterie may have valuable information obtained through their underworld contacts and offer to exchange Lomrick's whereabouts (and supplemental looting rights of the Daytaar compound) if the PCs carry out their revenge.

The entrance to the Daytaar safehouse lies hidden in a seldom-trafficked public area, concealed behind a cenotaph dedicated to an ancient warlord named Valdo-Char who defended Zel-Argose from off-world threats long before the Coterie rose to power. Lost to history, this monument normally receives no visitors, with trees and shrubs having overgrown its paved concourse.



C1. CENOTAPH OF VALDO-CHAR

An ancient stone cenotaph stands here at the end of the street, flanked by a pair of large trees and surrounded by a thicket of overgrown shrubbery. The rectangular structure bears the weight of a crumbling statue representing a bearded warlord raising a stone spear towards the sky. The name, Valdo-Char, appears as an inscription on the monument's facing in large letters.

PCs who succeed on a DC 10 Intelligence (History) check, or who gather information via a Charisma (Persuasion) check, may learn that Valdo-Char was one of Zel-Argose's earlier rulers before the Coterie rose to power. He successfully defended the city from a succession of invaders during his reign, including barbaric nomads and a race of mysterious, bat-winged humanoids long since vanished from any known

region of Argosa. These deeds notwithstanding, the warlord has little context in the Argosan society today. The structure has suffered multiple attempts to vandalize it over the years, but seldom sees visitors any longer. A successful DC 15 Wisdom (Perception) or Wisdom (Survival) check by any PC examining the monument locates recent tracks which lead behind the cenotaph and places where someone has cleared the vegetation for easier passage. A successful DC 18 Wisdom (Perception) or Intelligence (Investigation) check by anyone investigating this area reveals a secret door at the back of the monument. It also bears a lock (DC 18 Dexterity check with thieves' tools to open).

C2. HIDDEN STAIRS

A small landing waits behind the secret door, leading to an earthen staircase descending to the west. Stray tree roots have burst through the hard-packed ceiling overhead, and another five-foot landing marks a second stairway as the passage turns north.

A simple *alarm* spell wards the cenotaph's entrance, placed on the floor of the second landing.

Trap: PCs with the trapfinding class feature can detect the spell with a successful DC 15 Wisdom (Perception) check and disarm it with a successful DC 15 Intelligence (Arcana) check. If unnoticed, the effect mentally alerts the Daytaar sorceress Laystra (see areas C3 and C4a).

C3. GUARD ROOM

This simple room has a single door leading north and a staircase to the south. A pair of sconces in the northeast corners hold two torches providing illumination.

The Daytaar Coterie uses this room as a staging area for posted guards hidden in the adjacent rooms (see areas C4a and C4b). The torches in the sconces are *everburning torches* placed there by Laystra. The coterie keeps the northern door locked (DC 20 Dexterity check with thieves' tools to open), but the secret doors next to it are not, requiring only a successful DC 16 Wisdom (Perception) check to locate. Each of the secret doors also contains a concealed peephole for spying from the adjacent rooms. If the PCs locate a secret door, they also find its corresponding peephole.

Creatures: Daytaar operatives watch over this room from behind the secret doors leading to areas C4a and C4b. If the PCs failed to bypass the *alarm* spell (at area C2), they pull a chain to ring a small bell to alert everyone in the rest of the compound to the presence of intruders. Laystra and her thugs then position themselves at the peepholes before kicking open the secret doors and attacking anyone entering here. Treat this as a bonus action so the gang members can still take an additional action in the surprise round. Bear in mind that aside from the movement required to enter the room, active Wisdom (Perception) checks (to look for secret doors) require move actions, and disabling this lock requires one round, so the villains should have ample time to spring their ambush.

During Combat Laystra typically opens combat with a *slow* spell targeting as many PCs as possible, heightening it with sorcery points to give the PCs disadvantage on their saving throws. If not concentrating on another spell, she uses twinned spell to cast *suggestion* on two enemies at once, with preference for fighters and rogues, ordering them to retreat to safety. Otherwise she uses twinned *fire bolt* and *ray of sickness* spells to damage and debilitate the PCs. If any PCs still remain on the staircase at area C2, her *scroll of web* makes for an alternate opening gambit to give her forces the upper hand. She uses *shocking grasp* and *misty step* to keep out of melee reach if at all possible.

Morale Laystra becomes frightened if reduced to 4 hit points or fewer and surrenders if the PCs agree to spare her life and shield her from further reprisals by the Avaar Coterie. In exchange, she offers all her remaining gear and her services as an informant within the Coterie hierarchy.

DAYTAAR AGENTS (2)

XP 100 each

hp 32 each (see SRD, thug)

LAYSTRA

Medium humanoid (human), chaotic neutral

Armor Class 14 (scales)

Hit Points 37 (5d8 + 15)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (−1)	13 (+1)	14 (+2)	10 (+0)	12 (+1)	18 (+4)

Saves Con +3, Cha +6

Skills Deception +6, Persuasion +6

Senses passive Perception 11

Languages Common, Draconic

Challenge 2 (450 XP)

Dragon Ancestor. Laystra has faint reddish scales covering parts of her shoulders, back, and arms. When making Charisma checks against dragons, she adds double her allowed proficiency bonus to the check.

Font of Magic. Laystra has 5 sorcery points she can spend and regains spent points upon finishing a long rest. She knows the Twinned Spell and Heightened Spell metamagic options.

Spellcasting. Laystra is a 5th level spellcaster. Her spellcasting ability score is Charisma (spell save DC 14, +6 to hit with spell attacks). She knows the following sorcerer spells.

Cantrips (at will): *blade ward*, *fire bolt*, *message*, *minor illusion*, *shocking grasp*

1st level (4 slots): *burning hands*, *ray of sickness*, *shield*

2nd level (3 slots): *suggestion*, *misty step*

3rd level (2 slot): *slow*

Combat Gear. *Scroll of web, wand of alertness (as wand of secrets, but casts alarm for 1 charge. Also used as her arcane focus)*

ACTIONS

Dagger. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target.
Hit: 3 (1d4 + 1) piercing damage.

C4A AND C4B. GUARD QUARTERS

A simple cot with a mattress and blanket sits against the wall, along with empty wine cups and dirty plates with the remains of recently consumed meals. A wooden door painted grey to match the adjacent stonework leads south, while a small hole drilled through it sits at eye level. Another more traditional wooden door opposite the bed provides a different exit.

The description of this room applies to both areas **C4a** and **C4b**, which serve identical functions except that **C4b** also includes a slender chain which disappears into a hole in the ceiling. When yanked (as a move action), the rope chimes small bells hung in areas **C4a** and **C7**. Note, if the PCs experiment with the chain and don't understand its function, they may inadvertently warn the occupants of these rooms.

The southern exits are secret doors with peepholes into area **C3**. The doors are constructed from wood with a few inches of stone mortared onto the other side and carefully painted to match the walls of the outward chamber, but nothing conceals them from the interior side.

Creatures: The two thugs described in **C3** normally occupy room **C4a** and Laystra claims **C4b**. If the PCs thwart Laystra's *alarm* spell they may be encountered here instead.

Development: If the occupants of either room are attacked here, they cry out to warn the room across the dividing hallway. If the pull rope is pulled by anyone, the thugs in **C4a** check the peephole in their room for intruders if they haven't already been alerted or encountered, and then check on Laystra a few rounds later.

C5. SUPPLY ROOM

This small room lies barren except for stacks of crates, boxes, and pallets which line the west wall. A solitary door exits east.

The crates in this room contain food and drink for the safehouse's residents. Worried that constant foot traffic in and out of the safehouse would surely betray its location to any casual observer, the Daytaar Coterie provisioned the hideout so its guardians could stay put as much as possible.

C6. CARD ROOM

A small round table sits in the southeast corner of this room with a few chairs shoved under it. A deck of pasteboard playing cards covered with strange symbols lie strewn across the table's surface, along with several sheets of parchment. A single door exits to the west.

The Daytaar operatives shares communal meals and pass the time here when on an assignment. The playing cards are unusual to the PCs in that they feature strange creatures, races, and symbols, but the purpose and function vary little from similar decks of cards found on their own homeworld.

The parchment sheets detail several cargo manifests from recent traffic through the Avaar Coterie's gate, as well as intelligence they've collected on other rival coterie. These documents are worth 200 gp to any of the coterie operating in Zel-Argose, though selling them rather than returning them to Avaar will surely draw their ire.

C7. VEELAN'S QUARTERS

This spacious chamber contains a heavily padded bed in the northwest corner and a punching bag hanging from the ceiling directly south of it. A strange mélange of body odor and machine oil permeates the air, and doors lead south and east.

A limbjack enforcer for the Daytaar Coterie named Veelan Iron-Armed claims this room whenever he passes through the safehouse. As a cyborg-like construct, he wields his fists like a pair of pneumatic hammers. While the Coterie trusts Laystra to run the safehouse, they occasionally send Veelan to check on her and whatever valuable goods or information she might have obtained and concealed before eventually moving such valuable commodities elsewhere.

Creatures: Bald and covered with tattoos, Veelan's appearance is striking. As a result, he leaves the safehouse sparingly whenever he visits, and focuses most of his attention on keeping fit with his punching bag. He doesn't hesitate to augment such workouts by attacking, intruders and fights to the death or until rendered unconscious. Note, Veelan's artificial limbs count as natural attacks and his Feral Combat Training allows him to treat natural attacks as unarmed strikes in respect to feats, spells, and other effects. His slam attack also gains a +1 bonus on attack rolls (already included) because Daytaar invested the necessary funds to augment his manufactured arms.

Treasure: A hatch concealed beneath Veelan's bed (DC 18 Wisdom (Perception) check to locate and a DC 22 Dexterity check with thieves' tools to unlock) contains a small unlocked chest. A black velvet pouch lies inside which contains 13 white and iridescent crystals which belie identification through standard gemology. A successful DC 20 Intelligence (Arcana) check determines the crystals have a latent psychic reactivity which make them useful as materials used in the crafting of occult objects, making them worth a total of 2,000 gp. The chest also contains a set of high-quality metalworking tools (which Veelan uses to maintain his artificial limbs) and 200 gp of his personal funds.

Aside from his personal gear, Veelan's arms also represent a significant investment by his Daytaar benefactors and carry a value of 3,600 gp for the pair. This does not equate to their actual cost, as they would need to be reconfigured for a new user. Such limbs are always custom built for each owner, but a machinesmith could recycle Veelan's arms thereby reducing the cost for a new creature.

The adventure assumes the PCs cannot use them to replace their own arms (as the limbjack template is normally reserved for NPCs), but this is ultimately left to GM discretion.

Development: Veelan remains steadfastly loyal to the Daytaar Coterie, but if rendered unconscious and revived, he may bargain for his life, especially if successfully demoralized with a Charisma (Intimidation) check. He can easily provide information which might prove useful to other coterie in Zel-Argose, including the location of the alien crystals (if the PCs haven't found them yet), or even information about Lomrick if the PCs ask about the jagladine.

If the PCs return the crystals to the Avaar Coterie, they may receive similar information on Lomrick's whereabouts as part of their reward. Alternately, if the GM wishes to utilize all of the city-based encounters in Part Two of the adventure, the Avaar Coterie can reveal that Lomrick approached them with inquiries about an elali seer named Relstanna. While the jagladine recently took her prisoner, she also has a known associate, a jaskirri woman named Kaetrix known to frequent an alien-friendly tavern called The Weave Runner.

The GM can also use this encounter to spin-off additional side quests for the PCs. The Daytaar Coterie may seek revenge against them if anyone survives to identify those who raided the safehouse. Likewise, if the PCs attempt to sell Veelan's arms on the black market, questions may surface about the circumstances and identity of their original owner, particularly since Veelan had such a high profile as an enforcer for the Daytaar Coterie in Zel-Argose.

VEELAN IRON-ARMED

Medium construct (android), neutral evil

Armor Class 16

Hit Points 112 (15d8 + 45)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	16 (+3)	11 (+0)	16 (+3)	8 (-1)

Saving Throws Str +8, Dex +5, Con +6

Skills Acrobatics +5, Athletics +8, Insight +6, Investigation +3, Perception +6, Stealth +5

Condition Immunities charmed, exhaustion, frightened, petrified

Senses darkvision 60 ft., passive Perception 16

Languages Common

Challenge 5 (1,800 XP)

Gift of the Machine God. Veelan has advantage on saving throws against enchantments, and the paralyzed, poisoned, and stunned condition, is immune to disease, and and magic can't put it to sleep.

Magic Weapons. Veelan's weapon attacks are magical.

Nanite Surge (1/Day). Veelan may add a d6 to any d20 roll per day. His "tattoos" glow when he uses this ability.

Special Equipment. Veelan has a *potion of greater healing*, 2 *potions of enhance ability* (as the spell), dragon pistol.

Unarmored Defense. While Veelan is wearing no armor and wielding no shield, his AC includes its Wisdom modifier.

ACTIONS

Flurry of Blows. Veelan makes three unarmed strikes, one unarmed strike and one pistol or dagger attack, or two pistol or dagger attacks.

Unarmed Strike. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 9 (1d8 + 5) bludgeoning damage. On a critical hit the target must make a DC 13 Constitution saving throw or be knocked out, becoming unconscious for 1 minute. The target may repeat the saving throw at the end of its turn to regain consciousness. Otherwise, if the target is a creature, Veelan can choose one of the following additional effects:

- The target must succeed on a DC 13 Strength saving throw or drop one item it is holding (iron-armed android's choice).
- The target must succeed on a DC 13 Dexterity saving throw or be knocked prone.
- The target must succeed on a DC 13 Constitution saving throw or be stunned until the end of the iron-armed android's next turn.

Dragon Pistol. Each creature in a 15-foot cone must make a DC 13 Dexterity saving throw. A creature takes 7 (2d6) fire or piercing damage (android's choice) on a failed save, or half as much damage on a successful one. If Veelan chooses fire, it ignites any flammable objects in the area that aren't being worn or carried.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 7 (1d4 + 5) piercing damage.

REACTIONS

Sidestep. In response to being hit by a weapon attack, Veelan sidesteps the attack mitigating some of the damage. The damage it takes from the attack is reduced by 7 (1d10 + 2). If the damage is reduced to 0, the iron-armed android may make an unarmed attack against the triggering attacker if the target is within reach.

C8. GUEST ROOM AND CELL

A small, iron-barred cell takes up the northwest corner of this sparse room, its door currently standing open. Inside, the floor is freshly swept and neatly folded blankets and sheets lie upon a small bed. Soft, dark metal plates have been bolted to the walls, floor, and ceiling of the surrounding room. A single door exits to the west, while a smokeless torch is mounted nearby to provide light.

The Daytaar Coterie typically uses this room to conceal valuable prisoners they've kidnapped, but it sometimes serves as temporary quarters to hide someone before smuggling them out of Zel-Argose. The metal sheets on the walls contain a significant concentration of lead which blocks the extrasensory



and divination abilities of the Auditor and her agents. The cell door (hardness 10, hp 40, Strength DC 25) is currently unlocked, though Veelan currently holds the key. As with other areas, the room's light is provided by an everburning torch.

D. THE WEAVER RUNNER

Eventually the PC's investigations and efforts to find Lomrick must bear fruit. This encounter represents one of two city-based side quests wherein the PCs can obtain information pertaining to the jagladine's location. As described in Part Three, Lomrick has abducted a representative of the Bellianic Accord, a female elali named Relstanna, who he believes can repair the gate on Garsilt so he can continue preparations to invade the PC's homeworld. Relstanna has her own agents and intermediaries, however, including a jaskirri ranger named Kaetrix. Since Relstanna went missing, Kaetrix has gone underground in an effort to find and rescue her, and she recently received a lead on Lomrick as the possible culprit. Unfortunately, in Zel-Argose, asking too many questions about Hegemony agents often draws their interest, as well. And, while Kaetrix can certainly help the PCs find their quarry, they'll have to reach her before Lomrick has her silenced.

The PCs may experience this encounter in varying ways. A search for Lomrick with a Intelligence (History) or Charisma (Persuasion) check (see "Finding Lomrick" on page 66) that fails by 5 or less may instead reveal that a female jaskirri named Kaetrix has asked similar questions about the jagladine, and she often uses the Weave Runner tavern to arrange meetings

with possible informants. If the PCs completed the "Coterie Conflict" encounter, they might also receive such insight as part of their reward for recovering the stolen crystals for the Avaar. Kaetrix may also independently learn of their shared interest in Lomrick, and approach for help in finding Relstanna. This final plot hook would have Kaetrix send the PCs a message asking them to meet at the Weave Runner to discuss their common interest and compare notes.

The Weave Runner is a dingy Argosan cantina primarily catering to off-world travelers, but occasionally drawing local interest, as well. Unless otherwise noted, all doors within the tavern are unlocked and count as strong wooden doors (AC 15, damage threshold 5, 20 hp, Strength DC 20). Magical panels equivalent to a *continual flame* light the bar area and the ceilings throughout each room but provide only dim light within their area of illumination. As a result, unless creatures have darkvision or raise the light levels, all creatures have concealment and Dexterity (Stealth) attempts always remain possible.

D1. MAIN ROOM

This dimly lit room features large, round tables with chairs positioned around them. The northwest corner includes a spacious bar lined with barstools. Behind it, large mirrors and shelves hold a variety of glasses and seemingly exotic liquors in a dizzying array of colors. Empty, worn, leather couches rest against the north and west walls, and an empty stage, suitable for musicians rises five feet above the main floor in the northeast corner. Double doors exit south and east, and a single door leads north.

The Weave Runner's tables are made from a heavy, solid wood, sturdy enough to easily hold the weight of a Medium creature. Their surfaces are 3-ft.-high, and nearly 8-feet around. A successful DC 12 Strength check can flip them over or move them aside, but it requires a move action. The exotic liquors, beers, and ales behind the bar range in price from a few copper coins to 50 gp for more colorful, imported specialties from off-world.

Creatures: Unfortunately for Kaetrix, Lomrick has already learned of her search for Relstanna, and he may even be aware of the PC's recent actions and intentions to find him, as well, if they've rolled poorly on any skill checks intended to gather information about him or displayed a lack of discretion during their investigation. As a result, Lomrick intends to rid himself of anyone looking into the problem and does so through the proxy of another local gang.

The Skaardorn Skulks represent a family of wererats whose ancestors settled Zel-Argose generations ago. The entire gang is related to one another to varying degrees, and, while klaven are normally Lomrick's preferred weapon of choice in violent confrontations, the Skulks have a proven reputation as problem-solvers who can't be easily traced back to anyone. Lomrick also admires their intelligence and physical adaptability which

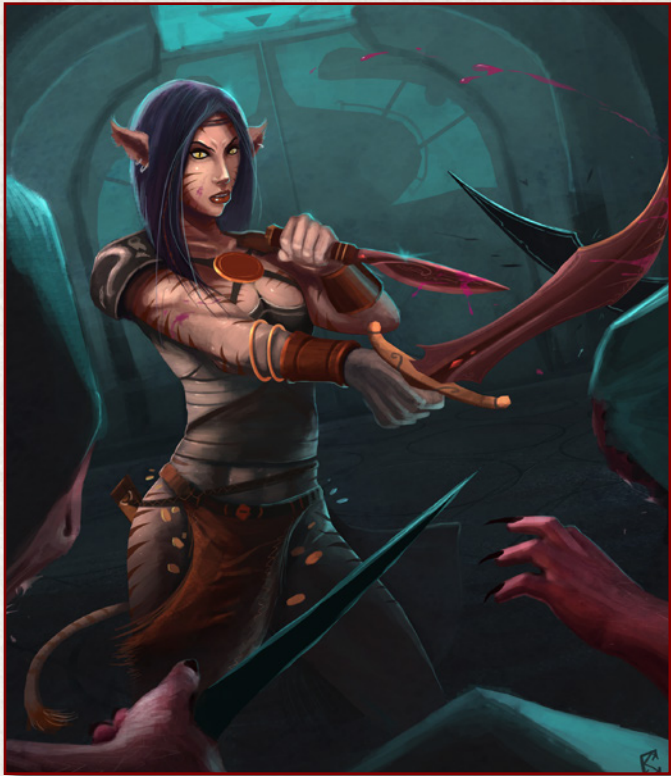
appeals to his scientific curiosity. When the PCs arrive at the Weave Runner, most of the bar's patrons are in the process of hastily exiting the establishment to avoid a pending confrontation between Kaetrix and the Skulks. The stat-blocks for the Skaardorn gang members reflect that they've assumed their bestial, rat-like humanoid forms. This combat encounter presumes Kaetrix will assist the party as an NPC ally. Her Challenge is treated as 2 for these purposes, since her most effective form of attack, her swords, is useless against the Skulks. If necessary, also use the bartender (use **thug**^{SRD} statistics), although such a character shouldn't play a significant role in the encounter.

Development: If the PCs defeat or drive off the Skaardorn gang, Kaetrix expresses her gratitude and admiration for their capabilities, even going so far as to mention them living up to any reputation she's heard about them since they arrived in Zel-Argose. In fact, she describes their exploits in enough detail that any PC who succeeds on a DC 13 Wisdom (Insight) check should ascertain she's well-connected in the city, even if her contacts came up short in warning her about the Skaardorn. If any of the Skulks survived the battle and the PCs interrogate them, the gang members attempt to bargain for their lives. If promised their freedom (or demoralized with a successful Charisma (Intimidation) check) they reveal Relstanna is a kidnapped **elali** which Lomrick believes can fix an important gate to a previously unknown planet—a task on par with performing a minor miracle in their eyes, and not one they expect to succeed.

Eventually, Kaetrix fully introduces herself and explains her interest in Lomrick, as well as her working relationship with Relstanna. While she refrains from sharing their membership in the Bellianic Accord, she tells the PCs she believes Lomrick kidnapped her employer as part of a Hegemony plot. If the PCs haven't yet learned about the Hegemony, Kaetrix educates them on the group's shadow war with the Accord, further explaining that both have their roots in a much older interstellar conflict between the mythic entities—known only as the Patrons and Principalities—who created the gates between worlds.

While Kaetrix hasn't yet divined the full motive behind Relstanna's abduction (other than general espionage), she's very interested in any information the Skaardorn Skulks provide. She also managed to locate Lomrick's well-guarded estate in Zel-Argose. Aside from helping the PCs take their revenge on the jagladine, she's also prepared to offer them a reward of 2,000 gp if they can rescue Relstanna in the process. In fact, if the PCs share their current predicament and desire to return to their homeworld, she acknowledges that Relstanna can probably aid their cause better than anyone else on Argosa.

Unless the PCs insist upon (or need) her direct help, Kaetrix proposes they confront Lomrick without her, while she seeks out other contacts to occupy any klaven reinforcements in Zel-Argose which the Hegemony might send to aid the jagladine. Optionally, she can also join the party as an NPC ally, but this may require adjustments to the difficulty of the encounters in Part Three.



KAETRIX, CATFOLK SNEAK

Medium humanoid (catfolk), chaotic good

Armor Class 15 (studded leather)

Hit Points 32 (5d8 + 10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	14 (+2)	13 (+1)	15 (+2)	14 (+2)

Saves Str +2, Dex +5

Skills Athletics +2, Investigation +3, Perception +4, Stealth +5

Senses darkvision 60 ft., passive Perception 15

Languages Catfolk, Common

Challenge 3 (700 XP)

Cat's Luck (1/Day). When the catfolk sneak makes a Dexterity saving throw, she can choose to do so with advantage.

Colossus Slayer (1/round). When the catfolk sneak hits a creature with less than full hit points with a weapon attack she deals an extra 1d8 (4) weapon damage.

Favored Enemy. Against humans and klaven, the catfolk sneak has advantage on Wisdom (Perception) checks made to track, and on Intelligence checks to recall information.

Spellcasting. The catfolk sneak is a 3rd level spellcaster. Her spellcasting ability score is Wisdom (spell save DC 12, +4 to hit with spell attacks). She knows the following ranger spells:

1st level (3 slots): *alarm*, *cure wounds*, *hunter's mark*

Sprinter. When the catfolk sneak takes the Dash or Disengage action her speed increases by 10 feet for the rest of her turn.

Combat Gear. *Potion of greater healing* (2).

Other Gear. 20 silvered bullets, component pouch, thieves' tools.

ACTIONS

Multiattack: The catfolk sneak makes three melee attacks: two with her scimitar and one with her shortsword or two ranged attacks.

Scimitar. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

Folding Rifle. *Melee Weapon Attack.* +5 to hit, range 150/600 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage. This rifle folds into a small case, making it hard to notice when being carried. Creatures examining the catfolk sneak have disadvantage on Wisdom (Perception) checks to notice the weapon when it is folded. It requires two actions to fold or unfold the rifle, and it cannot be used unless unfolded.

SKAARDORN SKULKS (4)

XP 450 each

hp 33 each (see SRD, wererat)

Rapier (Human or Hybrid Form Only). *Melee Weapon*
Attack: +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Combat Gear: *potion of healing*

Other Gear: 32 gp, thieves' tools

D2. STOCK ROOM

Stacks of crates and boxes line the walls of this rectangular room, along with several barrels and kegs. Two doors exit the room to the west and south.

This is the Weave Runner's stock room where the establishment stores its excess liquor, beer, and ale. The door to the west leads to a back entrance, but the barman keeps it locked (DC 25 Dexterity check with thieves' tools to open). The south door is usually unlocked during operating hours, watched over by the tavern staff.

D3. LAVATORIES

A short hallway leads to a men's and women's lavatory. These areas are otherwise unremarkable.

PART 3: THE FALL OF LOMRICK

At this point in the adventure, the PCs should have finally discovered the location of Lomrick's residence in Zel-Argose—a city dwelling the jagladine purchased through intermediaries to use as an alternate base after the securing the uncharted gate to Garsilt in the temple ruins east of the city. The gate's subsequent malfunction, in addition to the discovery of the genetic markers in the species represented by the PCs, created a desperate situation for him. The Scions of the Celestial Helix need a wide sampling of their species' genes to assemble the right "key" to release the god-like Principalities from their dimensional prison. Zealously dedicated to this cause, Lomrick believes he can realize this apocalyptic prophecy in his lifetime, playing an integral role in bringing it to fruition.

To carry out this duty, Lomrick needs to repair the gate on Garsilt. And, for centuries now, the Ultari Hegemony has perpetuated a belief that certain members of the Bellianic Accord know how to restore Patron gates to full functionality. They especially believe this of any Accord agents secretly living on Argosa—which holds the distinction of being one of the few worlds to ever willingly sabotage and deactivate an interplanetary gate. As a result, Lomrick's agents sought out any

LOMRICK'S MANSE

1 SQUARE = 5 FT.



knowledgeable scholars of Argosan history and Patron artifacts, eventually targeting the elali seer, Relstanna. He now holds her prisoner, subjecting her to relentless interrogations and mental assaults in an effort to force her to reveal the Accord's secrets about the gates. This is a more serious crime than simple kidnapping, as the Coterie cannot blithely ignore such an act if it comes to light. But Lomrick's need also matches that of the PCs, as Relstanna's knowledge represents the best hope of restoring the gate on Garsilt so they can return home.

If the PCs seem a bit lost or unclear of their motivations, feel free to have Kaetrix help them puzzle it out. The jaskirri lacks an understanding of Lomrick's full agenda, but if the PCs came through a malfunctioning gate, she can guess the jagladine kidnapped Relstanna in an attempt to fix it, and the very same gate must have included a direct connection to their homeworld.

LOMRICK'S MANSE

Lomrick bought his two-story estate in an upper-class district of Zel-Argose to use as an urban hideout, operating the compound in the same fashion as a coterie focused on storing stolen goods—in the form of Patron artifacts—until he can transport them off-world to his masters within the Ultari Hegemony. He also excavated additional rooms for a private laboratory and klaven spawning ground beneath it, abducting lone travelers or homeless vagabonds from the city streets to grow the Hegemony's presence on Argosa. The PCs can approach his property from the back or front (north or south, respectively, on the map), but his hired servants refuse to admit anyone. For additional security, the structure has few windows at ground level, but the second story includes two, 15-foot-high balconies reachable with a successful DC 15 Strength (Athletics) check to climb using the sculpted columns at the south entrance or the vegetation of the rear garden (at area E8). If the PCs choose to test the windows anyway, Lomrick has reinforced them with iron bars (AC 18, 40 hp, break DC 22) which prevent all but a Tiny creature or smaller from squeezing through. Unless otherwise noted, the ceiling height inside the manse reaches 15 feet, including the newly added underground chambers.

Note, Zel-Argose has no actively patrolling city-watch, other than agents of the Office of the Auditor who typically limit their regulation to business and trade. Consequently, most homes maintain their own private security, and the PCs should have already learned this after spending at least a few weeks in Zel-Argose. If not, Kaetrix can certainly advise them of such, particularly if they seek her assistance in planning an assault on Lomrick's estate.

E. FRONT ENTRANCE

A well-worn path leads to this two-story, stone dwelling. Two, decorative columns flank a small stoop before a massive wooden door indicating the home's main entrance, and a 15-foot balcony looks down from above.

The estate's front door is kept locked at all times and requires a DC 20 Dexterity check with thieves' tools to open. A small panel allows those inside to respond to those seeking entrance without having to open the door.

Creatures: In the unlikely event the PCs approach the house and knock during daytime hours, two servants answer, appearing obviously nervous at the sight of an armed group. If the PCs request to speak to the master of the house, they politely explain he is not receiving guests without appointments. If the PCs press them with a successful DC 12 Charisma (Intimidation) check, the servants adopt pleading looks and ask if they can just leave, whimpering that they only work for the jagladine to feed their children, and claim they know little else about Lomrick's affairs. Truthfully, they do not. They do, however, know that monstrous klaven roam interior of the house, but Lomrick restricts their access to the rest of his home. The servants do not live in the house itself, but clean, sweep floors, and prepare meals during the day.

If the PCs approach during the evening, the balcony includes a klaven sentry which relies on its nanite exchange ability to warn others of its kind deeper within the compound. Unlike the hired servants, it has no reservations about defending Lomrick's home.

HOUSE SERVANTS (3)

XP 10 each

hp 4 each (see SRD, **commoner**)

KLAVEN SHOCKTROOPER

XP 200

hp 32 (see page 638)

E1. FOYER

The stone floors of this front foyer are swept clean and polished. Four columns support each corner to provide support for the ceiling and a sense of ornamentation. Two sets of double doors lead east and west, while an open archway to the north reveals a curving staircase to the second floor.

This room serves as a gathering area for visitors, but Lomrick receives very few of them. If the PCs generate an excessive amount of noise here (such as breaking down the main door), they may attract attention from the nightskulks in area E2 and the klaven from area E11.

E2. PARLOR

A large, round table occupies the center of this room, low to the ground and with a hookah resting in its center. Floor pillows encircle it, while divans line the walls with small end tables to flank them. A window is set in the west wall with curtains pulled and crossbars in place to ensure no exterior access to the manse. The pungent, heady scent of smoke from an unknown plant lingers in the air. Double doors exit east.

The manse has few windows at ground level, but this room contains one of them. During the day, the breaks between the curtains let in enough illumination to produce dim light conditions. At night, a lit candle rests on the center table. A euphoric, tobacco-like substance fills the hookah, but it has no especially addictive properties. An unlocked drawer contains a large pouch of this mild drug, worth 50 gp on the open market.

Creatures: A pair of Skaardorn nightskulks lounge here. They belong to the same gang Lomrick hired to eliminate Kaetrix but remained behind to supplement the klaven guarding his manse. If the rest of the Skaardorn never returned from the Weave Runner, they've grown more concerned about tying their fortunes to that of their jagladine employer, allowing his house servants to answer the front door, and only attacking if confronted by strangers or the sound of trouble.

Treasure: One of the Skulks carries a *handy haversack*, which the gang uses to stash stolen goods from various robberies. Currently, it contains 1,500 gp as part of their retainer from Lomrick, as well as another 600 gp in decorative art objects they've pilfered from his home.

Development: The nightskulks flee or surrender if reduced to 5 hit points or less. If detained and demoralized with a successful DC 14 Charisma (Intimidation) check, they cooperate by offering any information they can, knowing that Lomrick keeps a secret laboratory somewhere on the house grounds, but he never shared its location with them. If pressed, they also know about the klaven sentry (at area E11).

SKAARDORN SKULKS (2)

XP 450 each

hp 33 each (see SRD, wererat)

Rapier (Human or Hybrid Form Only). *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Combat Gear: *potion of healing*

Other Gear: 32 gp, thieves' tools

E3. STUDY

A polished wood desk sits parallel to the north wall here, with a large chair behind it. A complicated brass orrery, no larger than a map globe, sits on one corner of the desk. Ornate rugs cover the floor and lend a more comfortable and luxurious ambiance. Paintings of strange, inhuman cities decorate the walls, their architecture suggestive of geometric insect hives. A few bookcases stand against the far walls, and a set of double doors exits west.

Lomrick uses this room as a study, though he keeps his more sensitive research in his laboratory downstairs. The paintings represent cities on worlds where the jagladine emerged as the dominant species, and the orrery represents Argosa's unique solar system (see the **Chapter 12: The Legendary Planet Universe**). The collective works among the bookshelves detail further information about Argosa's history, as well as the unique races which eventually migrated through its many

interplanetary gates. The more valuable volumes represent an eclectic range of theories on nature, magic, and science.

Trap: Lomrick's desk includes a complex lock (requiring a successful DC 20 Dexterity check with thieves' tools to open), as well as a spring-loaded poison blade trap which activates when anyone attempts to open or pick the lock. A creature pricked by the blade takes 1d4 piercing and 3d6 poison damage and must succeed on a DC 13 Constitution saving throw or take an additional 3d6 poison damage and be poisoned for 1 hour. It requires a successful DC 20 Intelligence (Investigation) check to locate and a DC 15 Dexterity check with thieves' tools to disarm.

Treasure: The brass orrery weighs 25 lbs. and carries a scientific and artistic value of 300 gp. The three alien landscape paintings are each worth 100 gp to a collector. And, a successful DC 10 Intelligence (History) check identifies four volumes among the bookshelves that would fetch 150 gp each in the specialty markets of Zel-Argose.

Lomrick's trapped desk drawer contains several pieces of private correspondence with the Scions of the Celestial Helix, including a series of reports from individuals who only identify themselves with a single letter followed by a number, for example "Q3". They detail the movements and activities of an individual named "Relstanna." Several notes also designate a "Supervisor Garabool" outlining expense vouchers for "local contractors pursuant to various operations." A cryptic scrawl adds, "An esteemed colleague has agreed to lend assistance in managing the elali seer so her mental tricks won't avail her. My colleague has no concept of finances, however, so we may owe an unspecified favor in the future. As ominous as that sounds, I know this creature—and I think the situation warrants it." For the GM's benefit, this refers to the cerebriic fungus in area E16.

A red, leather-bound book also appears in Lomrick's desk, but a successful DC 13 Intelligence (Nature) check recognizes the hide is too thin and supple to come from a domesticated animal and the leather may have a humanoid origin. The book's contents are written in Utari and it represents a religious treatise called *The Sanguine Key*. It takes 1d3 days to fully read and provides a general introduction to the Principalities and the faith of the Scions of the Celestial Helix. The final chapter tells a story of how the hated Patrons locked away the Principalities, but the Sanguine Key may one day affect their release. As a note to the GM, this is an early hint to the larger story of the Legendary Planet Adventure Path.

Lomrick's desk drawer also contains a *chrome scorpion figurine of wondrous power* (see page 550), and a *scroll of remove curse*.

E4. MAIN STAIRCASE

A set of polished hardwood stairs with handrails rises in the center of this chamber to a second floor above. Open archways lead north and south, while four doors exit east and west, two on each side.

Creatures on the first "L"-shaped section of the stairs are visible from the ground floor. This area otherwise contains no special features.

E5. DINING ROOM

A polished hardwood table runs down the center of this room, surrounded by comfortably padded chairs. Two large, barred windows reside in the western wall with the curtains drawn, and brass light fixtures decorate the corners of the room, as well as a small chandelier hanging above the table. Two doors exit east, while a third leads north.

This room has no unusual features, though the furnishings reflect quality craftsmanship. During the day, breaks between the curtains admit a dim light, but the room is completely dark if the PCs arrive at night.

Creature: Over the course of jagladine advancement into one of the Hegemony's elder races, they developed a cultural rapport with a great number of intelligent oozes, including a special breed of slithering tracker. These creatures receive great respect in jagladine society, and often reside in their households to bolster defenses as guards or assassins in exchange for food and shelter. As such, Lomrick brought one with him to Argosa, smuggling it through customs by temporarily rendering it inert with a special chemical compound. Though unable to speak, the tracker has a perfect understanding of Deep Speech, a language which Lomrick uses to direct it. The ooze currently clings to the underside of the dining table, partially coiled around one leg where it has cover to hide unless a light source is lowered to the floor.

If it goes unnoticed, the slithering tracker silently begins to follow any group of creatures it believes to have entered the residence without permission. It knows everyone Lomrick has previously allowed in the manse, including the jagladine's house servants and klaven sentries. This particular sub-species of slithering tracker also has the compression special ability, which permits it to glide underneath closed doors in the manse without squeezing or loss of movement. This enables the tracker to follow the PCs until it finds an opportune moment to launch a surprise attack. The GM should be careful however, when combining encounters.

SLITHERING TRACKER

Medium ooze, neutral

Armor Class 13

Hit Points 102 (12d8 + 48)

Speed 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	18 (+4)	11 (+0)	10 (+0)	5 (-3)

Skills Stealth +5

Condition Immunities blinded, deafened, exhaustion, prone

Senses passive Perception 15

Languages understands Deep Speech but can't speak

Challenge 4 (1,100 XP)

Amorphous. The slithering tracker can move through any space at least 1 inch wide without squeezing.

False Appearance. While the slithering tracker remains

motionless it is indistinguishable from a puddle or wet sheen. A creature that steps into a slithering tracker is automatically hit by a pseudopod.

Grappler. The slithering tracker has advantage on attacks against creatures it is grappling.

Paralysis. A creature hit by the tracker's pseudopod must succeed on a DC 14 Constitution saving throw or be poisoned for 1 minute. While poisoned in this way the creature is paralyzed. It can repeat the saving throw at the end of each of its turns, ending the paralysis on a success, but it remains poisoned for the full duration.

ACTIONS

Multiattack. The slithering tracker makes two pseudopod attacks, and if it is grappling an incapacitated creature it can use blood drain.

Pseudopod. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.

Hit: 6 (1d6 + 3) bludgeoning damage and the target is grappled (escape DC 12). The creature is subjected to the tracker's Paralysis trait, and blood drain attack. The slithering tracker can grapple two creatures, one with each pseudopod, and each pseudopod can only attack the creature it is holding.

Blood Drain. One incapacitated creature other than a construct or undead grappled by the slithering tracker loses 14 (4d6) hit points due to blood loss.

E6. GUEST ROOMS

This small chamber contains a made bed with an adjacent nightstand. A small writing desk sits in the southwest corner next to a small, wooden chest.

Each of these rooms were part of the manse's original construction and intended for quartering guests or houseservants. Lomrick has no need for such full-time services from his hired staff, and he transforms visitors who overstay their welcome into more klaven footsoldiers. As a result, these rooms currently remain unused.

E7. KITCHEN

This room bears all the implements of a well-run kitchen and includes an interior stone well in its northwest corner opposite a woodstove. A stained butcher's block rests in the center of the room, and multiple shelves and a spice rack hang along the northeast wall. The strange scent of something sour mixed with brine lingers in the air.

This room presents a tidy composition, but the lingering smell has a decidedly unwholesome quality to it. This is partially due to the exotic spices and marinades Lomrick prefers in his meal preparation. An examination of the spice rack reveals substances wholly unpalatable to most other humanoids.

Treasure: A successful DC 18 Wisdom (Perception) check while examining the various spices reveals a small, lime-green pill with a magical aura (a *volatile vaporizer* [see page 546]).

E8. REAR GARDEN

The rear of the manse encloses an open-air garden backed by a tall, stone wall set with a wrought iron gate. The garden itself includes well-tended walking paths between the gate and an open archway leading inside. A solitary, stone door enters the side of the building to the east, and a second-floor patio overlooks the garden from the south side.

The rear wall is 15-ft. tall with almost no handholds, which requires a successful DC 15 Strength (Athletics) check to scale, and the hinged gate includes an iron lock (DC 20 Dexterity check to unlock). Otherwise treat the gate as an iron portcullis (AC 19, 40 hp, break DC 25). The door to the east leads to the underground laboratory complex Lomrick added to the manse, and he keeps this entrance secure with an *arcane lock* (DC 30 Dexterity check to bypass).

Creatures: This area appears to be a security weak point, but Lomrick keeps two additional “pets” on permanent guard duty here. Two vampire roses situate themselves in the soil flanking the gate and, like many jagladine-inspired horrors, Lomrick keeps them for future study and potential weaponization. He has trained the plants not to enter the house or leave the garden, and the houseservants never enter this area without a klaven escort. The plants do not attack Lomrick, as they have instinctively learned he keeps them fed and the jagladine always carries a special repellant to discourage any aggressiveness.

Development: The roses act as superb guardians by day or night, but they also challenge stealthy PCs to remain quiet. If alerted to any intrusion, two klaven posted at area **E11** may respond by emerging on the north balcony, granting them a clear field of fire with their spur rifles into the garden.

VAMPIRE ROSES (2)

Small plant, unaligned

Armor Class 12 (natural armor)

Hit Points 33 (6d6 + 12)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	15 (+2)	10 (+0)	10 (+0)	10 (+0)

Damage Vulnerabilities fire

Damage Resistances piercing

Condition Immunities blinded, deafened, exhaustion

Senses blindsight 30 ft. (blind beyond this radius), passive Perception 10

Languages understands Jagladine but can't speak

Challenge 1 (200 XP)

Entrancing Fragrance. The delicate scent of a vampire rose is compelling and enticing. Humanoids within 15 feet of the plant must succeed at a DC 12 Charisma saving throw or become charmed by it. While charmed, they move towards the plant on their turn. An affected creature can attempt a new saving throw each round at the end of their turn to break the effect. Creatures with keen scent or a similar trait

have disadvantage on this saving throw. Creatures with resistance to poison damage gain advantage on their save against this effect, while those immune to poison damage are immune to it.

False Appearance. While the vampire rose remains motionless it is indistinguishable from a normal flower bush.

Grappler. The vampire rose has advantage on attacks against creatures it is grappling.

ACTIONS

Multiattack. The vampire rose makes two rake attacks and uses blood drain.

Rake. *Melee Weapon Attack.* +3 to hit, reach 5 ft., 1 target. *Hit:* 4 (1d6 + 1) piercing damage and the target is grappled (escape DC 12).

Blood Drain. One creature other than a construct or undead grappled by the vampire rose loses 3d6 (10) hit points due to blood loss.

E9. LARDER

Rows of shelves line this small, stone-floored room. Each one bears a number of crates, bottles, and other stored foodstuffs. Doors exit west and north.

This larder contains nothing particularly valuable other than a half-dozen pricey bottles of wine worth 25 gp each. None of the food has spoiled yet, but if the PCs spend more than a round searching the storeroom, they find some of it to be wholly unpalatable to human tastes. For example, containers of dried insects, pickled animal brains (a few of which look suspiciously humanoid), and a box of fertilized topsoil hosting a collection of fat, juicy worms all have their place among the food supplies. Other, more standard fare such as fruits and vegetables also exist. The door to the north remains unlocked.

E10. GARDEN STORAGE

Garden tools, such as rakes, hoes, and watering pails line the north and west walls of this chamber. Burlap sacks of seed and flower bulbs rest on the stone floor. A single door exits south.

This seemingly innocuous room is actual the entrance to Lomrick's underground laboratory which he added to the manse shortly after purchasing it. A successful DC 20 Intelligence (Investigation) or Wisdom (Perception) check locates a secret door in the northeast corner, leading to a 15-foot stairway descending south.

E11. UPPER LANDING

The landing of this upper floor surrounds an open staircase descends to the lower level. A door exits south, while an open archway leads north to a small balcony providing a clear view of a walled garden below.

The stairs are open such that creatures are visible from this landing on the top-most “L”-shaped section of the staircase. The door to the south has a lock (DC 20 Dexterity check to open) but remains open while any klaven have stationed themselves here.

Creatures: Two klaven shocktroopers serve as sentries here to protect the manse from intruders. This location also keeps them out of sight of visitors and passersby at street level. They have Lomrick's permission to enter area **E12** and, from there, they can stand on the balcony to observe creatures at the front of the house and fire their spur rifles, if necessary. The same is true if they hear sound through the archway to the north from the garden. If they become aware of intruders downstairs they don't hesitate to respond.

KLAVEN SHOCKTROOPERS (2)

XP 200 each

hp 32 each (see page 638)

Other Gear keys to areas **E9** and **E12**.

E12. MASTER BEDROOM

This room contains a large bed positioned along the east wall, flanked by a pair of nightstands. A full-length mirror in a wood frame stands in the northwest corner across from it, and thick rugs cover the hardwood floor. Three doors exit north, south, and southwest.

Lomrick reserves this bedroom for himself but spends far more time in his underground laboratory since his return from Garsilt. Although furnished for a human, the room contains nothing of value. The southwest door opens into a small closet where Lomrick keeps a few clothes, mostly four-armed jagladine apparel for practical purposes meant to blend into other cultures on different planets or designate rank within the Hegemony. The southern door leads to the front balcony. It includes a lock (DC 20 Dexterity check with thieves' tools to open), but the klaven guards (in area **E11**) leave it unsecured at night so they can access the balcony more quickly.

E13. SECURE HALLWAY

This wide corridor has a rough, unfinished feel to its walls and floors compared to the building above. A damp, earthy smell permeates the air, and the hallway extends east to west before finally turning south.

Note, this corridor and subsequent areas are unlit, as all the current occupants have darkvision.

Creatures: Two klaven shocktroopers remain stationed here to protect the underground laboratory from intruders. They attack without hesitation, but if hard-pressed, they withdraw towards area **E18** so their nanite exchange ability can reach the rest of the klaven and warn Lomrick.

KLAVEN SHOCKTROOPERS (2)

XP 200 each

hp 32 each (see page 638)

E14. MORGUE

Three gurneys extend from the west wall of this long, rectangular room. Each bears a humanoid body covered with a bloodstained



sheet. A metal table stands askew from the southernmost gurney, and another bears a neat row of surgical implements near the far wall. The sweet, sickly smell of blood is almost overpowering here, and a single door provides the only exit to the north.

The door to this makeshift morgue remains unlocked, as Lomrick prefers unimpeded access when delivering the bodies of failed test subjects here. The first two gurneys have actual human cadavers under their bloody sheets, and casual examination suggests a precise surgical dissection with the removal of small bones and vital organs. The surgical tools and equipment all appear very well-cleaned.

Creature: The southern gurney bears a skinstitch beneath its sheet. Upon hearing the PCs, it sits upright, bending at the waist with a smooth, unnatural motion before sliding off the gurney to lumber towards them and attack. Although Lomrick can command the undead creature, he has little interest in it, as the skinstitch resulted from a failed early experiment with a derivative *golem manual*. Its default instructions are to attack anyone other than Lomrick or a klaven which enters the morgue.

PATCHWORK CORPSE

XP 450

hp 85 (see SRD, ogre zombie)

E15. KLAVEN CONVERSION TANKS

An unpleasant, coppery tang of harsh chemicals wafts from this room as the door is opened. Two, large wooden vats sit on the floor, each filled with an unwholesome green fluid pumped into them from an adjacent, box-like apparatus. A single door leads south.

The devices in this room should present a familiar sight to the PCs by now, as they've likely encountered similar klaven conversion tanks on Garsilt and the temple ruins when they first arrived on Argosa. Lomrick has no current specimens undergoing transformation, but the equipment clearly indicates he has the means, if necessary, and already bear signs of recent use. The PCs can destroy this equipment with a few minutes of effort, but such an action creates considerable noise and releases an even greater chemical reaction polluting the air.

E16. RELSTANNA'S PRISON

This immense, hexagon-shaped room has four short extensions branching out from the main chamber at each of the four, cardinal compass points. Another smaller chamber, seemingly made of glass, sits in the center, its walls extending from a gleaming metal and connecting to a similar enclosure attached to the stone ceiling 15 feet above. The structure includes the vague outline of a glass door on its eastern face, and a standard door exits the greater room to the east.

The door to this room's glass enclosure has been sealed with an *arcane lock*, causing it to require a DC 30 Strength check to breach. Its magically treated walls prove far tougher than actual glass (AC 17, damage threshold 10, hp 28, break DC 25), and radiate a moderate abjuration aura effectively blocking both sound and telepathic communication.

Creatures: The glass enclosure currently holds the elali seer Relstanna as Lomrick's prisoner. Once the PCs enter the room, she attempts to stand, staggering slightly from hunger and dehydration. At first, she regards them with curiosity, as she's only interacted with Lomrick, his klaven, and her current jailor—a cerebriic fungus named Aardregghr—in the underground laboratory. Upon realizing they have no association with her jagladine captor, she pounds on the glass wall with her fists and gestures to warn them of Aardregghr's presence. Her distress only serves to attract the attention of the cerebriic fungus, however, and it trundles forth from the uppermost alcove north of her enclosure. Relstanna's hit points are reduced in this encounter due to the interrogation techniques used upon her by Lomrick, and she has 4 levels of exhaustion. Likewise, she cannot use her spell-like abilities until she finishes a long rest and gets sufficient food and water.

Aardregghr represents the mysterious "colleague" Lomrick identified in his correspondence with the Scions of the Celestial Helix (found in his desk at area E3). The cerebriic fungus has a unique immunity to most of Relstanna's powers, and it relishes the repeated intrusions upon her mind. Once it becomes aware of the PCs, Aardregghr casts *invisibility* to quietly observe them and their interaction with Relstanna. If they attempt to free the elali, however, Aardregghr attacks, using the 5-ft.-wide alcove to protect itself from being surrounded while attacking anyone approaching it with the greater reach of its tendrils.

Development: If the PCs defeat Aardregghr but fail to break the glass enclosure or disable its door, Relstanna slowly traces the letters for the word "key", and then she points south towards Lomrick's lab. If the PCs do manage to liberate her, she's far too weak to help them fight the jagladine. She does, however, pledge to aid them in return for rescuing her.

Before Combat: Aardregghr casts *invisibility* to hide, then follows with *levitate* as it observes any intruders.

During Combat: The fungus prefers to fight from one of the room's alcoves but floats up to the 15-foot-high ceiling with *levitate* so it can continue attacking creatures on the ground with the greater reach of its tendrils. Alternatively, if it can keep out of reach, it uses *crown of madness* to turn a ranged attacker against the PCs.

Morale: Aardregghr fights to the death.

RELSTANNA

XP 1,100

Female elali (see page 676)

Hp 55 (currently 10)

AARDREGGHR

Medium plant, neutral

Armor Class 14 (natural armor)

Hit Points 58 (9d6 + 27)

Speed 20 ft.

STR	DEX	CON	INT	WIS
14 (+2)	11 (+0)	16 (+3)	13 (+1)	18 (+4)
CHA				
16 (+3)				

Skills Deception +5, Perception +6, Stealth +2

Damage Vulnerability thunder

Damage Resistance cold

Damage Immunity psychic

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, paralyzed

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 16

Languages telepathy 100 ft.

Challenge 4 (1,100 XP)



Otherworldly Mind. Any creature attempting to contact a cerebral fungus' mind or read its thoughts with a divination spell or similar ability take 4d6 (10) psychic damage and act randomly as if affected by a confusion spell for 1 minute. A successful DC 13 Charisma saving throw halves the damage and negates the confusion. In either case the divination effect ends immediately. A confused creature can repeat the saving throw at the end of its turn, ending the effect on itself on a success.

Innate Spellcasting. The cerebral fungus' innate spellcasting ability is Charisma (spell save DC 13, +5 to hit with spell attacks). It can innately cast the following spells, needing only verbal components:

At will: *detect thoughts*

3/Day each: *calm emotions, crown of madness*

Spellcasting. The cerebral fungus is a 4th level spellcaster. Its spellcasting ability is Charisma (spell save DC 13, +5 to hit with spell attacks). It knows the following sorcerer spells:

Cantrips (at will): *acid splash, chill touch, mage hand, minor illusion, prestidigitation*

1st level (4 slots): *grease, magic missile, shield*

2nd level (3 slots): *invisibility, levitate*

Unsettling Appearance. The cerebral fungus constantly scans the minds around it, and projects unsettling images gleaned from their thoughts. Creatures that start their turn within 60 feet that can see the fungus must succeed on a DC 13 Wisdom save or be frightened until the start of their next turn.

ACTIONS

Multiaction. The cerebral fungus makes three attacks: two with its tendrils and one with its bite.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage plus 7 (2d6) poison damage.

Tendril. *Melee Weapon Attack:* +4 to hit, reach 15 ft., one target. *Hit:* 4 (1d4 + 2) bludgeoning damage plus 3 (1d6) poison damage and the target is pulled 5 feet toward the cerebral fungus.

Star-Shriek (Recharges on Long Rest). All creatures other than cerebral fungi within 30 feet who can hear the fungus must succeed on a DC 13 Wisdom saving throw or be incapacitated for 1 minute. A creature can repeat the save at the end of its turn, ending the effect on itself on a success.

E17. URBAN ASSAULT DEPLOYMENT CHAMBER

This octagon-shaped chamber contains a smaller, square glass enclosure centered on the floor. A dense, roiling mist fills this box-like structure and an occasional thud sounds from within. The outline of a glass door appears on its north facing, and the walls of the glass enclosure run from a gleaming metallic floor to the stone ceiling 15 feet above. Two sets of double doors exit the exterior room to the north and west. A 5-foot-wide hole appears in the floor to the southeast.

Neither set of exterior doors are locked in this room, but the box-like glass enclosure has similar characteristics as the one located in area E16 (hardness 8, hp 14, Strength DC 25), except it has no magical enhancement to block sound or telepathy, and it lacks an *arcane lock*. The northeast hole in the greater chamber's floor descends five feet before entering a narrow tunnel which eventually leads to an underground cistern feeding into the city's sewer system. It's far too narrow to use as an escape tunnel, even for Small humanoids.

Creature: This enclosure contains one of the worst of Lomrick's nightmarish experiments—a gibbering moulder lurking within the roiling mist. The beast attacked Zel-Argose's water treatment plant some years ago, and Lomrick curried favor with the Coterie's joint council, the Peerage, by offering to destroy it for them with jagladine chemical compound. In reality, he captured the creature and placed a *minds slave harness* on it (see *The Assimilation Strain* for more details on these alchemical devices), enabling him to control its actions. Though Lomrick lacks a device to telepathically communicate with the moulder from a larger distance, it obeys his direct commands. Lomrick's last instruction directed it to apply its ground manipulation ability to create the underground tunnel leading to the city's sewer. Should the Coterie ever act against him, he plans on turning the moulder against the citizens of Zel-Argose as a possible distraction while he affects his own escape.

When the PCs approach or pass near the glass enclosure, the moulder flings its bulk against the transparent walls. For an instant, its many eyes study the heroes intently, and observant PCs may notice a sickly green-gray biomass on its wrinkled skin with a successful DC 20 Wisdom (Perception) check. If the PCs participated in the prequel adventure *The Assimilation Strain*, they may recognize this patch as a *minds slave harness*. Shortly thereafter, all the creature's many mouths begin to laugh, slowly at first and then with greater intensity. The following round it demonstrates it can open its own cage, and slithers forth to attack intruders.

Development: Unlike Lomrick's klavner guards, the gibbering moulder still knows fear, and if reduced to 10 hit points or less, it attempts to flee into the sewers unless Lomrick is on hand to countermand it. If it escapes and the PCs slay Lomrick, the mother continues to roam Zel-Argose, likely creating further problems for the city.

GIBBERING Moulder

XP 450

hp 67 (see SRD)

E18. TEST AND TRAINING ROOM

A strong chemical smell pervades this long chamber, but lacks a singularly distinct odor, as if formed by a *mélange* of substances blended over time. The stone floor bears numerous stains, streaks, and slight pitting by corrosive elements, and weapon racks hang along the opposing walls. The entire chamber funnels itself like a cone towards the south, eventually ending before a solitary door. Another set of double doors exits north.

Lomrick practices his clinical trials with various alchemical mixtures in this chamber, many of them designed for military applications. The cone-shaped room affords him the opportunity to throw bombs safely and study their results. His klaven guards also use it to train and practice coordinated tactics. Both sets of doors are unlocked when the PCs enter this area, and the southern door to area E19 is already slightly ajar.

Creatures: Unless alerted beforehand, six klaven are actively training in this room when the PCs enter, but they immediately break off their mock combat and turn their heads in silent unison as they become aware of their presence. Lomrick is actually in area E19 but becomes aware something has happened the moment he hears the footsoldiers stop fighting and comes to investigate 1 round later. If warned in advance by a klaven nanite exchange, Lomrick joins the soldier-slaves to prepare an ambush for anyone venturing here. The four klaven footsoldiers occupy the squares designated with an “A”, while the stronger shocktroops stand in the squares marked “B.”

Lomrick should immediately recognize the PCs from the time he spent examining them on Garsilt. In typically villainous fashion, he converses with them in the middle of combat, stating, “I should have known your kind would manifest exceptional tenacity for a lower lifeform. Your evolved physiology bears a greater genetic code, and what a delightful service you’ve performed for me by coming here and bringing it to me once again! My superiors will only require a modest sampling of your blood and bone marrow! And then, once we’ve repaired the gate to your homeworld, you’ll visit it again... as klaven servants to the Hegemony!” The jagladine attacks immediately thereafter, relying on his footsoldiers to act as a buffer between him and the PCs.

Development: The klaven fight to the death under any circumstance, and Lomrick uses them ruthlessly to ensure his own survival, if necessary. The jagladine refuses surrender but may try to flee if the battle turns against him. If defeated, he carries a key which opens Relstanna’s glass enclosure at area E16. But, if he escapes, Lomrick becomes an especially tenacious enemy, likely resurfacing multiple times during the Legendary Planet Adventure Path to vex the PCs with yet another attempt to capture them for research and experimentation. At the GM’s discretion, he may return with additional class levels to present a continuing threat to the PCs.

KLAVEN FOOTSOLDIERS (4)

XP 100 each

hp 11 each (see page 638)

KLAVEN SHOCKTROOPERS (2)

XP 200 each

hp 32 each (see page 638)

LOMRICK, JAGLADINE SCIENTIST

XP 1,100

hp 71 (see page 633)

Combat Gear. acid (2), alchemist’s fire (2), oil flask (3), scroll of mage armor, potion of fire breath, potion of greater healing, wyvern poison (3).

Other Gear. +1 dagger, rejuvenation vine (see page 550), keys (to areas E3, E9, E12, and E16), 20 hand crossbow bolts

E19. LOMRICK’S WORKSHOP

This small chamber contains a heavily stained table against the east wall, covered with beakers, burners, and numerous vials and containers of chemicals and strange, alien substances. A smaller, wooden desk and chair near the south wall, and a single door exits north.

Treasure: Lomrick keeps his spellbook in this private workshop. It contains all his prepared spells (as well as 2nd—*enhance ability*, *levitate*; 1st—*detect magic*, *comprehend languages*, *identify*, *longstrider*. Additionally, placed in a corner are several items he has no use for but has confiscated from some of his past victims and enemies, including a suit of mithral half plate, a +1 longsword, and a +1 shield. The desk contains a coffer with 1,121 gp, 3,124 sp, and 667 cp. Finally, some of the most valuable treasure Lomrick accumulated can be found on the table, the following formulae for creating magical potions: *potion of greater healing*, *elixir of health*, *potion of water breathing*.

CONCLUSION

Once the PCs rescue Relstanna, they find the elali extremely grateful and more than willing to repay them by aiding their cause to return home. She identifies herself as an active adversary of the oppressive Ultari Hegemony and Lomrick’s kind. She also explains the jagladine belongs to a dangerous group of religious zealots known as the Scions of the Celestial Helix with the active goal of returning an ancient evil to the multiverse. She then asks the PCs to tell her their entire story, from when they were first abducted as well as any events they may have experienced in the prequel adventure *The Assimilation Strain*. Relstanna has no direct comment on Lomrick’s exact interest in their genetic makeup, but nor does she refute or reject any information they provide her about his notes on the matter. Instead, she indicates she’ll have to confer with her off-world peers to unravel their mystery.

Sadly, Relstanna also explains she has no personal means to repair or alter an interplanetary gate. Lomrick drastically overestimated her capabilities in that regard, and even the Bellianic Accord has no direct knowledge of how to restore or build such technology. She offers her condolences that the PCs now find themselves marooned on a strange new world but offers them a glimmer of hope with the acknowledgement that such information likely exists among the Patron ruins scattered across other worlds. She offers to research these legends and share such information in return for her rescue, and this development segues into the next chapter of the Legendary Planet Adventure Path with next adventure, *The Scavenged Codex*.

THE SCAVENGED CODEX

LEGENDARY PLANET: CHAPTER TWO

Stranded escapees of an alien abduction face new challenges on the planet Argosa. As they desperately search for a way home, a new benefactor presents them with a promising opportunity. While it could foster more conflict with the powerbrokers of Zel-Argose and the barbaric culture of a distant, apocalyptic world, it also represents their best chance of returning to their former lives. Can they brave the unknown dangers of Coterie politics and yet another gate to reclaim the lost lore of the Patrons? Or will they fall victim to those still hoarding the secrets of *The Scavenged Codex*?

ADVENTURE BACKGROUND

The Belligren civilization actively encouraged the evolution and growth of new worlds, using the powerful gates and gravity wells of Argosa to extend their reach across the multiverse. A fertile planet named Rythes attracted their interest, not simply as a sustainable colony, but also for its unique minerals and crystalline formations which helped refine their technology. In time, Patron engineers crafted unique artifacts from these resources, using them to enhance their interplanetary gates with regenerative terraforming properties to maintain the worlds they sought to nurture. On Rythes, these gates became known as the *Tears of Eternity*, and their energies helped scrub pollutants from the air, purify local water sources, and even control the weather and seismic activity to create a stable paradise.

Eventually, however, the equally powerful Principalities made war upon the Patrons, targeting Rythes with a massive assault and crashing its gates from multiple worlds. Even worse, they subverted the *Tears of Eternity*, corrupting the Patron artifacts to sow disease and death instead. Most of the *Tears* couldn't bear this taint and detonated, erasing entire cities and dooming the planet by poisoning its seas, ending the rains, and withering a once vibrant world. Earthquakes also wracked the land, and those who survived the resulting cataclysm quickly descended into chaos, becoming barbaric scavengers scurrying for power and resources just to survive.

As madness and anarchy consumed Rythes, further depredations assaulted the storehouses of Patron lore. Some factions worked to preserve such knowledge, hopeful of someday restoring the *Tears*—while others jealously guarded it, refusing to let such technology fall into Principality hands. One priceless treasure mislaid during this time was the *Opus Aeterna*—a crystalline tome which explored the nature of the Weave and how to maintain the gates linking so many worlds together. Agents of the Principalities walked the barrens for centuries trying to seize this potent artifact, but the few remaining allies of the Patrons separated its pages, scattering them to the far corners of Rythes to hide them. With the

passage of time, the loss of gates to other worlds, and the rapid descent into barbarism, both sides dwindled away, cut off from reinforcements for generations until most forgot the reasons behind their conflict, as well as the importance of the *Tears* and the *Opus Aeterna*.

Tens of thousands of years have passed since that time, and portions of the undetonated *Tears* have finally begun ridding themselves of infection, slowly healing the land around them to create small oases in the vast wasteland. One such *Tear*, at the end of a rugged peninsula, partially repowered a long-dormant gateway, enabling one-way travel from Argosa again. Over the ensuing years, early Argosan explorers would arrive on Rythes, quickly becoming marooned there, and then forced to survive in the barrens just like the native inhabitants. This influx of resources enabled new settlements to spring up across the peninsula, some forming monastic orders spurred on by the discovery of inscribed panes of glass from the *Opus Aeterna*. Most never understood the significance of these etchings, but the beautiful crystalline objects gained religious significance among various contemplatives in their desert strongholds, most of whom continue to divide the glass leaves and ignorantly copy their circuit-like patterns onto scrolls as decorations for hymns and psalms composed for a false god.

Today, the remaining pages of the *Opus Aeterna* lie scattered across the peninsula and its aptly named Broken Baronies. Agents of the Bellianic Accord and the Ultari Hegemony—each descended from the Patrons and Principalities—have attempted to recover as much of this invaluable tome as possible, inserting themselves into the local population and surviving as best they can. However, because of the singular, malfunctioning gate on Rythes, none of these agents have ever returned to Argosa, leading their allies across the Weave to believe them lost to whatever cataclysm claimed the lost Patron civilization. In reality, a more recent arriver on Rythes—a parasitic plant designed by the Hegemony to infiltrate and conquer new worlds—has enjoyed greater success in piecing together the *Opus Aeterna*. It now threatens to remake the planet in its image even as it seeks to re-establish contact with its dread masters. Once successful, it intends to offer them the ancient artifact in exchange for a higher position in the Hegemony and dominion over all of Rythes.

ADVENTURE SUMMARY

A few weeks after the PCs rescue Relstanna—their newfound elali ally featured in *To Worlds Unknown*—the alien seer approaches them with information about a mysterious world called Rythes, which she believes could hold information to enable their return home. Unfortunately, a Zel-Argose gang boss called Mr. Sarlu controls the only gate leading to Rythes, and it requires a few unsavory tasks on his behalf before he allows them to use it.

After meeting Mr. Sarlu's demands, the PCs proceed through his Red Gate, arriving on Rythes where they receive a dreadful surprise—namely, that the portal only works one-way. If another

gate exists which can return them to Argosa, the locals know nothing of it. In their ensuing travels, the PCs discover that savage cannibals and mutant predators populate the barrens of Rythes, while settlements of marooned travelers and multi-generation survivors have established small baronies as the last bastions of a ruined world. Inquiries about lost knowledge and ancient codices earns them a recommendation to seek the monasteries among the wastes, and these efforts slowly uncover fragments of the *Opus Aeterna*.

The PCs' journey eventually leads them to Trebelbet, where they meet Khedri, a krang allied with the Bellianic Accord who shares their predicament in being stranded on Rythes. He eagerly aids their search for the *Opus*, and further warns of the dangers they can expect among the Broken Baronies. After falling on the wrong side of the law, the PCs face their own potential exile to a nearby island, allowing them to meet with the fragmented spirit of a Patron scion, who recognizes their potential and provides them with information on how to reunite the remaining fragments of the codex.

Finally, the search for the *Opus* brings the PCs to the Barony of the Bloom, which has seen the most profound environmental rebirth. A sinister undercurrent pervades the barony's Monastery of St. Ioh, however, as Hegemony-spawned parasites have infested the order's monks, who now plot to spread their dread infestation to other strongholds. After defeating the mother plant controlling these thralls, the PCs finally retrieve the remainder of the *Opus Aeterna* and use its information to repair the Red Gate so they can return to Argosa, hopeful of performing a similar miracle on a gate that can take them home. But even in victory, the PCs face one final betrayal when Mr. Sarlu tries to seize the scavenged codex upon their return. They must defend themselves one last time to see the artifact safely to the Bellianic Accord.

PART 1: A DEBT REPAID

Sometime after the events of *To Worlds Unknown*—wherein the PCs rescued Relstanna from the clutches of the Hegemony's demented jagladine agent, Lomrick—their grateful ally secures better (and safer) lodgings for the PCs in Zel-Argose while she looks into their current predicament. The elali occasionally returns to ask more questions about the PCs, especially regarding their species, civilization, and abduction by the Hegemony. With this insight, she then leaves Argosa to research ways to return them home, consulting with her off-world allies among the Bellianic Accord. While the PCs await her return, they may freely explore Zel-Argose, restock, and recover from their earlier ordeals. Relstanna's associate, the jaskirri rogue Kaetrix, watches over them in her absence, recommending the PCs avoid drawing unnecessary attention to themselves lest the Hegemony take an interest in recovering them and avenging the loss of Lomrick.

Approximately two weeks later, Relstanna returns to Argosa, arranging a private meeting with the PCs at her favorite restaurant, an establishment called *The Crescent Eye*. She invites

Kaetrix, as well, counting on the jaskirri to keep an eye out for trouble while she speaks with the PCs over dinner. Read or paraphrase the following as she silently shares her findings with a telepathic conversation:

'I'm sorry it took so long to get back to you. I owe you a great debt, and your good deed deserved a swifter response, but, alas, traveling off-world is risky these days. The Hegemony moves boldly against the free worlds of the Weave, but, thankfully, they know better than to mess with Argosa. You're safe here—for now. It won't last, though. And that's yet another reason to get you home as quickly as we can.'

'To that end, I used the information you gave me about yourselves, your experiences, and everything Kaetrix learned about the gate that brought you here. I shared it with my friends in the Accord, and they believe they've identified a means of getting you home. But I'm afraid it won't be easy.'

*'You see, a long time ago, our greatest ancestors—the Patrons—established strongholds of learning and innovation on a world called Rythes. There, they perfected the principles of the Weave in ways that surpass our own understanding, and they recorded this knowledge in a crystalline codex called the *Opus Aeterna*. There was a great war, however, between the Patrons and the Principalities. It ruined Rythes and—much like your own situation—stranded it by severing its links to the Weave. Only recently a gate to Rythes started functioning again. It's called the Red Gate, and it's here...on Argosa. We've sent agents through it before. And so has the Hegemony. All in an effort to retrieve the *Opus Aeterna*. But none have returned—for either side.'*

'We're certain this codex holds the best possible chance of finding your way home. After all, if a gate to Rythes is working again, whatever repaired it could potentially restore the one to your world, as well. The codex should have that information, and it may also identify alternate routes from other worlds that could reach your planet. With the knowledge it contains, I'm certain it holds the answers you seek. And, perhaps more importantly for the Accord, if you return the codex to us, we'll not only see that it gets you home. We'll greatly reward you, as well.'

Relstanna goes on to explain that a gangster known as Mr. Sarlu currently controls the Red Gate. She knows little of this unpleasant character, sharing that Kaetrix heard he plans on forming a new Coterie in Zel-Argose and using the reactivated gate as a powerbase from which to grow his influence. She recommends the PCs exercise caution in dealing with him, as any move against a Coterie—upstart or otherwise—could draw attention from the Auditor's enforcers who would likely seize the gate and ruin their chances of using it. On the other hand, dealing with Mr. Sarlu—no matter how unsavory—promises a greater chance of securing access by appealing to his vanity and greed. Given the PCs' growing reputation in Zel-Argose, Relstanna also believes the gangster might trade access to the gate in exchange for their services. In fact, Relstanna's inquiries have already secured an interview with Mr. Sarlu at his compound, and the gangster has expressed interest in proposing such an offer.

After sharing this opportunity, Relstanna entertains any questions the PCs may have, but she has little additional information to provide. If the PCs wish to ask around Zel-Argose about Mr. Sarlu before meeting him, allow them to attempt Intelligence (Investigation) checks or Charisma (Persuasion) checks to gather information and consult the table below for the cumulative information they learn.

LOCAL LORE

RESULT	RUMOR
5+	Few people know much about Mr. Sarlu. He lives in an exotic compound on the northeast side of town and rarely leaves except on important business. When he does, he's always in a big sealed carriage, causing many to speculate about his appearance.
10+	Mr. Sarlu's compound receives frequent shipments of fresh water and other liquids at all hours of the day. A bystander mentions he once heard sloshing sounds coming from the gangster's carriage as it passed by on the street.
15+	In recent days, Mr. Sarlu has hired several mercenaries, presumably as a build-up of forces to protect his Red Gate from a hostile takeover by more powerful Coteries.
20+	Mr. Sarlu probably chose his name as a pseudonym to protect his real identity, because a sarlu is actually an aquatic creature from off-world, similar to a large eel or sea serpent.
25+	Much of Mr. Sarlu's wealth comes from the drug trade in Zel-Argose. He's cornered the market on a new euphoric called Screen and no one else can figure out how to make it.

A. UNSAVORY ELEMENTS

Getting to Mr. Sarlu's compound proves relatively easy. Kaetrix provides the PCs with the address, and their evening appointment time. Merchants, couriers, and guardsmen initially crowd the streets, but they quickly clear as Argosa's primary sun—Becedar—sets and its three moons become ascendant, each one in a different phase as they illuminate the night sky. Read or paraphrase the following as the PCs approach the compound for the first time:

In the light of Argosa's three moons, a large structure of pale-pink, molded stone sits incongruously among the broken rubble and burnt-out husks of nearby buildings. Its strange architecture calls seashells to mind, consisting of domed forms 20 feet high that seamlessly meld into one another, backlit by exterior mood lighting that seems to ripple in rhythmic wave-like patterns. Four, narrow spires topped by windowed perches rise high above the compound's curved bulk, and, other than these towers, no visible windows mar the structure's surface.

SECURITY MEASURES

All doors in Mr. Sarlu's compound come from the shell of an enormous aquatic creature called a caarnsu—a species native to the gangster's original homeworld. Objects made from this material are immune to extreme temperatures (e.g., fire and cold damage), have AC 19, a damage threshold of 15, 40 hp, and a Strength DC of 25. In addition, these doors include a special mechanism with an alien keypad and passcode for unlocking them. Mr. Sarlu can change these codes from the safety of his pool (area A4) and telepathically shares them with Oulek on a daily basis so only the oulbaene can control the comings and goings of the compound. Bypassing these special locks requires a complex DC 20 Dexterity check with thieves' tools and must accumulate 3 successes before suffering 2 failures to succeed. Meanwhile, a successful DC 20 Wisdom (Perception) check while observing someone manipulating the keypad can also discern the current passcode.



Unknown to the PCs, Mr. Sarlu recently suffered two major setbacks in his bid to secure a position in Argosa's political hierarchy. The Coteries that comprise the governing Peerage of Zel-Argose each have one or more gates under their control, but they enable off-world travel in both directions, whereas Mr. Sarlu's Red Gate can only send travelers to Rythes, not return them. As a result, he has no direct control of an off-world trade route and, knowing this, the Peerage once again declined his request to join their ranks despite his growing influence in the city. This limitation has long vexed him, but it hasn't prevented him from expanding his powerbase, as he's also cornered the market on one of Argosa's most potent drugs—a euphoric known locally as Screen. The secret to manufacturing this substance is something the other Coteries covet, and they've worked hard to infiltrate his operation so they can steal it away and permanently marginalize him.

Unfortunately, one of Mr. Sarlu's former minions—a bahgra alchemist named Basher—recently deduced the full recipe for Screen. But, since it involves certain excretions which only a sarlu can produce, he had no means of replicating it for a rival Coterie. So, he devised a means for absconding with an important element vital to its manufacture—a valuable possession he plans on ransoming back to Mr. Sarlu rather than depending on the gangster's fruitless dream of restoring the Red Gate to form a new Coterie. These developments have made Mr. Sarlu more desperate than ever, and this led him to take on additional mercenaries in anticipation of not only retrieving his property, but also fending off any attempts by the Coteries to capture him or overtake the Red Gate compound in his supposed moment of weakness.

By the time the PCs arrive, Mr. Sarlu has already interviewed several other sell-swords, relying on his mindreading skills to weed out anyone harboring ulterior motives in joining him (such as the same treachery displayed by Basher or an active allegiance to another Coterie). He's already turned away

A. Sarlu's Compound



B. Baeboli's Emporium



- Market Seller
- Klaven Thug
- Emporium Staff
- Neutral Patron
- Roog & Targuhl
- Sepes & Vaugh

a handful of these mercenaries, but ultimately proves far more receptive to the PCs because of their relative neutrality and growing reputation. Even so, he requires that they prove themselves, and the PCs first opportunity to do so occurs right outside the entrance to his compound.

SHADOW AGENTS

One of the mercenary bands turned away by Mr. Sarlu still lurks in the shadows of the rubble and burnt-out buildings surrounding his compound. These individuals actually work for the Surrat Coterie, also known as the Dagger in the Dark due to their affinity for manipulating shadows and carrying out assassinations. They witness the PCs' approach and take it upon themselves to confront them as part of an intimidation tactic to limit the build-up of Mr. Sarlu's armed guards.

Tactics: The agents each carry a *potion of healing*. If reduced below 20 hp, the agents drink their potions but fight on until slain or knocked unconscious. Either outcome enacts a terrible curse laid upon them by the Surrat leadership as their shadows supernaturally detach themselves within 1d4 rounds. This immediately and irrevocably kills the shadow's host but introduces an entirely new adversary.

GRIEGO, HESTER, AND OLORANDA, SURRAT LOYALISTS (3)

XP 700 each

hp 65 (see SRD, bandit captain)

SHADOWS (3)

hp 19 each (see SRD)

* These shadows cannot create new shadows from the corpses of creatures slain by their Strength Drain.

A1. MAIN ENTRANCE AND GUARD TOWERS

Mr. Sarlu's compound has two separate entrances: one at the front and a warehouse delivery gate in the back. Fields of fire cover both of them from at least two of the four different guard towers rising 60 feet above the compound. The adventure assumes the PCs use the front door (but see the accompanying sidebar if they choose a different approach). Read the following when the PCs first arrive at the main entrance:

The door to this building fits seamlessly within its molded stone and has no obvious handle or knocker. Made of a synthetic material, it appears off-white with touches of yellow, not unlike carved and polished ivory. A glassy globe sits within the concave door at eye level, though its unusual refracting surface reveals nothing of what lies beyond.

Visitors need only bang on the door's surface, which elicits a dull thud. Should the PCs attempt to batter the door down, this attracts the attention of the tower guards—and they begin firing on the PCs until they are no longer in range or come down to aid Oulek (see area **A2**) if the PCs give him any trouble. Because of Basher's recent betrayal and growing concerns about the Coterie seeking to claim the Red Gate, Mr. Sarlu has each tower manned all day long by elven henchmen armed with *paralytic light crossbows*.

TOWER GUARDS (4)

Medium humanoid (elf), chaotic neutral

Armor Class 19 (breastplate)

Hit Points 44 (5d10+10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	14 (+2)	15 (+2)	8 (-1)	10 (+0)

Saving Throws Str +5, Con +5

Skills Animal Handling +2, Athletics +5, Perception +2, Stealth +7

Senses darkvision 60 ft., passive Perception 12

Languages Common, Elvish, Orc

Challenge 3 (700 XP)

Shot on the Run. When the cautious sniper uses the Dash action, as a bonus action she can make one crossbow attack at any point during her movement.

ACTIONS

Elven Curve Blade. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 8 (1d10 + 3) slashing damage.

Paralytic Light Crossbow. *Ranged Weapon Attack:* +10 to hit, range 100/400 ft. one target. *Hit:* 8 (1d8 + 5) piercing damage and 1d4 lightning damage (see page 542, *paralytic weapon*).

A2. POOLSIDE ATRIUM

Only a few seconds after the PCs knock, three enormous black eyeballs appear in the crystal globe set within the front door, exaggerated and distorted by the curvature of the glass. A muffled, tinny voice asks the PCs to state their business. Once they establish their appointment to see Mr. Sarlu, the door slides into the ground, revealing Oulek, a diminutive oulbaene (see page 87) armed with a pair of sickles. He gestures for them to come inside. Read the following when the PCs enter:

Large, otherworldly sculptures stand along the walls of this circular chamber, painted in subtle hues. Solid ivory doors lead north and south, and a large oval pool sits in the western half of the chamber, overlooked by a strangely designed couch. An iron ladder rises through the ceiling of an otherwise empty niche to the southeast.

The ladder leads to a perch within one of the 60-foot guard towers overlooking the compound and the surrounding neighborhood. It takes only a single round for the guard to slide down and aid Oulek if the oulbaene calls for help.

Creatures: As one of Mr. Sarlu's most loyal henchman, Oulek typically remains here throughout the day to greet visitors and arrange business appointments. The odd couch comfortably accommodates his alien, squid-like physiology. While entertaining the PCs, he gushes about the ornate sculptures if asked about them, noting their exceeding value to discerning collectors, each one carved directly from caarnsu shell (and worth 1,000 gp).

The clear water of the pool also allows visitors to see two colorful eels scavenging a couple of badly waterlogged corpses resting at the bottom 15 feet below. Oulek keeps the eels well fed, most recently tossing them a pair of traitorous bahgra involved in the plot to kidnap Mrs. Sarlu (see area **A4**). A DC 13 Intelligence (Investigation) check identifies the species of these victims, though Oulek obliges if asked, noting they were "former associates who disappointed Mr. Sarlu."

Once again, Oulek asks the PCs to explain their purpose for using the Red Gate, reiterating the arrangement he discussed with Relstanna about requiring a service on Mr. Sarlu's behalf before letting them access it. Thereafter, he escorts the PCs to the guest hall (area **A3**) and asks them to sit quietly while he prepares Mr. Sarlu to receive them.

OULEK

Small monstrosity, lawful neutral

Armor Class 15 (studded leather)

Hit Points 54 (12d6 + 12)

Speed 25 ft., climb 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	17 (+3)	12 (+1)	12 (+1)	14 (+2)	16 (+3)

Skills Deception +5, Insight +4, Investigation +3, Perception +6, Persuasion +5,

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 16

Languages Common, Oulbaene, telepathy 30 ft.

Challenge 4 (1,100 XP)

Limited Telepathy. Oulek can telepathically communicate with any other creature with telepathy.

Sneak Attack (1/turn). Oulek deals an extra 14 (4d6) damage when he hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of Oulek that isn't incapacitated and Oulek doesn't have disadvantage on the attack roll.

Spider Climb. Oulek can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

ACTIONS

Multiattack. Oulek makes three attacks: two with his sickles, and one with his tentacles.

Sickle. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4 + 3) slashing damage and the target must make a DC 12 Constitution saving throw, taking 10 (3d6) poison damage on a failed save, or half as much on a successful one.

Slam. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4 + 3) bludgeoning damage.

Tentacles. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) acid damage, and the creature must succeed on a DC 10 Constitution saving throw or be frightened until the end of its next turn.

Leadership (Recharges after a Short or Long Rest). For 1 minute, Oulek can utter a special command or warning whenever a nonhostile creature that he can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand Oulek. A creature can benefit from only one Leadership die at a time. This effect ends if Oulek is incapacitated.

ELECTRIC EELS (2)

Small beast, unaligned

Armor Class 12

Hit Points 13 (2d6+6)

Speed 5 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	14 (+2)	16 (+3)	1 (-5)	10 (+0)	4 (-3)

Damage Resistances lightning

Skills Perception +2, Stealth +4

Senses blindsight 60 ft.; passive Perception 12

Languages -

Challenge 1/4 (50 XP)

Hold Breath. The electric eel can hold its breath for 10 minutes.

ACTIONS

Bite. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target, *Hit:* 5 (1d6 + 2) piercing damage.

Tail. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target, *Hit:* 5 (1d6 + 2) lightning damage. On a critical hit, the target must succeed on a DC 13 Constitution saving throw or be stunned. At the end of each of its turns, the target can make a new saving throw; on a success, it is no longer stunned.

A3. GUEST HALL

A large, woven rug covers most of the floor in this comfortable chamber, lit by skylights in a massive dome overhead. A number of couches upholstered in exotic materials surround it, some obviously configured for alien physiques. More painted sculptures reside throughout the room, and ivory portals enter from all directions.

Mr. Sarlu directed Oulek to seat all guests in this area before allowing them to venture further into the compound, securing them behind the locking caarnsu doors. Additionally, he requires Oulek to always telepathically confer with him about the nature of any visitors so the sarlu can determine if he should retreat deeper into his pool or entertain their business propositions.

A4. MR. SARLU'S POOL

Impressionistic murals of aquatic life cover the walls of this domed chamber, and the eastern half of the room holds a large pool filled with green water completely cloaking its murky depths. Overhead skylights like those in the outer hall allow natural light. To the south, a large mechanical device includes a tangled collection of copper-colored barrels, snaking tubes of silver, and pumping bladders with steam escaping from a dozen different valves. Three of the tubes enter the water, bubbles dancing on the surface of the liquid around them. Another painted abstract sculpture sits against the south wall alongside a large aquarium on wheels, filled with the same greenish water, though a bit more translucent. Rich tiling covers the floor, and the entire room feels uncomfortably warm.

Following Mr. Sarlu's conversation with Oulek, he directs the oulbaene to prepare several folding chairs before the pool for the PCs. He allows his new visitors a few moments to inspect the room. However, as soon as anyone touches the machinery or attempts to peer too closely into the murky pool, read or paraphrase the following:

A silken voice speaks like a whisper mere inches from your ear: 'Make yourself comfortable, friends. Enjoy the seating Oulek has provided. I understand you require use of my Red Gate, and I'm happy to oblige, but first you must tell me more about yourselves. What led you here and what is it you seek on the other side?'

Because of his recent troubles, Mr. Sarlu remains submerged in his pool, subtly probing the minds of each PC during their initial conversation. He uses *detect thoughts* while asking leading questions about their goals, origins, and allegiances. Once he determines they have no direct affiliation with an Argosan Coterie and pose no immediate threat to his long-term plans or current business interests, he continues:

'I appreciate your candor and empathize with your current needs. However, before granting you access to the gate, I do require an equitable exchange of services. Three simple tasks, really. You may perform the first two here, within this very compound. Oulek will provide the details, and, once you've demonstrated your capabilities in dealing with them, return here and we'll discuss the final job.'

Following this exchange, Oulek appears once more, explaining to the PCs that two recent developments have created certain conditions within the compound that Mr. Sarlu would like them to address. The first involves a giant moray eel contained in Mrs. Sarlu's pool (area A5). Oulek withholds the exact nature of the pool and its former occupant, simply claiming that a

few renegade associates left the eel there as a vengeful message for Mr. Sarlu. The beast already ate an unfortunate guard who encountered it, and they've sealed off the chamber for now. Mr. Sarlu would prefer to avoid risking more of his men in trying to eliminate it, so the task falls to the PCs as a means of proving their capabilities.

The second task concerns an unusual crate in Mr. Sarlu's possession now held in quarantine (area A10). Oulek claims another explorer left it behind when seeking to use the Red Gate a few months ago. They have no idea what it contains, but it has a complex—and dangerous—locking mechanism similar to a puzzle box. Mr. Sarlu would like the PCs to take on the challenge (and risk) of opening it so he can determine its contents and how best to return them to the missing explorer's next of kin. This is a lie, of course, as Mr. Sarlu seized the crate before forcing its owner through the Red Gate, fully expecting him to never return. In reality, he simply covets any wealth it holds, but none of his men can solve the locking mechanism.

Once the PCs deal with both of these tasks, Mr. Sarlu addresses them once again to explain the final service he requires before granting access to the Red Gate. Read or paraphrase the following when the PCs are ready:

'Well done! You're quite resourceful. And just the kind of individuals I need for this final effort. A few days ago, some disgruntled employees of mine stole something precious to me and now they hold it for an extortionate fee. I caught two of the miscreants—you may have come across them when you first entered my home—and I discovered a former lieutenant named Basher and his remaining accomplices are trying to hire more muscle before coming here to return my property and collect their ruinous ransom. I'd like you to convince them to hire the lot of you, earn their trust, and then turn on them when Basher attempts the exchange. I have no intention of paying his ransom, but I want my property back—and, for his betrayal, Basher must pay with his life.'

Allow the PCs to question Mr. Sarlu about this final task. If they wonder why he needs their help rather than relying on his own armed mercenaries, he explains Basher already knows his current associates and would never hire them. In addition, surprise is vital since Basher's crew has apparently secured a means of damaging his property and has already threatened to do so. He doesn't know what this entails, but he'd like to avoid such a risk at all costs—it is very precious to him. He won't disclose that this property is actually "Mrs." Sarlu, stating they needn't know. Assuming the PCs accept, read the following:

'Excellent. Oulek has the remaining details you need. However, let me be very clear. No harm is to come to my property. Also, Basher and his verminous crew do not leave this place alive. See to these things and you may use my Red Gate. You'll also earn a powerful friend in this city, and I treat my friends very well.'

Once the PCs leave the chamber, Oulek informs them their interrogations revealed Basher is actively recruiting aid at Baeboli's Emporium, a sordid bar in Zel-Argose near the city's Skytalon and the Grabel-Quoke marketplace. Like his master, the oulbaene withholds further details, only adding that Basher

is easily flattered and especially intrigued by arcane magic if they wish to impress him. Oulek also gives them a cue for when they should strike down Basher's crew at the exchange, indicating he'll speak the phrase: "Basher, you may have played this dangerous game well today, but sooner or later you will make an error." Following that proclamation, Oulek expects them to eliminate Basher and liberate Mr. Sarlu's property.

MR. SARLU

XP 3,900

hp 127 (see page 700)

A5. MRS. SARLU'S POOL

A single entrance opens into this crescent-shaped chamber where a similarly defined pool skirts the western wall. To the south, an iron ladder leads upward from a small alcove.

Prior to her abduction, Mrs. Sarlu occupied this pool. In her place, Basher left a nasty surprise for the rest of Mr. Sarlu's crew—a pair of especially voracious giant moray eels.

Creatures: The eels already ate the last guard to venture here, but Mr. Sarlu expects the PCs to eliminate them if they want access to his Red Gate.

GIANT MORAY EELS (2)

Large beast, unaligned

Armor Class 15 (natural armor)

Hit Points 52 (7d10+14)

Speed 0 ft., swim 30 ft.



STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	15 (+2)	1 (-5)	12 (+1)	4 (-3)

Skills Perception +3, Stealth +4

Senses blindsight 60 ft.; passive Perception 13

Languages -

Challenge 2 (450 XP)

Water Breathing. The giant moray eel can breathe only underwater.

ACTIONS

Bite. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage, and the target is grappled (escape DC 16). Until this grapple ends, the creature is restrained, and the giant moray eel can't grapple another target.

A6. GATEWAY CHAMBER

The domed ceiling of this cavernous chamber peaks 25 feet overhead. Two gates, both metallic rings nearly 10 feet in diameter, one red and one green, stand at opposite ends of the room, and at its center is a strange mechanism of dark green material, from which a number of tangled cables snake across the floor. Some of them attach to the metal rings, while others head east to a baroque black iron cradle holding an egg-shaped stone pulsing with mottled hues of orange, yellow, and red. Doors lead north, south, and east, while an iron ladder leads upward from a niche in the west.

This massive chamber represents the centerpiece of Mr. Sarlu's compound. Though the Red Gate has long stood in Zel-Argose, its dormant nature made it little more than a city monument for thousands of years. Always interested in unique sculptures and art, Mr. Sarlu claimed the site when he arrived on Argosa, building around it with caarnsu shell imported from his homeworld.

Initially surprised and elated by the gate's recent reactivation, Mr. Sarlu had to temper his enthusiasm once he discovered it only worked one-way. He's sent several of his own agents through the portal in hopes of repairing or operating it from the other side, but so far none have succeeded, and no one has returned. In the interim, he's charged travelers for using it (including agents of the Hegemony and the Accord), but he conveniently leaves out its dead-end nature, only interested in taking their money or an exchange of services as he dupes and strands them. So far, he hasn't had to explain these disappearances, forcing anyone asking too many questions about them through the gate, as well. As a result, it's become a handy way of getting rid of "problems."

Creatures: A dwarf named Wojack typically works in this room. Purchased by Mr. Sarlu from the slave market, he endures life as an indentured servant now, hobbled by chains and spending most of his time here tinkering with the Red Gate's controls and manning them when called upon.

WOJACK, DWARF ENGINEER

Medium humanoid (dwarf), neutral

Armor Class 14 (radiation suit)

Hit Points 42 (5d8 + 20)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	11 (+0)	16 (+3)	15 (+2)	11 (+0)	11 (+0)

Skills Engineering +6, Perception +2

Damage Resistances poison

Senses darkvision 60 ft. passive Perception 12

Languages Bahgra, Common, Dwarvish, Elven

Challenge 1 (XP 200)

Dwarven Resilience. The engineer has advantage on saving throws against poison.

Engineering Expertise. The engineer has proficiency with tinker's tools and gains double the normal proficiency bonus with those tools and on Intelligence (Engineering) checks.

Fixer. Twice per day the engineer can duplicate the effect of the mending cantrip if he spends 1 minute of work and succeeds on a DC 10 Intelligence (Engineering) check. He must have tinker's tools to use this ability.

Radiation Suit. The engineer has advantage on saving throws against radiation effects and reduces damage from radiation effects by 5 in addition to his resistance to poison.

ACTIONS

Multiattack. The engineer makes two melee or ranged attacks.

Warhammer. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 6 (1d8 + 2) bludgeoning damage.

Combat Shotgun. *Ranged Weapon Attack:* +2 to hit, range 20/80 ft., one target. *Hit:* 5 (1d10) piercing damage.

Shotgun Blast (Recharge 5-6). As an action, the engineer can deal 11 (2d10) piercing damage to all creatures in a 15-foot cone. Creatures that succeed on a DC 12 Dexterity save take half damage.

A7. OULEK AND WOJACK'S ROOM

A simple bedroom with two adjacent beds occupies this small chamber.

Mr. Sarlu's underlings, Oulek and Wojack, sleep here. The room contains little of value as both lead fairly sparse lives.

A8. BARRACKS

Ten separate bunk beds occupy this room. Aside from the main access door from the west, an iron ladder leads upwards from a niche in the southeast corner.

This room acts as the primary quarters for all of Mr. Sarlu's paid mercenaries. With the defection of Basher's crew, about half the beds go unused now.

Creatures: Four of Mr. Sarlu's enforcers currently enjoy their downtime here. Typically tasked with keeping dealers in line, chasing debtors, and pursuing off-world business interests, all of them would prefer to take on Basher themselves rather than relying on the assistance of the PCs.

SARLU'S STREETRUNNERS (4)

Medium humanoid (human), neutral evil

Armor Class 18 (+1 armored longcoat)

Hit Points 36 (4d10+8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	14 (+2)	14 (+2)	10 (+0)	12 (+1)	12 (+1)

Saving Throws Str +5, Con +4

Skills Athletics +5, Insight +3, Intimidation +3, Perception +3, Survival +3

Senses passive Perception 13

Languages Common

Challenge 1 (200 XP)

Pull Down. When a streetrunner hits a creature with his guisarme or bolas, he can use a bonus action to make an Athletics check to knock the target prone. If this check is successful against a mounted creature, it is pulled off of its mount.

Spellcasting. The streetrunner is a 2nd level spellcaster. Its spellcasting ability is Wisdom (spell save DC 11). It has the following Ranger spells prepared:

1st level (3 slots): *cure wounds*, *detect poison and disease*, *hunter's mark*

ACTIONS

Guisarme. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 7 (1d10 + 2) slashing damage.

Sap. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage. On a critical hit with the sap, the target is monetarily dazed, having disadvantage on Dexterity saving throws and checks for 1d3 rounds.

Spiked Gauntlet. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

Bolas. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20 ft./60 ft., one target. *Hit:* 5 (1d4 + 3) bludgeoning damage.

A9. WAREHOUSE

Organized crates, casks, and barrels litter this sprawling warehouse. Doors lead north, south, and east.

This area of the compound supports Mr. Sarlu's drug operations—primarily the production of a new street drug called Screen manufactured from distillations of a euphoric substance known as *sarlu-ahq* among his people (see page 545).

Creatures: With production at an all-time high, these workers keep active and alert with regular doses of another, less addictive stimulant called *heppah* (see page 544). They resent any disruptions and grow irritable if pressed to answer questions from visitors.

DRUG DEALER

Medium humanoid (human), neutral

Armor Class 13 (leather jacket)

Hit Points 22 (5d8 + 5)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	15 (+2)	12 (+1)	14 (+2)	8 (-1)	14 (+2)

Saving Throws Dex +4, Int +4

Skills Deception +6, Insight +3, Intimidation +6, Perception +3, Persuasion +6, Sleight of Hand +6, Stealth +6

Senses passive Perception 13

Languages Common, Halfling, Orc

Challenge 1 (200 XP)

Deceitful (3/Day). Once per turn, when the dealer makes a Charisma (Deception) check it may roll a 1d6 and add the roll to the check result.

Sneak Attack. Once per turn, the dealer deals an extra 7 (2d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the dealer that isn't incapacitated and the dealer doesn't have disadvantage on the attack roll.

Special Gear. The dealer usually carries two doses of oil of taggit when it has a chance to prepare, in addition to some product.

Heppah Intoxication. These drug dealers ingested a dose of *heppah* within the last hour, giving them advantage on initiative rolls and saving throws made against sleep and exhaustion.

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 6 (1d12) poison damage on a failed save, or half as much damage on a successful one.

Pistol. *Ranged Weapon Attack:* +4 to hit, range 50/150 ft., one target. *Hit:* 7 (2d4 + 2) piercing damage.

A10. QUARANTINE VAULT

Yet another complex lock protects the door to this room (requiring 3 successful DC 20 Dexterity checks with thieves' tools before suffering 2 failures to open). Keyed to a different passcode than the other access points in Mr. Sarlu's compound, the gangster keeps its sequence to himself and Oulek, trusting no one else with it.



Seven metal barrels, crates, assorted racks, and lock-safes dominate the curved wall of this semicircular vault. It appears clean, dry, and secure.

Treasure: Mr. Sarlu uses this chamber to secure his most valuable treasures. This includes several dangerous (and valuable) compounds used in drug manufacturing. Each of the seven barrels holds a different chemical (worth 500 gp each on the open market). The racks also bear alchemical gear, including the equivalent of 3 sets of alchemist's supplies, acid (5 vials), and antitoxin (5 doses). A separate shelf also holds a collection of exotic poisons, including the following: crawler mucus (1 dose), malice (3 doses), truth serum (4 doses), oil of taggit (6 doses), and torpor (3 doses). Lastly, the various lock-safes each have their own unique combination lock (DC 20 Dexterity check with thieves' tools to open). Collectively, they contain: a *handy haversack*, three *potions of greater healing*, an *elixir of health*, a *volatile vaporizer* (see page 546), a *wand of lesser restoration* (as a *wand of magic detection*, but casting the *lesser restoration* spell from it), 16 agates (worth 50 gp each), 3 emeralds (worth 100 gp each), a ruby (worth 250 gp), a diamond necklace (worth 500 gp), 47 pp, 1,883 gp, and 790 sp.

Trap: Another unique treasure exists here in the form of a decorative metal crate with dozens of interlocking rods, plates, and pressure points. Oulek likely brings the PCs to this strongbox as part of the three tasks they must complete for Mr. Sarlu before he allows them to use the Red Gate (see area A4). Casual inspection of the mechanisms reveals the metallic rods secure most of the moveable parts, thereby preventing their manipulation. A successful DC 20 Dexterity check with thieves' tools can remove the rods, or the PCs can break them off with a few carefully placed blows (AC 17, damage threshold

5, hp 10). Either approach, however, triggers an electrical surge that conjures a unique ball lighting effect (as *flaming sphere*, but dealing lightning damage). This ball lightning aggressively pursues any living creature within 60 feet of the crate for 3 rounds. The trap resets 1d6 rounds later, and the PCs must either disable it before further manipulating the crate's locking mechanisms (DC 25 Dexterity check with thieves' tools) or avoid triggering it by moving the parts in the correct order.

Solving the puzzle box is a complex DC 25 Dexterity check with thieves' tools requiring 5 successes before 2 failures). A successful DC 15 Intelligence (Investigation) check before each attempt grants advantage on the Dexterity check. Other PCs may attempt Intelligence checks using the Help action, even if they are otherwise unable to open the lock on their own. In addition, several clicks, whirs, and pops emanate from the box's interior as the PCs manipulate the mechanisms. If the PCs listen closely to these sounds (DC 15 Wisdom (Perception) check), the audible clues provide an additional +1 bonus to each roll. If the crate's trap resets and this complex skill check ultimately fails, the ball lightning emerges again, but the PCs can make another attempt once it dissipates.

B. BAEBOLI'S EMPORIUM

Once the PCs have accepted Mr. Sarlu's final task, they should proceed to Baeboli's Emporium. The structure closes off the back end of the popular Grabel-Quoke marketplace—one of the busiest Argosan trade centers which benefits from an off-world gate controlled by the Lath-Tom Coterie near the city's Skytalon. While the Coterie has no active ownership of Baeboli's Emporium, they do have an interest in its missing

owner. Unfortunately, Baeboli disappeared several months ago and now Lath-Tom agents exert authority over his remaining staff while they continue to operate the establishment, taxing its revenue more heavily than before—a heavy-handed approach which doesn't sit well with most of the workers. When the PCs first approach Baeboli's Emporium, read or paraphrase the following:

A large domed structure of molded gray stone stands in this seedy part of town, its broad, windowless, door offering just a single entry point. A number of words in a rainbow of colors and alphabets pulses like a heartbeat above the door, each one spelling out: BAEBOLI'S EMPORIUM.

The door glides open easily with a pull on the metallic handle, allowing a cacophony of drumbeats and wildly meandering music to pour forth from the low-lit interior.

B1. BOUNCER STATION

This ill-lit anteroom appears bare, save for two drunken patrons sitting crookedly against the east wall. To the north, a broad opening leads onto the emporium's main floor, where every manner of sentient creature indulges in vices both legal and otherwise. Standing impassively at a tall table in the center of this opening stands a heavily muscled, simian-faced humanoid, clad in cracked leather armor, his arms crossed over his chest and wearing a look of boredom and contempt.

Known popularly as Kodr the Hammer, the emporium's chief bouncer—a disaffected member of an ape-like species called the krang—has little patience for nonsense.

Creature: As the PCs approach his station, he holds up a massive hand to determine their business and confiscate their weapons. Should the PCs ask for clarification of the establishment's rules on these matters, he rolls his eyes and claims, "Do I look like a city magistrate to you? Don't be any trouble, and if you catch any, see to it that you finish it without damaging the property. But any weapons stay here." Assuming the PCs hand over their gear, he tosses the items into a wooden box below his table and returns them when they've finished their business.

Treasure: Aside from any gear confiscated from the PCs, Kodr's box also contains: a silvered longsword, two +1 morningstars, two light crossbows, two silvered spears, and two slings. He also has a separate box holding two hand crossbows and two silvered rapiers sized for a Small creature.

Development: If the PCs navigate their way past Kodr without a confrontation or succeed on a Dexterity (Sleight of Hand) check against Kodr's passive Perception to smuggle a weapon into the emporium, award Inspiration to any PC who participated.

KODR THE HAMMER

Medium humanoid (krang), neutral

Armor Class 13 (hide armor)

Hit Points 112 (15d8 + 45)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	11 (+0)	16 (+3)	11 (+0)	8 (−1)	13 (+1)

Saving Throws Str +5, Con +5, Wis +1

Skills Athletics +5

Senses passive Perception 9

Languages Common, Krang, Ultari

Challenge 4 (1,100 XP)

Elongated Arms. The krang's long arms extend its reach with melee attacks to 10 feet.

Smashing Charge. If the krang moves at least 20 feet and hits with a head-butt attack in the same turn, the attack deals an additional 7 (2d6) bludgeoning damage and the target must succeed on a DC 13 Constitution saving throw or be stunned until the end of its next turn.

ACTIONS

Multiattack. The krang makes three melee attacks: two with his maul, and one with his head-butt.

Head-butt. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage.

Maul. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 10 (2d6 + 3) bludgeoning damage.

Combat Gear. Potions of greater healing (2).

B2. SUNKEN BAR

A long sunken bar runs the length of this cavernous chamber, crowded with a diversity of strange, dodgy patrons. Diaphanous clouds of smoke rise toward the domed ceiling overhead where multicolored lights blink and pulse from hanging globes. Upholstered booths line the length of the east wall, while open tables stand to the west. The noise of jarring music and a hundred different conversations poses a challenge to communicating here.

The PCs can mingle in this sordid dive as long as they wish. Should they ask about Basher, a successful DC 15 Charisma (Persuasion) check to gather information reveals that he's in the private room (area B4). This check receives advantage if the PCs offer a monetary bribe of at least 10 gp and secures a friendlier introduction to the bahgra's crew. Award the PCs equivalent XP for a Challenge 4 encounter for finding their way to Basher in this manner. Otherwise, the bahgra's initial attitude starts as Unfriendly rather than Indifferent.

Creatures: Three additional bouncers monitor client activities inside Baeboli's Emporium. If the PCs take a more belligerent approach during their inquiries about Basher (such as relying on Charisma (Intimidation) checks or coercive spells), they quickly find themselves at odds with these enforcers. None of them hesitate to summon Kodr as backup in giving the PCs a good thumping, dropping their bruised bodies and egos in the gutter out back, if necessary.

BRUTE BOUNCERS (2)

Medium humanoid (human), lawful neutral

Armor Class 20

Hit Points 45 (7d8+7)

Speed 45 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	12 (+1)	10 (+0)	16 (+3)	8 (-1)

Saving Throws Str +8, Dex +6

Skills Athletics +7, Insight +6

Senses passive Perception 13

Languages Common

Challenge 4 (1,100 XP)

Ki Strikes. A brute bouncer's unarmed strikes count as magical for the purpose of overcoming resistance and immunity to nonmagical attacks and damage.

Reposition. When a brute bouncer hits with his unarmed strike, as a bonus action he can make an Athletics check to shove the target. If the check succeeds, the brute bouncer can choose to move himself 5 feet rather than shoving the target. This movement does not provoke opportunity attacks.

ACTIONS

Multiattack. The brute bouncer makes two melee attacks, which may be unarmed strikes, sai attacks, or dagger attacks in any combination.

Unarmed Strike. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one creature. *Hit:* 8 (1d8 + 4) bludgeoning damage.

Sai. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage. If the brute bouncer scores a critical hit with his sai against an opponent wielding a weapon, the target must make a DC 16 Strength saving throw or be forced to drop its weapon.

Dagger. *Melee or Ranged Weapon Attack:* +7 to hit, reach 5 ft. or range 20 ft./60 ft., one target. *Hit:* 6 (1d4 + 4) piercing damage.

Stunning Strike (Recharge 6). When a brute bouncer hits a target with a melee attack, the target must succeed on a Constitution saving throw or be stunned until the end of the brute's next turn.

During Combat The bouncers use their sais to disarm opponents of any weapons, then use Reposition and Stunning Strikes to beat their enemies into submission or surrender.

B3. TATTOO PARLOR

Three tables sit behind a trio of tattoo stations in this corner of Baeboli's establishment. Bright overhead lights help illuminate a stretched canvas across the back wall depicting a variety of tattoo designs to select from.

Creatures: Aside from plentiful libations and a well-run smoke room, Baeboli's also offers a small tattoo parlor run by an off-world human named Sheela. She charges up to 50 gp for her more complex designs, but most cost only 5-15 gp. Sitting for the entire process requires at least an hour, and she currently has two customers waiting.

SHEELA

Medium humanoid (human), neutral

Armor Class 11 (scatterlight suit)

Hit Points 31 (7d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	9 (-1)	10 (+0)	14 (+2)	12 (+1)	13 (+1)

Saving Throws Wis +3

Skills Deception +5, Insight +5, Intimidation +5, Perception +5, Persuasion +5

Senses passive Perception 15

Languages Common, Dwarven, Elvish

Challenge 1/8 (25 XP)

Scatterlight Suit. Both ranged attacks and spell attacks that deal radiant damage have disadvantage against characters wearing a scatterlight suit.

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +1 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 1 (1d4 - 1) piercing damage.

B4. BASHER'S PRIVATE ROOM

The adventure assumes the PCs eventually find their way to Basher in his private room. Read the following when they enter:

Three wooden tables and a large, angular couch fill this private room. Two rodent-faced figures sit at one of the tables, nibbling from a platter of cheese and yeast-filled bread while sipping on berry-scented wine from slender glasses. A shaggy-haired bahgra sits on the couch, downing the contents of a frothy mug before ravenously feasting on a platter of barely-roasted meats. He looks up momentarily and barks, "Are you the jugglers I ordered?" He holds the haunch of meat before his muzzle, hair and hands greasy as a bit of fat falls from the bone, "Well, don't just stand there—juggle!"

Creatures: Mr. Sarlu's former lieutenant—a bahgra named Basher—and his ratfolk sidekicks, Geldek and Riaz, occupy this room. Especially observant players (DC 16 Wisdom (Perception)) may also notice a book sitting on the couch next to Basher entitled *The Adept's Guide to Baushaudi Poisons*, a clue to his alchemical specialization as a poisoner. Since kidnapping their boss's prized possession (i.e., Mrs. Sarlu), they provided lucrative information about his operations to the Surrat Coterie. Now, the turncoats are enjoying the spoils of that transaction while planning the details of the exchange to ransom back Mr. Sarlu's property. Once the PCs inform Basher they've heard

he's hiring muscle for an important job, he responds with a dismissive belch: "Too late! Don't need any more help. Already hired a couple of mercs to do the job! Now, unless one of you can juggle, shove off!" This draws high-pitched titters from his ratfolk minions.

Ultimately, the PCs need to make a case for hiring them instead, and Basher listens absently to their proposal while dining on his roasted meats. If the PCs found their way to him by gathering assistance from a friendly patron in the bar (area B2), his starting attitude is indifferent to them, establishing a DC 17 to ply him with Charisma (Persuasion). Otherwise, he proves Unfriendly to their interruption of his festivities and the DC rises to 20. Regardless, the PCs must succeed on a complex Charisma (Persuasion) check (5 successes required before 3 failures) to persuade the bahgra to reconsider his prior arrangements. Each of these checks receives a +1 bonus if the PCs adequately flatter the bahgra, and they gain advantage if they can show off a special martial skill (including juggling!) or a bit of arcane magic. Assuming the PCs succeed, award them XP equivalent to a Challenge 4 encounter, and read or paraphrase the following exchange from Basher:

"Well, maybe I'd be smarter to go with you lot after all. Still, I signed a contract...those boys insisted on one." Basher takes another bite of his meal, chewing thoughtfully for a moment. "I tell you what. You convince the two I hired that they should forfeit the job, and I'll hire you instead—same fee, mind you, and not a coin more. They already negotiated the deal and you'll live by it if you want in. They also said they'd be in the hookah bar. Go on and have yourselves a 'friendly' chat with'em. Last one standing gets the job. Just bring that contract back with you. I don't want any trouble with the Auditor if she finds out I broke my word on a written agreement like that."

If asked, Basher informs the PCs he hired two "snaky-looking folk, 'reptilian' I think you'd say." He reveals their names as Sepes and Vaughn, but only if the PCs specifically ask for them. He has no interest in discussing further details of the job until he has the aforementioned contract in his hands.

BASHER

Medium humanoid (bahgra), neutral evil

Armor Class 15 (studded leather)

Hit Points 78 (12d8 + 24)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	16 (+3)	14 (+2)	13 (+1)	12 (+1)	10 (+0)

Saving Throws Dex +6, Int +4

Skills Acrobatics +6, Deception +3, Perception +3, Stealth +9, Survival +4

Damage Resistances poison

Senses darkvision 60 ft., passive Perception 14

Languages Bahgra, Thieves' cant, understands Common but can't speak it

Challenge 8 (3,900 XP)

Assassinate. During his first turn, Basher has advantage on attack rolls against any creature that hasn't taken a turn. Any hit Basher scores against a surprised creature is a critical hit.

Evasion. If Basher is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, Basher instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Pack Tactics Basher has advantage on an attack roll against a creature if at least one of Basher's allies is within 5 feet of the creature and the ally isn't incapacitated.

Sneak Attack. Once per turn, Basher deals an extra 14 (4d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of Basher's that isn't incapacitated and Basher doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. Basher makes two shortsword or bite attacks.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Dart Carbine. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Combat Gear alchemist's fire (3), kiss of tsunis poison (3 doses; see page 544), *potions of healing* (2), *potion of greater healing*; **Other Gear** antitoxin, *The Adept's Guide to Baushaudi Poisons* (book worth 50 gp)

GELDEK AND RIAZ, RATFOLK TROUBLESHOOTERS

Small humanoid (ratfolk), any alignment

Armor Class 14 (web-fiber armor)

Hit Points 33 (6d8+6)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	17 (+3)	12 (+1)	12 (+1)	14 (+2)	16 (+3)

Skills Deception +5, Insight +4, Investigation +5, Perception +6, Persuasion +5, Sleight of Hand +5, Stealth +5, Thieves' tools +7

Senses passive Perception 16

Languages Bahgra, Common, Thieves' cant

Challenge 2 (450 XP)

Cunning Action. On each of its turns, the troubleshooter can use a bonus action to take the Dash, Disengage, or Hide action.

Sneak Attack (1/Turn). The troubleshooter deals an extra 7 (2d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the spy that isn't incapacitated and the spy doesn't have disadvantage on the attack roll.

Combat Gear. *Potion of healing, potion of invisibility, grappling hook.*

ACTIONS

Multiattack. The ratfolk troubleshooter makes two melee attacks.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Hand Crossbow. *Ranged Weapon Attack:* +5 to hit, range 30/120 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Grappling Hook (Recharge after a short or long rest). As a bonus action, a troubleshooter can load a grappling bolt in its crossbow and launch it at a target up to 30 feet away. It can climb this grappling rope at its normal walking speed.

Quick Mechanic. A troubleshooter can make a Dexterity check to pick a lock or attempt to disable a trap as a bonus action. If the troubleshooter already has tried and failed to pick a lock or disable a trap during its turn, it can use this ability to make a second check as a bonus action, but the troubleshooter has disadvantage on this check.

B5. HOOKAH BAR

A well-attended hookah bar rises a foot above the main floor here, tiled in psychedelic patterns partially obscured by the drifting smoke. Patrons recline on two long couches upholstered with mismatched hides from exotic alien beasts. Some have pipes to their mouths, while others sit in languorous oblivion, swept away by narcotic euphoria. Elaborate water pipes sit before the couches with two bored attendants walking from client to client, tending to their needs before returning to a rectangular counter stocked with various powders, rock crystals, shredded leaves, and less identifiable substances.

This stylish hookah bar serves as the main attraction of Baeboli's Emporium, serving up exotic smoking diversions from all across the multiverse. By the time the PCs meet with Basher (at area **B4**), the bar has already drawn a crowd. The reptilian humanoids they seek—Sepes and Vaugh—are actually nagaji, currently reclining towards the back section in the northeast corner and obscured by the crowd (DC 20 Wisdom (Perception) check to notice). Meanwhile, much closer to the bar's entrance, a pair of lizardfolk—named Roog and Targuhl—are more likely to draw the PCs' attention. They arrived only a few moments before the PCs emerge from their meeting with Basher, somewhat impatiently awaiting service from the wait staff and conversing with one another in Draconic about which drug to try. It's entirely possible the party mistakes these reptilian mercenaries for their true targets.

Roog and Targuhl treat any initial approach as unwanted and potentially hostile or insulting. As a result, their starting attitudes begin as Hostile, but a successful DC 19 Charisma (Persuasion) check results in them becoming Indifferent enough to listen to the PCs, and PCs gain advantage on this check if they purchase them a round of any substance from the bar. If made friendly enough that they offer any assistance to the PCs, they deny having anything to do with a bahgra named Basher and direct the PCs toward the back corner, indicating another pair of reptilian humanoids preceded them there. Additional attempts to speak with the lizardfolk after this initial encounter are made with disadvantage. If the PCs fail these checks or address the churlish duo with any degree of hostility (including making Charisma (Intimidation) checks), the lizardfolk become hostile enough to fight. If, however, the PCs succeed in a diplomatic approach, reward them XP equivalent to a Challenge 4 encounter.

Meanwhile, on the other side of the bar, the PCs' true quarry awaits. Read the following when the PCs have fixed their attention upon the two nagaji lying on the couches in the northeast corner:

Two scaly, green humanoids clad in embroidered robes of exotic design, lounge in the northeast corner of the bar. The one on the left lies on his belly as he speaks to a female server refilling his pipe, while the other lies on his back, pulling a long drag from another pipe before exhaling a cloud of pink smoke toward the rafters.

Sepes and Vaugh, the two itinerant nagaji mercenaries hired by Basher, are celebrating their recent contract by spending a portion of their retainer on a drug called zerk. Long-time addicts, the two intend on enjoying a bender before meeting their new employer in the morning to assist with the exchange at Mr. Sarlu's compound. If the PCs avoided any conflict with Roog and Targuhl, the nagaji and their fellow patrons remain blissfully unaware of them. However, if the PCs created a scene with the lizardfolk and drew attention to themselves, customers and staff alike are on edge and wary (becoming Unfriendly). The GM must use his own judgment in managing this complex encounter in such a congested space. For instance, patrons are doubtlessly perturbed by the PCs should the entire party move towards the nagaji in a crowded area already near capacity. In addition, a belligerent approach—whether with Roog and Targuhl or in how they engage the nagaji—puts Sepes and Vaugh on their guard. The reptilian humanoids may swiftly come to one another's aid out of a sense of kinship. Additionally, the bouncers (from **B2**) may also get involved, caring little for who started a fight.

Regardless, the nagaji mercenaries are quite displeased that Basher decided to hire the PCs instead. Sepes takes the crumpled contract from his robe and points to the paper angrily indicating: "The dog-man signed this! We signed this! You make the dog-man break his word? You pay up for dog-man?" Unless the PCs succeed at a DC 20 Charisma (Persuasion) or Charisma (Intimidation) check, or pay the 1,000 gp Basher promised Sepes and Vaugh for their services, the two nagaji

initiate a fight with the PCs on their own. If the PCs manage to avoid fighting the nagaji, award them XP equivalent to a CR 4 encounter. If they avoid fighting both groups, award additional XP equivalent to a third CR 4 encounter.

Development: If combat does occur, Kodr and his bouncer team (see area B2) investigate, but it requires 3 rounds navigating the crowded bar before they can arrive. Provided the PCs have done no damage to the property and haven't yet killed the lizardfolk or nagaji, the staff refrains from further confrontation with the PCs, merely escorting them from the premises and telling them they can take up their business with Basher once he leaves the establishment, as well. Otherwise, Kodr and the bouncers also enter the fray, knocking heads equally between the PCs and their opponents. If things truly get out of hand (especially with massive damage to the emporium), members of the Auditor's city guard soon arrive and take matters into their own hands, an outcome which draws considerable attention, fines, and possible incarceration for the PCs.

Tactics: Roog and Targuhl surrender if either of them falls below 15 hp but seek revenge on the PCs outside Baeboli's after recovering their weapons from Kodr.

Sepes and Vaugh are addicted to the drug zerk, which grants them a +1 bonus on initiative checks and also drives them to fight to the death, though they use their *potions of greater healing* if dropped below 20 hit points.

ROOG AND TARGUHL

Medium humanoid (lizardfolk), neutral

Armor Class 16 (natural)

Hit Points 65 (10d8 + 20)

Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	16 (+3)	14 (+2)	12 (+1)	11 (+0)	14 (+2)

Saving Throws Str +5, Dex +5, Wis +2

Skills Athletics +5, Deception +4

Senses passive Perception 10

Languages any two languages

Challenge 2 (450 XP)

ACTIONS

Multiattack. Each lizardfolk makes four melee attacks, one with its bite, two with its claws, and one with its tail. It can replace its claw attacks with its axe musket.

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Claws. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

Tail. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) bludgeoning damage. On a critical hit, the scaled soldier can attempt a Strength (Athletics) check to shove the target as a free action.

Axe Musket. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 50/200 ft., one target. *Hit:* 8 (1d8 + 4) slashing (melee) or piercing (ranged) damage.

REACTIONS

Parry. The scaled soldier adds 2 to its AC against one melee attack that would hit it. To do so, the captain must see the attacker and be wielding a melee weapon.

SEPES AND VAUGH

Medium humanoid (nagaji), lawful evil

Armor Class 17 (natural)

Hit Points 52 (8d8 + 16)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	14 (+2)	14 (+2)	10 (+0)	10 (+0)	15 (+2)

Saving Throws Con +4, Wis +2

Skills Animal Handling +2, Athletics +5, Perception +2

Senses darkvision 60 ft., passive Perception 12

Languages Common, Draconic

Challenge 3 (700 XP)

Beguiling Presence. The AC of a nagaji includes its Charisma bonus.

Nimble. On each of its turns, a nagaji can use a bonus action to take the Dash or Disengage actions.

ACTIONS

Multiattack. The nagaji makes three melee attacks. It can replace one of its melee attacks with a ranged attack.

Unarmed Strike. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage. If the target is a creature it must succeed on a DC 13 Strength saving throw or be knocked prone.

Sling. *Ranged Weapon Attack:* +5 to hit, range 30/120 ft., one target. *Hit:* 4 (1d4 + 2) bludgeoning damage.

Spear. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage or 7 (1d8 + 3) piercing damage if wielded in two hands as a melee attack.

Spit Venom. (Recharge 5-6) *Ranged Weapon Attack:* +5 to hit, range 20/60 ft., one target. *Hit:* the target is blinded until the start of the nagaji's next turn.

Hypnotic Gaze. (Recharges after Long Rest) One creature the nagaji can see that can also see it must succeed on a DC 12 Wisdom saving throw or be stunned by this magic until the start of the nagaji's next turn.

REACTIONS

Deflect Missiles. When hit by a ranged weapon attack, the nagaji can reduce the damage taken by $1d10 + 6$. If this reduces the damage to 0, the nagaji can catch the projectile and immediately throw it as a ranged weapon attack (+5 to hit) with a range of 20/60. It deals $6 (1d6 + 3)$ damage of a type appropriate to the projectile.

Gear. Sepes and Vaugh each carry a *potion of greater healing* and 400 gp, and Sepes carries the signed contract from Basher.

B6. BAEBOLI'S OFFICE

The door to this room remains locked at all times (DC 20 Dexterity check with thieves' tools to open). A Lath-Tom lieutenant confiscated the key, and the Coterie intends to hold onto it until Baeboli resurfaces. If the PCs manage to access the office, they find little of value here aside from ledgers detailing the running of the emporium's business, as well as a receipt for off-world gate access to something called the Shattered Zone.

THE BRIEFING

After reclaiming Basher's contract from Sepes and Vaugh (and dealing with the aftermath of any barroom brawl), read or paraphrase the following when the PCs deliver it to him:

Basher eyes the returned contract and nods in satisfaction. "The job's yours, friends. Now, let's discuss the details—and I'll trust you can be discreet about them. I've recently come into possession of something rather precious to a former employer of mine, and I intend to make that slimy worm pay well for its return. Thing is, he's a slippery one, and though I've cost him a number of his thugs, he's still got ways of mucking up the deal. So, I need extra muscle to accompany us to the exchange as backup. The delivery's got to be at his place. No way around that. You lot just meet me there tomorrow at sunrise. My associates can give you the address. Come armed and ready for action. I'll give you a total of 500 gold now and another 125 for each of you that survives. I don't think the whole job'll take more than 10 minutes if we're quick about it. Any questions?"

If the PCs ask about his former employer, Basher gets testy. "He calls himself 'Mr. Sarlu.' One of the low-level crimelords who fancies himself a high-and-mighty gang boss. But he's lost a lot of his strength and now the Coterie's moving in. He's only got a handful of mercenaries to protect him now. So, it should be easy enough. You're not gonna back out on me now, are you?" Basher remains vague about the rest of his plan, suggesting such matters are above the PCs' pay and they should trust he'll take care of his end of things.

B7. MARKETPLACE MAYHEM

Following the PCs' encounter with Basher at Baeboli's Emporium, several hours remain in the day before they need to meet him again for the exchange at Mr. Sarlu's compound. The route home should take them through the Grabel-Quoke marketplace again. Unbeknownst to the PCs, a new threat emerges from their past. Read or paraphrase the following to set the scene:

It appears more off-world visitors have arrived through the Skytalon gate, and the marketplace foot traffic has slowed considerably to accommodate them. Up ahead, several beasts of burden—all unusually alien in appearance—are navigating the crowd, swaying dangerously under heavy loads. Suddenly, a pair of robed bystanders impede their way forward, before turning and readying weighted nets and spears. Gesturing in your direction, one of them raises a loud voice, speaking to everyone in the crowded market. "These creatures are our property! Escaped slaves! Stand aside as we reclaim them!"

Prior to Lomrick's fall—which the PCs engineered in *To Worlds Unknown*—the jagladine sent several reports to the Hegemony about his breakthrough in assessing the genetic markers he detected in their species. His superiors lost contact with Lomrick once the PCs eliminated him, but eventually recognized the importance of his discovery and sent a group of klaven to reacquire the PCs for further study. These special infiltrators operate in pairs, using information from Lomrick's files to identify them. Each one arrives 2 rounds after the other, communicating with their nanites to alert the others, head off any escape, and tighten the circle to surround the PCs.

Development: Should a pair of klaven manage to subdue or otherwise incapacitate one of the PCs, they bind and drag them away, moving at only half-speed (15 ft. per round) due to the additional burden and crowded marketplace. This should enable pursuit from other PCs, but if the klaven escape the ambush site, consider having Kaetrix or one of the PCs' other allies assist in tracking them down. The klaven currently occupy a burned out safehouse near one of Argosa's gates. Any would-be rescuers should face additional klaven reinforcements if they assault this location to regain their comrades.

Tactics: The klaven use their nets or coordinated grapple attacks to impede and subdue opponents, pummeling pinned or entangled victims in an effort to subdue and carry them off. They only lash out with their claws if the battle turns against them or a potent adversary gravely wounds them. They fight until half their number are slain, with the survivors trying to lose themselves in the crowd.

KLAIVEN INFILTRATORS (8)

XP 200 each

hp 16 (see page 639)

THE EXCHANGE

It's possible the PCs may want to consult with Relstanna or Kaetrix before joining Basher the following day. Both the elali and jaskirri admit that Mr. Sarlu's task sounds distasteful, but it does serve their purpose, so they urge the PCs to comply with the arrangement, including the betrayal of Basher's crew. Read the following when the PCs join him at the entrance to Mr. Sarlu's compound:

Basher and his rat-faced cohorts stand warily at the door to Mr. Sarlu's compound. Three more half-elven thugs have joined him, each carrying a bow and quiver. Next to them is a large, box-shaped cart on four wheels—8 feet long, 4 feet wide, and about 6 feet tall—covered by a canvas tarp. Basher looks a bit nervous but fixes a baleful eye on everyone. "Look. Sarlu's got mind powers, okay? But they got a limit—40 or 50 feet near as I can figure. Make sure you don't get too close or you might find a tickle of a thought in your head saying you should slit your own throat—or mine. So, stay with the cart and do what I say, or I'll knife you myself."

If the PCs have more questions, Basher angrily tells them their job is simple: "Do what I tell you." A DC 13 Wisdom (Perception) or Intelligence (Investigation) check notices the dimensions of the covered cart look similar to those of the aquarium they saw in Mr. Sarlu's chamber (at A4). Once Basher knocks on the door, Oulek swiftly answers. He eyes the group testily and steps aside to let them enter. Basher directs the PCs in first, followed by himself, between them and the aquarium, while Geldek, Riaz, and the rest of his thugs take up the rear, pushing the cart. As Oulek gestures toward the atrium's pool, he asks offhandedly if Basher would like to "say hello to Mickles and Verney" (the corpses at A2). He then escorts the PCs to the Gateway Chamber (at A6), playing along as he addresses the PCs with his back to them.

"Has your employer told you about Mickles and Verney? Told you what a disloyal, untrustworthy snake he is? Has he told you who he's stolen from? Can you rely on him to hold up any bargain he's struck with you?"

"That's enough, Oulek, you bootlicker," Basher retorts. "Things better be just like I said or I'll drop this in the tank." Oulek looks back at the bahgra, who holds a vial of colorless liquid. "She'll be dead quicker'n greased spogash, and then where will your sweet master be without any Screen to buy off the Coteries?"

"Oh, things are like you asked," Oulek replies, "Mr. Sarlu's at the far end of the room, secured, as you requested. It's the gods you need to worry about, Basher. The gods despise a traitor."

If the PCs interject during this conversation, Basher tells them to, "Shut up an' do your job!" Oulek then shelters the panel with his body as he enters the passcode to the Gateway Chamber.

What follows is a potentially complex encounter with several NPCs. It should take place in area A6 but could easily spill over into other parts of the compound. Mr. Sarlu is unlikely to figure into the conflict, as he remains out of telepathic range within the portable aquarium at the far side of the chamber. Read the following as soon as the party comes before him:

At the north end of the chamber sits the portable water tank seen earlier at your interview with Mr. Sarlu, save that a large segmented worm—anemic white in color with yellow blotches along its length—now occupies it. An iron chain secures the tank to the far wall. Basher halts your party as Oulek walks carefully over the cables to stand beside the aquarium.

Oulek acts as Mr. Sarlu's voice during this episode as the worm's telepathy only extends 50 feet from the tank. Oulek first reports that Mr. Sarlu "wishes to see that she's unharmed." Basher complies by taking off the tarp on the aquarium manned by Geldek and Riaz. Once removed, it reveals another translucent water tank occupied by a smaller aquatic worm identical to Mr. Sarlu, save that its body also carries dozens of black-skinned leech-like creatures the size of a man's thumb.

After a sigh of relief from Oulek, he conveys, "Mr. Sarlu appreciates that she appears unharmed. Now, if you'll turn her over as you promised, we'll give you your blood money."

Basher holds the opened vial of poison over the top of the tank. "No! Don't take me for a fool! Give me the loot first and then I'll hand over Mrs. Sarlu!"

There's a brief pause as Oulek telepathically confers with his master. "Very well, Basher. Wojack!" From a side door on the west wall an emaciated dwarf appears with shackles on his ankles, carrying a leather case. He walks awkwardly over the cables, a chain trailing from him to the room from whence he came, and he sets the case down in the center of the room before retreating again. Geldek and Riaz skitter forward excitedly to examine it.

"Basher?" Oulek speaks as the two rat-faced creatures open the case and giggle with glee, "You may have played this dangerous game well today, but sooner or later you will make an error."

Having spoken that phrase, the PCs should have their cue to jump into action. Their first concern should focus on preventing Basher from dropping the vial of poison into Mrs. Sarlu's aquarium. At his first opportunity, he does so, and, in a single round the kiss of tsunis poison (see page 554) spreads through the water to affect Mrs. Sarlu, who must begin making Constitution saving throws. If attacked before he drops the poison into the aquarium, Basher fights off his attackers instead. Meanwhile, Geldek slams the leather case shut and runs for the door, but Riaz scrambles towards the fight to aid his boss and the rest of their band. Treat the areas covered by the cables as difficult terrain. Attempting to run over them requires a DC 12 Dexterity (Acrobatics) check to avoid tripping (this is true for Geldek, as well). Oulek hangs back, guarding his employer, but Mr. Sarlu's streetrunners (emerging from A8) join the fray at the first sounds of battle.

Development: If Geldek makes it out of the chamber, Oulek yells for one of the PCs to pursue him. Mr. Sarlu's tower guards (from area A1) also work to cut off his escape. The ratfolk must take the time to disable the locks on two more doors to flee the compound and only stops to defend himself if a PC catches up to him. The leather case contains a half-dozen bars of platinum worth 2,000 gp each. Needless to say, Mr. Sarlu considers it his property, but rewards the PCs with a single platinum bar if they recover the ransom and slay Geldek.

If Basher succeeds in poisoning Mrs. Sarlu, the PCs must do what they can to aid her—if she dies, they haven't fulfilled their commitment to Mr. Sarlu; if she survives, however, the gangster is satisfied they held up their end of the bargain, even if she requires further medical attention to recover.

BASHER

hp 78 (see page 95)

GELDEK AND RIAZ

hp 33 (see page 95)

BASHER'S THUGS (3)*Medium humanoid (half-elf), neutral***Armor Class** 14 (leather armor)**Hit Points** 32 (5d8 + 10)**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	14 (+2)	10 (+0)	10 (+0)	12 (+1)

Skills Athletics +3, Perception +2, Stealth +7**Senses** darkvision 60 ft., passive Perception 12**Languages** Common, Elven**Challenge** 1/2 (100 XP)

Sneak Attack (1/Turn). A skilled sniper can deal an extra 2d6 damage to one creature you hit with an attack if he has advantage on the attack roll. The attack must use a finesse or a ranged weapon. He doesn't need advantage on the attack roll if another enemy of the target is within 5 feet of it, that enemy isn't incapacitated, and he doesn't have disadvantage on the attack roll.

Stealthy. A skilled sniper gains double his normal proficiency bonus on Dexterity (Stealth) checks.

ACTIONS

Rapier. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 8 (1d6 + 3) piercing damage.

Longbow. *Ranged Weapon Attack:* +5 to hit, range 150/600 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage.

MRS. SARLU*Large aberration, neutral evil***Armor Class** 13 (natural armor)**Hit Points** 82 (15d10)**Speed** 50 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	4 (-3)	12 (+0)	4 (-3)	4 (-3)	18 (+4)

Saving Throws Int +0, Wis +0, Cha +7**Skills** Insight +4, Intimidation +7**Damage Vulnerabilities** lightning, poison**Damage Resistances** fire**Damage Immunities** acid, cold**Condition Immunities** prone**Senses** blindsight 60 ft., passive Perception 11**Languages** telepathy 50 ft.**Challenge 6 (2,300 XP)**

Alien Mind. A creature that reads or telepathically contacts the sarlu's mind, must succeed on a DC 15 Intelligence saving throw or be frightened for 1 minute. If the save fails by 5 or more, the creature is also stunned until the end of its next turn. The creature can repeat the saving throw at the end of its turn, ending the effect on itself on a success. A creature that fails its saving throw against the sarlu's Crushing Thoughts action suffers the full effects of Alien Mind automatically.

Amphibious. The sarlu can breathe air and water.

Inscrutable. Non-sarlu have disadvantage on Wisdom (Insight) checks made against sarlu, and on Intelligence checks made to recall information about sarlu.

Lobotomized. Mrs. Sarlu has suffered a medical lobotomy and lacks all the telepathic and spell-like abilities of a typical sarlu. This causes her to only marginally perceive her surroundings, and she suffers a -10 penalty to her Dexterity, living only to produce the larvae which cling to her body. Her form is far more emaciated from the constant feeding of her young, and, while she can still spew alchemical juices and lash out to grab and constrict opponents, her dreadful condition decreases her CR by 2.

ACTIONS

Multiattack. The sarlu makes one constrict attack and uses crushing thoughts.

Constrict. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target. *Hit:* 16 (3d8 + 3) bludgeoning damage, and the target is grappled (escape DC 15). Until this grapple ends, the target is restrained, and the sarlu can't constrict another target.

Alchemical Juices (Recharge 5-6). The sarlu unleashes a spray of chilled, caustic fluid in a 30-foot line that is 5 feet wide. Each creature in the line must succeed on a DC 14 Dexterity saving throw or take 14 (4d6) acid damage and 14 (4d6) cold damage on a failed saving throw, or half as much on a successful one. The juices cling to creatures hit. Unless a creature spends its action using scraping or washing the juices off, it takes 7 (2d6) acid damage at the start of the sarlu's next turn.

CELEBRATORY LIBATIONS

Once the PCs have slain or captured Basher and his cohorts, read or paraphrase the following as Mr. Sarlu's forces celebrate their victory:

As the last foe is subdued, Oulek calls for assistance in unchaining Mr. Sarlu's aquarium from the wall and then pushes it across the room until the two tanks are adjacent. 'Ahh, you are safe now, my beloved,' the sarlu transmits to those in the chamber via his silky telepathy. 'Those ruffians can't hurt you anymore.'

One of Mr. Sarlu's guards, foot tapping eagerly on the ground, suddenly asks, "Boss! Is it okay if we have a taste? It's been an age!"

The sarlu's feeler tentacles writhe about in apparent assent. Two of his mercenaries produce tin cups and trot over to their employer's tank. They fill their cups with its green waters, then move quickly to Mrs. Sarlu. Each pluck off one of the squirming leech-like organisms that cover her body, the fat black worms wriggling as they emit high-pitched squeals. Without pause, both pop a leech into their salivating mouths and drain their cups. Vapid grins break across their faces almost immediately and their bodies relax, clearly overcome by an enveloping euphoria. The intoxicated guards then pass through the eastern door towards their barracks.

The PCs may have briefly held some sympathy for Mr. and Mrs. Sarlu's plight at the outset of Basher's exchange. However, revealed in this rather graphic way is the true nature of Mr. Sarlu's profitable enterprise: he had this female of his species lobotomized so she docilely produces sarlu larvae. Ingesting a larva along with water infused by a male sarlu's natural oils produces a powerful, highly addictive narcotic effect. The substance is called *sarlu-ahq*, but users on the streets of Zel-Argose more commonly refer to it as Screen.

THROUGH THE RED GATE

Despite any misgivings on the part of the PCs, Mr. Sarlu remains true to his word and allows them to use the Red Gate. Before doing so, the heroes may want to take time to recuperate, consult with Relstanna, or resupply. Read the following when the PCs assemble in the chamber:

Oulek clacks his beak in a gesture of impatience, asking if you're ready for the journey to Rythes. With your assent, he calls upon Wojack again. The manacled dwarf plods over to the dark green mechanism at the center of the chamber, slamming a fist on a number of protuberances, which sparkle with light, then places his open palm on a smooth panel. With an almost sensual howl the red ring shudders to life, with thin arcs of energy crossing the ring's center. The morose dwarf gives an incongruous wink. "Step through, friends! Another world awaits!"

Nothing can be spied through the gateway itself, which Wojack states is normal "for this particular model" should the PCs inquire. Neither the dwarf nor Oulek truly know what awaits on the other side. If the PCs bother to ask if anything has ever come through from Rythes, the response, after a long pause, is "No. Nothing."

A pleasant tingling sensation washes over the PCs as they near the shimmering pink energy playing across the gate's ring, making the hair on their heads stand on end. Partially passing through the gate reveals nothing of the other side. It requires full passage to see their destination, and once the PCs step through, transportation is instantaneous, and they appear on Rythes.

PART 2: THE BROKEN BARONIES

The Red Gate takes the PCs to the southeastern tip of a peninsula on Rythes—an area collectively known as the Broken Baronies. Citizens of these insular forts, encampments, and city-states always distrust the sudden appearance of strangers, and actively guard against anyone who might steal or forcibly take their hard-earned supplies and resources. As a result, initial encounters with natives of Rythes have a starting attitude of Unfriendly, and all Charisma (Persuasion) checks which fail to improve this situation immediately causes them to become Hostile. This change in attitude may not manifest right away, however, as even Hostile NPCs may bide their time, carefully planning to rob, capture, or slay the PCs as a means of taking their resources instead.

MYTHIC DISRUPTION

The lingering corruption of the *Tears of Eternity* also poses another challenge for the PCs as they arrive on Rythes. Passing through the Red Gate immediately interferes with their mythic power, making it temporarily unavailable to them. While the features of their Morphic Nature remain intact, they can no longer use any other epic boons they may have. GMs should initially describe this effect as a gnawing "wrongness" or ill feeling in the PCs. Thereafter, anytime a PC attempts to use their **Boon of Luck**, they must succeed on a DC 20 Constitution saving throw or gain one level of exhaustion, and the Boon of Luck provides no benefit. While this corruption certainly hampers the PCs during their time on Rythes, they're destined to overcome it at a later point in the adventure when they interact with the purifying energy of a Patron ally. Until then, they have to survive on their own ingenuity and unique talents.

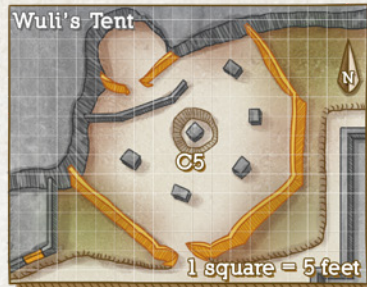
C. THE BARONY OF DUST

The Red Gate emerges in the Barony of Dust, one of the hardest hit regions among the Broken Baronies. Its sparse population relies on native chag beetles for sustenance, tools, and trade with the neighboring Barony of Merebec. The Dustfolk are a hard lot, banding together for survival and always on guard, but accept strangers a little more openly as long as they present themselves with courtesy. The small settlement of Buckle represents their only major concentration of people, and the adventure assumes the PCs find their way there, but first they encounter a few challenges along the way.

C1. WET ARRIVAL

In the blink of an eye, a murky green, liquid haze replaces the scene from Mr. Sarlu's gateway chamber. Tall, snaky plants with deep blue fronds wave hypnotically all around you, growing from a deep-red coral reef. Your arrival on Rythes has seemingly submerged you in seawater!

C. BARONY OF DUST



Hazard: Ages ago, the ancient earthquakes that rocked Rythes caused lower lying areas of land to slide into the sea, including this ancient gateway, which once sat on a beautiful coastline. The instant an unsuspecting PC emerges from the gate, he or she must make a DC 15 Dexterity saving throw to avoid taking in a lungful of seawater. Those who fail are treated as poisoned and begin suffocating, while those who succeed manage to hold their breath at the last instant. While seemingly dire, the water is only 15 feet deep here, and the shore lies 60 feet ahead in a relatively placid grotto. A successful DC 10 Strength (Athletics) check allows a PC to move forward or upward at half speed, but failure indicates one of two possible outcomes (50/50 chance). The PC either unintentionally slices themselves on the coral reef, taking 5 (2d4) slashing damage, or they become grappled (Escape DC 13) in the seaweed-like growths rising from the ocean floor. The seaweed can be cut free with a slashing weapon (AC 10, hp 5). Ultimately, the PCs may need to aid one another to make it safely to shore. Anyone poisoned by this seawater-induced nausea, suffers the condition for 1d4 rounds after surfacing, and for 1d4 hours thereafter.

C2. HONIGAL'S SHACK

A small ledge leads to a shack along the shoreline, built from dull gray stone shot through with purple marbling. A bow-legged old dwarf emerges from the shack, clad in dusty homespun clothes and sporting a near-toothless grin. He walks to the water's edge, one hand pressed against the small of his stooped back and the other clutching a bundle of tattered towels. He waves the towels in the air. "Hey there, off-worlders!" he shouts, "Welcome to the arse-end of Rythes!"

A naturally affable dwarf named Honigal serves as a watchman for the submerged gateway from Argosa. Originally from Buckle, he makes his home in the caves along the shore but uses the shack for fishing from the ocean.

Creature: Honigal hands out towels to the PCs as they emerge, wearing an amused grin on his weathered face. As long as the PCs aren't hostile towards him, he mentions they're the third party to venture through the gate in the last six weeks after an eight-month stretch of no one coming through at all. He directs them to a road heading west over a slight ridge toward Fort Buckle, stating they can find civilization there. If they make Honigal friendly with a successful DC 13 Charisma (Persuasion) check, he answers basic questions and provide further information in the accompanying sidebar.



HONIGAL

Medium humanoid (dwarf), neutral

Armor Class 14 (leather)

Hit Points 57 (6d8 + 24)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	16 (+3)	16 (+3)	10 (+0)	15 (+2)	6 (-2)

Saving Throws Dex +6, Int +3

Skills Athletics +4, Perception +8, Sleight of Hand +6, Stealth +6

Damage Resistances poison

Senses darkvision 60 ft., passive perception 18

Languages Common, Dwarvish

Challenge 4 (1,100 XP)

ACTIONS

Spear. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft., range 20/60 ft., one creature. *Hit:* 6 (1d6 + 3) piercing damage.

C3. BULL FIGHT

Two, enormous beetles, each crowned with a trio of wicked horns, circle each other. When one finds an opening, it charges the other, and they lock horns, only to disengage and continue circling.

Two massive bull chag beetles are attempting to achieve dominance over one another without really inflicting injury

to themselves. They both scented the chag cow, Mayabelle, corralled in Fort Buckle and now battle for the right to mate with her. Once the winning bull drives off the loser, the herders in Buckle plan on releasing her to it.

Creatures: Unless the PCs give these two beasts a wide berth—circling around them no closer than 50 feet—they attract the attention of the beetles, which charge to attack intruders in their territory. Even if the PCs avoid initial conflict, the winning beetle likely crosses their path again after driving off its rival.

CHAG BEETLES (2)

XP 1,800 each

hp 85 (see page 663)

C4. FORT BUCKLE

A small settlement rises here against the rock face of a dull gray cliff. Its buildings are constructed from similar individual stones, fit closely together with a pale-white mortar. A few plumes of smoke waft up from within, and several men with heavy crossbows guard the walls near the town's only gate.

A guard captain named Rolly takes turns defending Buckle's wall with a few villagers to assist him.

Creatures: When the PCs approach, Rolly asks the nature of their business. If the PCs mention their interest in a book (such as the *Opus Aeterna*), he states the only book in town is Wuli's ledger and suggests they seek one of the monasteries to the west

CHATTY HONIGAL

Roll a d8 to determine the information Honigal provides in conversation. He talks as long as the PCs engage him, absentmindedly repeating himself in the event of duplicate results.

Roll Information

- 1 "You're aware this is your new home now, no? That gate is one-way. No going back that direction. No other way off planet either, unless another one's still working out in the wastes."
- 2 "A krang named Khedri came through six weeks back. Stone serious fellow. Said something 'bout runnin' afoul of a Zar-boo or something like that."
- 3 "Month ago, I saw six fellas come through. Gray-skinned, glowin' purple eyes. Holdin' tall spears. Patted me on the head as they came outta the water, didn't say a word, but kept grinnin' with mouths full o' needle teeth. You folks look a lot nicer."
- 4 "They serve drinks down at Wuli's in Buckle but steer clear of Wuli's daughter. That minx flirts too much with off-worlders. Probably thinks one of 'em can take her off planet, I guess."
- 5 "I was born and bred here on Rythes, though I spent my first years in True Veleate. Left when the zealots got sterner. They don't mess around with magic."
- 6 "Buckle ain't so bad a place, long as you don't mind chag meat and workin' a grinder. I keep by the sea, though. Like to fish and set traps for lobsters."
- 7 "I hear the other baronies started recoverin' from the blight. The Barony of the Bloom's rightmost worshipful of their plants, and they trade crops with everyone now. What I wouldn't give for a basketful of berries!"
- 8 "Stay away from those bull chags 'round the ridge. Two of 'em are bumpin' horns for the privilege of a night with Mayabelle."

for such luxuries. If the PCs ask to rest or resupply in Buckle, Rolly asks if they plan on making any trouble. Unknownst to the PCs, he has a *wand of zone of truth*, which he uses to test their sincerity (DC 13 Wisdom saving throw). An honest "no" is enough to gain admittance and directions to Wuli's tent (at C5), which serves as a community tavern and gathering place. If the PCs show signs of a violent confrontation with the bull chags (at C3), Rolly asks about it. He becomes unfriendly if he discovers the PCs slew or drove off the bulls, demanding they wait outside while he summons Wuli. He reappears 5 minutes later with a rodent-faced humanoid (a DC 12 Intelligence

(Nature) check suggests an uncanny resemblance to ratfolk, save that Wuli is Medium-sized).

As Buckle's community leader and de-facto Baron of the Dustfolk, Wuli asks about the circumstances that led the PCs to fight the chag beetles. If the PCs truthfully indicate they only defended themselves, Wuli pauses and shakes his head, saying to Rolly: "They've beggared us, but they had no way of knowing. It's that lazy Bolog's fault. He should have had some wranglers there instead of chasing Shakes. Let the bastards in." If the PCs boast of their kill or suggest they fought the bulls for sport, Wuli tells them they're not welcome in Buckle and should be on their way. Rolly and his guardsmen then ready their crossbows to repel the PCs, if necessary, using the settlement wall for cover. If the ostracized PCs show remorse after learning of Buckle's dependence on chag beetles for survival, skip to C6, "Making Amends."

ROLLY

Humanoid (human), neutral good

Armor Class 15 (studded leather)

Hit Points 66 (12d8 + 12)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	13 (+1)	12 (+1)	15 (+2)	11 (+0)

Saving Throws Dex +6

Skills Animal Handling +3, Nature +5, Perception +5, Stealth +6, Survival +5

Senses passive Perception 18

Languages Common

Challenge 5 (1,800 XP)

Favored Enemy. Rolly treats humans and syaandi as favored enemies, as the ranger class feature.

ACTIONS

Multiattack. Rolly makes two melee weapon attacks or three ranged weapon attacks.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Longbow. *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 9 (1d8 + 3) piercing damage.

BUCKLE BOW HUNTERS (3)

Medium humanoid (human), chaotic evil

Armor Class 14 (omniweave armor)

Hit Points 28 (3d10+6)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	14 (+2)	10 (+0)	13 (+1)	8 (-1)

Saving Throws Str +5, Dex +3

Skills Animal Handling +1, Athletics +5, Insight +3, Religion +2, Stealth +3, Survival +3



Senses passive Perception 11

Languages Common

Challenge 1 (200 XP)

Beast Hunter. The hunter has advantage on Animal Handling checks and on Stealth checks made to evade the notice of beasts.

Spellcasting. The hunter is a 3rd level spellcaster. Its spellcasting ability is Wisdom (spell save DC 11). It has the following Ranger spells prepared:

1st level (3 slots): *cure wounds*, *detect poison and disease*, *hunter's mark*

ACTIONS

Multiattack. The hunter makes two melee attacks with his handaxes.

Longbow. *Ranged Weapon Attack:* +6 to hit, range 150 ft./600 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Handaxe. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20 ft./60 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

C5. WULI'S TENT

The interior of this tent features several benches surrounding a smoking fire-pit beneath a hooded vent. A curved bar covers the opposite wall blocking access to another door leading to an area nestled against the cliff. An alcoholic smell mixed with a powerful earthy scent permeates the air.

Wuli's tent acts as the primary hub of activity for Buckle, and Wuli has taken on the role of the town's Baron, though none of the other baronies truly recognize him as such. Aware of everything that happens in town thanks to his patrons, the ratfolk uses such information to cement his leadership, securing survival for himself and those under his care.

Wuli's makeshift tavern serves chag meat, seaweed and crustaceans from the nearby sea, camel's cheese and milk, as well as mossbeard ale. Chag meat is greasy and chewy but provides sustenance like any other meat. The seaweed is bitter and not something people from Buckle typically request. Mossbeard ale is a foamy green liquid with flecks of moss floating in it. It has a sour smell and flavor but intoxicates its drinker as well as traditional ale. The room behind the bar contains paperwork detailing trade deals with the Barony of Merebec. The top page indicates that Baron Yacob expects a shipment of chag armor in two weeks. The cool room also serves as a storage area for six barrels of mossbeard ale.

Creatures: Wuli and his daughter, Wula-Dor (N female ratfolk commoner 2), engage the locals with friendly chatter, refilling mugs and cleaning tables. After recognizing the PCs as off-worlders, Wula-Dor flirts with them if they aren't in trouble with her father. The tavern hosts a dozen other patrons, including four syaandi, members of a nomadic reptilian warrior race drinking at a nearby table and ignoring all attempts at conversation. They've come to Buckle to secretly assess the fort's defenses as part of a scouting mission for their chief (see C10). If the PCs ask Wuli about them, he shares a bit about their culture before stating, "Their coin's as good as anyone else's, and they've caused no trouble. If you want to know more about them, I know they camp somewhere west of here."

WULI

Small humanoid (ratfolk), lawful neutral

Armor Class 15 (web-fiber armor)

Hit Points 65 (10d8 + 20)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	18 (+4)	14 (+2)	14 (+1)	11 (+0)	14 (+2)

Saving Throws Str +5, Dex +7, Wis +3

Skills Acrobatics +7 Deception +5, Perception +6, Stealth +7

Senses passive Perception 16

Languages Common, Gnoll, Thieves' cant

Challenge 6 (2,300 XP)

Cunning Action. On each of his turns, Wuli can use a bonus action to take the Dash, Disengage, or Hide action.

Hard to Fool (Recharge after a long rest). The ratfolk explorer is always on the lookout for danger, and Charisma (Deception) checks against it have disadvantage.

Keen Smell. Wuli has advantage on Wisdom (Perception) checks that rely on smell.

Sneak Attack (1/turn). Wuli deals an extra 10 (3d6) damage when he hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of his that isn't incapacitated and Wuli doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. Wuli makes three attacks: two with his scimitar and one with his dagger. He can replace one melee attack with a bite. Or he makes two ranged attacks.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 6 (1d4 + 4) piercing damage.

Scimitar. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) slashing damage.

Dagger. *Melee or Ranged Weapon Attack:* +7 to hit, reach 5 ft., range 20/60 ft., one target. *Hit:* 6 (1d4 + 4) piercing damage.

Pepperbox Pistol. *Ranged Weapon Attack:* +7 to hit, range 80/320 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage.

REACTIONS

Trap Sense (Recharge after a short or long rest). When a ratfolk explorer would be affected by a trap, as a reaction he can make a Wisdom (Perception) check to notice the trap before it goes off. If he notices the trap, it has disadvantage on any attack roll against the explorer, and the explorer has advantage on any saving throw against the trap.

BAR PATRONS (8)

Medium humanoid (human), neutral evil

Armor Class 14 (armored jacket)

Hit Points 13 (2d10 + 4)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	15 (+2)	14 (+2)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Str +5, Con +4

Skills Athletics +7, Intimidation +5, Perception +2

Senses passive Perception 12

Languages Common

Challenge 1/2 (100 XP)

ACTIONS

Quarterstaff. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage or 7 (1d8 + 3) bludgeoning damage if used with two hands to make a melee attack.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20 ft./60 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

SYAANDI SOLDIERS (4)

XP 100 each

Hp 32 (see page 706)

C6. MAKING AMENDS

The adventure assumes the PCs arrive in Buckle following a conflict with the bull chag beetles (at area C3). If the PCs killed or chased off the bulls, Wuli eventually learns of it—whether from Rolly (at area C4) or through a concerned traveler that witnessed the event from afar. If the PCs somehow tamed or avoided the bulls, Wuli eventually approaches them in a friendlier manner with a job offer. Otherwise, read the following as he confronts them:

Wuli's expression sours as he barks out, "Meat and money, you stupid off-world bastards! Flesh is hard to come by here and we make our living raising chags. We butcher the drones for food and we fashion their shells into armor. Without a bull to fertilize a cow's eggs—don't know if you saw Mayabelle before you came here—there's no drones. With no drones, there's not enough food to feed everyone or keep the fort defensible. And bulls are rare enough 'round here with Shakes hunting them down."

Wuli eventually informs the PCs about “Shakes,” indicating it’s a beast that took up residence in a nearby gully called the Gash. The creature, “a winged serpent with half a hundred heads,” preys on wild chags, especially bulls and it keeps the chag population at an all-time low. Depending on how the PCs dealt with the bulls on their way into town, he either demands or requests that they deal with Shakes. He indicates they’ve lost half a dozen people to it already, and two of them were professional hunters.

Further inquiry regarding Shakes from the local citizens elicits descriptions of escalating exaggeration: “His teeth and claws are as long as daggers, he has great bat wings that blot out the sun, his hundred eyes sparkle like gemstones and can turn a man to stone, and he calls lightning down from the sky!” These descriptions are not willful deception; only an indication of the dread in which the locals hold Shakes. Rolly can escort the PCs to the Gash but turns back for Buckle when still a half mile away: “I watched that monster feast on my friend Jorval’s guts, and I ain’t gettin’ any closer than this. His den is at the far end of the Gash. Good luck to ya!”

C7. SHAKES THE CHAG KILLER

This broad, hook-shaped gully is about 10 feet deep, surrounded by tenacious scrub growth and stony boulders. A number of chitinous oval disks lie scattered on the ground along with bleached bones denuded of flesh. A stiff desert breeze brings the stink of rot.

A successful DC 10 Intelligence (Nature) check identifies the oval disks as the cast-off shells of chag beetles, the flesh within hungrily consumed by the beast which lairs here. A successful DC 14 Wisdom (Survival) check also spots nearby footprints and teeth marks on the chag shells suggesting a large reptile. The largest cluster of shells lies before the entrance to a rocky cave.

Creature: A winged dragon-hydra half-breed named Shakes lairs within this gully. If the PCs arrive during the day, he resides inside his den, quietly napping. Approaching him unawares requires a DC 12 Dexterity (Stealth) check (made with disadvantage if a PC treads across the brittle bones he left at the entrance). If the PCs arrive at night, Shakes is instead feasting on another beetle, and approaching him stealthily proves much dicier (DC 19 Dexterity (Stealth) with the same potential penalty for walking into his cave). The instant Shakes becomes aware of any intruders, he charges from his cave with a mighty roar, launching a volley of spikes at the closest target. Read the following text.

A massiv blue-scaled reptilian creature with the powerful wings of a dragon and five snake-like heads emerges from the cave, bellowing loudly, “Does my next meal bring itself so willingly to my doorstep? I so love to play with my food as the chase builds a larger appetite. Yet, I can hardly turn away such easy prey...especially something which smells so tantalizing and different.”

If the PCs remain outside the Gash, Shakes takes to the air, raking his visitors with lightning. However, as soon as someone enters his cave, he chases after them to protect his most recent kill—another dead chag bull.

Treasure: There are 21 chag shells lying about the Gash, each worth 100 gp to the residents of Buckle for their armor-making industry. Within Shakes’ cave, six saltwater pearls (worth 50 gp each) and a dusty *cloak of elvenkind* lie buried among a pile of gnawed bones. The PCs may also find a chunk of glass etched with lines resembling circuit-like schematics. The glass radiates a faint aura of divination and represents just a single pane from the *Opus Aeterna*.

Tactics: Shakes launches himself into the sky so he can soften up opponents with his breath before closing to melee. After identifying a weaker target, he attacks from above, landing only if he feels he can fend off multiple attackers. A wily veteran of many battles, Shakes retreats if reduced to less than 10 hp, flying away to recover before resuming the hunt and stalking the PCs by scent.

SHAKES

Half-blue dragon **hydra** (see **SRD**, as modified below)

hp 172

Speed 30 ft., fly 50 ft.

Int 9

Damage Resistances lightning

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 16

Languages Common, Draconic

Challenge 8 (3,900 XP)

Lightning Breath (Recharge 5–6). Shakes exhales lightning in a 60-foot line that is 5 feet wide. Each creature in that line must make a DC 16 Dexterity saving throw, taking 55 (10d10) lightning damage on a failed save, or half as much on a successful one.

C8. WESTWARD

Following their victory over Shakes, the PCs may return to Buckle, and its citizens greet them with cheers once they learn of the hydra’s death. Wuli also happily pays for any chag shells retrieved from the beast’s lair. If the PCs left treasure behind, intrepid citizens eventually head to the Gash to gather them up, also returning with the crystalline shard. Wuli recognizes the *Opus* fragment, telling the PCs he saw similar pieces further west and recommends they seek a monastery in the Barony of Merebec called St. Albat of the Soil if they wish to learn more about them. He also asks the PCs to deliver a shipment of chag armor to Baron Yacob if they travel there, giving them 1,000 gp and four camels (temperamental, orange-furred, one-humped beasts of burden) for their trouble. Other than dried chag meat and provisions, Buckle offers little else to aid their mission.

C9. HOWLING STONES

A stand of orange, glass-like stones surrounds the dirt highway passing through this part of the barrens. Each one towers almost 20 feet high with hundreds of sharp, glossy shards scattered around them like small halos. Pitted holes riddle the pillars themselves and, as the wind picks up, they emit a high-pitched howl that eventually harmonizes into dozens of unique, orchestrated whistles. The hardpan within the circle of stones is noticeably darker than the surrounding sand and no scrub grows here. A larger stone nearly 50 feet high and twice as wide sits alone outside the howling circle.

This conglomeration of pillars once represented another *Tear of Eternity* as a revolutionary and experimental gate developed by the Patrons many years ago to reach the Ethereal Plane. Only recently, the energy from the reactivated *Tear* near Buckle (at C1) brought this long dormant technology back to life. Touching the stones from outside the circle reveals the glassy monoliths are hot to the touch, but this seems little more than the result of unsheltered exposure to the sun's unforgiving rays. A *detect magic* spell, however, reveals a strong transmutation aura emanating from each column, and a successful DC 12 Wisdom (Survival) check notices an indeterminate scorching effect of the ground inside the circle. A successful DC 15 Wisdom (Perception) check also notices that the broken shards around each pillar bear tiny cracks and fractures similar to the circuitry-like patterns of the *Opus* shard (from C7).

Hazard: A total of 1d3 arcs of plasma energy strike any sentient creature who carries anything metallic into the darkened circle marked by the pillars. Travelers can easily avoid the hazard by walking around the cluster of stones.

Plasma Arc. *Ranged Spell Attack:* +7 to hit, range 20 ft., one target. *Hit:* 5 (2d4) lightning damage plus 5 (2d4) fire damage. The plasma arc has advantage on attack rolls against targets wearing metal armor.

Creatures: If the PCs touch the larger stone outside the circle—or if any plasma surge emanates from one of the smaller pillars—it attracts an aether elemental bound to the gate. Up to three of these creatures may emerge, each bound to the dormant gate when the *Tear* detonated under the corruption of the Principalities. The elementals are eager to return home but can only do so if no less than 5 pillars generate an arc of plasma energy at the same time to sustain the portal for a fraction of a second. Once the elementals sense the PCs carry enough metal to trigger such an event, they attempt to force that outcome by using their telekinetic throw ability to hurl them into the circle.

Development: If the PCs can speak with the elementals and succeed on a DC 20 Charisma (Persuasion) check, the creatures withhold their attack and explain the nature of their dilemma. If made Friendly, they plead with the PCs to liberate them, suggesting that they willingly stand within the circle to generate enough plasma arcs or force some other creatures to do so. If the PCs manage to free the elementals in either manner, award them XP equivalent to a CR 6 encounter.

HARMONIC CAPTIVES (3)

Large elemental (aether), neutral

Armor Class 15

Hit Points 102 (12d10 + 36)

Speed 0 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	19 (+4)	16 (+3)	6 (−2)	11 (+0)	11 (+0)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities electricity, fire, force

Senses blindsight 30 ft., darkvision 60 ft., passive Perception 10

Languages Primordial

Challenge 5 (1,800 XP)

Amorphous. The elemental can move through a space as small as 1 inch wide without squeezing.

Invisibility. The elemental is invisible.

ACTIONS

Multiattack. The elemental makes two telekinetic throw attacks.



Telekinetic Throw. Ranged Spell Attack. +8 to hit, range 150 ft., one target. *Hit:* 13 (2d8 + 4) force damage. If the target weighs 600 pounds or less, it must succeed on a DC 15 Strength saving throw or be pushed 15 feet in a direction of the elemental's choice and knocked prone. The elemental can choose not to deal damage in favor of simply throwing the target.

C10. SYAANDI CAMP

North of the graveled road stands a large tent of dusty white silk topped by a red-stained pennant flapping in the stiff breeze. Five wooden racks directly south of the tent bear the bloody carcasses of unidentified creatures, the hardpan and scrub around these gory trophies spattered with the sloppy remnants of skinning done without finesse or care.

A syaandi scouting party has made a small camp here along the border between the Barony of Dust and the Barony of Merebec. They await the return of the four spies they sent to Buckle (at C5) in preparation of a larger force joining them to take the fort.

Creatures: The syaandi observe the PCs' approach with consternation, and swiftly make plans to eliminate any witnesses to their presence. Three warriors bar the way forward, initially doing so in a non-threatening manner and calling out for "Trade!" in the Common tongue to draw the PCs closer. Soon after, their leader—a veteran warpriest named Erlantu bearing an angry red scar across his forehead—emerges from the tent with a fourth warrior at his side. Erlantu commands a blood cult devoted to the syaandi god, Chtok, and, along with his trained aspirants, hopes to seize Buckle so he can lay claim to the entire Barony of Dust.

At first, Erlantu makes a show of inviting only two PCs into his tent so he can offer them various trade goods. In truth, this just serves as a ruse to separate the PCs before initiating battle. Regardless of whether anyone accompanies him, Erlantu eventually casts *heat metal* on one of the PCs as a provocation. The words to his spell serve as the signal for his warriors to begin hostilities against the other PCs outside. The syaandi fight with reckless abandon, laughing even as they receive mortal wounds. This unusual approach to combat stems from the *tear shards* they carry with them (see below).

Treasure: Each syaandi wears an intact *tear shard* on a necklace. These crystals retain warmth when held near living flesh and glow a faint orange at sunrise and sunset. More importantly, they have a unique *resurrection* effect on descendants of the original syaandi bloodline that ventured to Rythes. Attuned to any recovering *Tear of Eternity*, the crystals preserve the spirit of slain syaandi wearing them. Thereafter, the spirit travels to the broken *Tear* and revives the syaandi with a one-time *resurrection* effect, reforming a new body at the *Tear's* location. While extremely potent, the shard only affects syaandi—typically just those who follow the cult of Chtok (as they're descended from the original bloodline). The shard becomes inert after a single use. As a result, syaandi warriors prize these crystals above all else, seeking to replace inert shards after each resurrection.

ERLANTU, CHTOK BLOOD GLUTTON

Medium humanoid (syaandi), chaotic neutral

Armor Class 17 (chag shell breastplate)

Hit Points 55 (10d8 + 10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	14 (+2)	12 (+1)	8 (−1)	13 (+1)	12 (+1)

Skills Intimidation +3, Medicine +3, Survival +3

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 11

Languages Syaandi

Challenge 4 (1,100 XP)

Cornered Fury. When Erlantu doesn't have all his hit points, and no conscious allies are within 5 feet of him or his target, he has advantage on attack rolls.

Hardy. Erlantu has advantage on Constitution saving throws.

Keen Smell. Erlantu has advantage on Wisdom (Perception) checks that rely on smell.

Magic Weapons. Erlantu's weapon attacks are magical and deal an additional 2d8 necrotic damage (included below).

Spellcasting. Erlantu is a 4th level spellcaster. His spellcasting ability is Wisdom (spell save DC 11, +3 to hit with spell attacks). Erlantu has the following cleric spells prepared:

Cantrips (at will): *guidance, resistance, sacred flame, thaumaturgy*

1st level (4 slots): *bane, divine favor, inflict wounds, protection from evil and good*

2nd level (2 slots): *heat metal, spiritual weapon*

ACTIONS

Multiattack. Erlantu makes two melee attacks.

Pike. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 8 (1d10 + 3) piercing damage plus 9 (2d8) necrotic damage.

Javelin. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Leadership (Recharges after a Short or Long Rest). For 1 minute, Erlantu can utter a special command or warning whenever a nonhostile creature that he can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand Erlantu. A creature can benefit from only one Leadership die at a time. This effect ends if Erlantu is incapacitated.

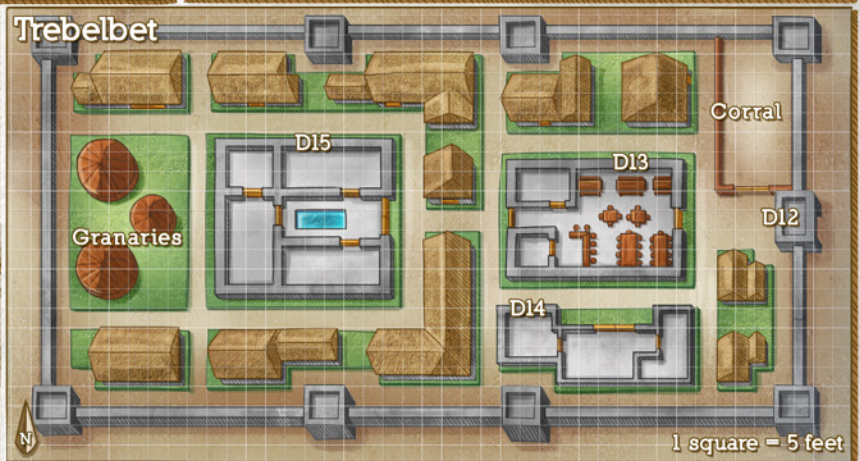
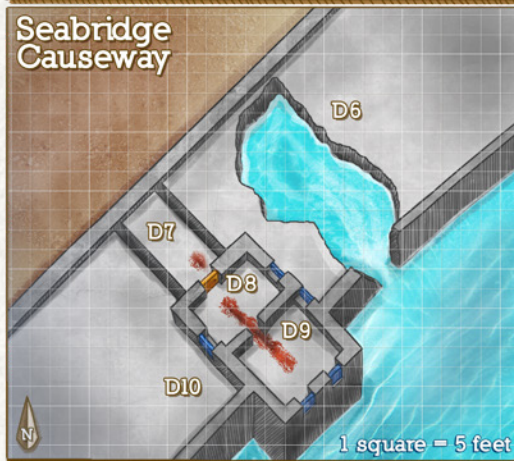
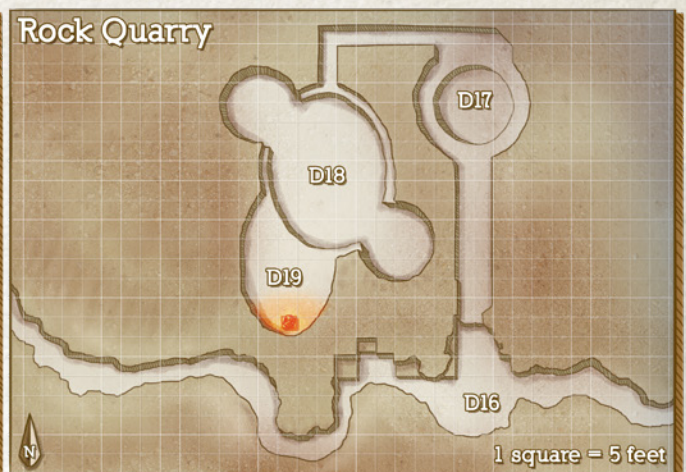
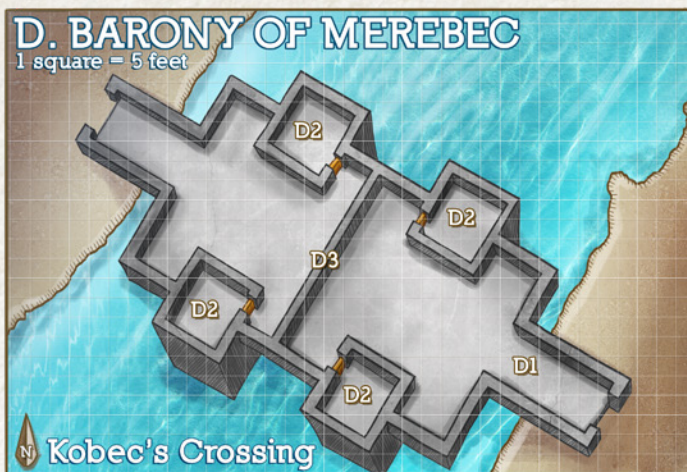
REACTIONS

Desperate Defense. When Erlantu is targeted by an attack, he can impose disadvantage on the attack roll. To use this ability Erlantu must not have all his hit points, and no conscious allies within 5 feet of him or his attacker.

SYAANDI WARRIORS (4)

XP 100 each

hp 32 each (see page 706)



D. THE BARONY OF MEREPEC

Following their adventures in the Barony of Dust, the PCs should journey to the slightly more robust Barony of Merepec in their search for the monastery of St. Albat and the *Opus Aeterna*. Leaving the dustlands behind, the PCs soon discover an ancient structure known locally as the Seabridge Causeway rising from the sea and tracing an intracoastal waterway which extends for miles along the shoreline. Built by the Patrons, this structure has slowly eroded over the years, but the Barony of Merepec still relies on it as a defensible trade route due to the secure gatehouses maintained along its length.

Despite Merepec's relative security and growing wealth, its people prove less accommodating than the Barony of Dust. The residents contend with raiders on a more regular basis and maintain a natural distrust of off-worlders. In addition, the syaandi warriors gathering at their border (at C10) made matters worse for future visitors when they attacked the causeway. After their defeat (and subsequent resurrection), the raiders made expensive restitution and turned their eye to the isolated Barony of Dust for easier prey. Their warriors

sometimes frequent the Mossbeard Alehouse in Trebelbet (at D13) on their way east, but Merepec's citizenry still regard them and other off-worlders with trepidation.

D1. KOBEC'S CROSSING

Bridging this wide gap between two shores is a structure of brown stone, its surface shot through with faded purple marbling. A low wall bisects the causeway with four, 15-foot-high, crenelated towers flanking its length. The sound of ocean waves crashing against the stony edifice echoes across the hardpan.

Local inhabitants refer to this section of the Seabridge Causeway as Kobec's Crossing—so named for the inscription an ancient explorer chiseled into it. It rises from the sea and extends inland, its stone surface sometimes buried by shifting sand or collapsed rubble. The crossing's towers show no outward signs of occupation, and calls from the PCs go unanswered. Close examination of the causeway (with a successful DC 12 Wisdom (Perception) check) suggests the bridge has seen a fair amount of wheeled traffic, with the words *KOBEC BUILT THIS*

etched into the stone just before it broadens. As soon as a PC moves beyond the narrower entrance or attempts to cross via the water, sentries in the guard towers (at **D2**) accost them.

D2. TRUEK AND THE ROOFTOP BOYS

A lone figure stands up from behind the battlements atop the easternmost tower, pointing a readied longbow in your direction. “Truck says far enough, off-worlders! Travelers pay a toll at dead-and-buried Kobec’s Crossing, god rest his salty soul. It’s a hundred gold a head, and fifty for any animals. Of course, if you claim poverty, you can always run the gauntlet or run away—right boys?” At that moment, more armed figures stand above the ramparts of the other three towers and shout in unison, “Spoken true, boss!”

A Merebec border guard named Truek leads this band of warriors who call themselves the Rooftop Boys. Baron Yacob of Terbelbet (at **D12**) has charged them with monitoring traffic from the Barony of Dust and alerting him of any threats with messenger birds kept in the room beneath Truek’s tower.

Creatures: The Rooftop Boys normally charge native merchants just 5 silver pieces to use the causeway, but Yacob lets them shake down off-worlders for whatever they can get. If the PCs agree to pay Truek’s toll, a guard atop the southernmost tower lowers a beaten metal bucket on a rope to collect the gold and they’re then allowed to pass unmolested. PCs who mention the delivery of chag shell armor from Wuli may negotiate half the fee with a successful DC 16 Charisma (Persuasion) check. If the PCs refuse to pay, Truek states they can try their luck with the free crossing: either running for the low wall (at **D3**) or attempting to swim the ocean gap. The seasonally turbulent waters here are 20 feet deep and require DC 13 Strength (Athletics) checks each round to swim across at half speed. While attempting either, Truek and his cohorts harass them with arrow fire, using their crenelated towers for improved cover. Truek and his allies have advantage on attack rolls against swimming creatures unless they have a swim speed.

Treasure: Truek and his lads allow no one into their towers if they can help it. The iron doors are locked (DC 20 Dexterity check with thieves’ tools to open, AC 18, damage threshold 10, 60 hp, Strength DC 25) and they repel anyone attempting to scale the outer walls (DC 20 Strength (Athletics) check to climb due to the slippery moisture from the sea). Each tower includes a stone staircase to the roof, a sleeping cot, pewter cup, plate, and utensils, 2 weeks of food, and a cask of potable water (weighing 50 pounds). The southern tower also houses a crank mechanism for lowering the blocking wall (at **D3**) and requires a DC 12 Strength check to operate. Truek’s easternmost tower also holds a locked metal chest (DC 20 Dexterity check with thieves’ tools to open), containing a *potion of water breathing*, 372 gp, 584 sp, a tortoise shell comb (worth 50 gp), and a pair of black pearls (worth 400 gp each). The westernmost tower holds another crank mechanism for lowering the wall, as well as a writing desk and 5 cages for the messenger birds Truek uses to

communicate with Trebelbet. Truek himself carries a *sending stone*. The stone’s mate is in Terbelbet, and he uses it to send warning to the city in the event that they are overrun.

TRUEK AND THE ROOFTOP BOYS, BORDER GUARDS (4)

Medium humanoid (half-orc), neutral evil
Armor Class 15 (studded leather)
Hit Points 66 (12d8 + 12)
Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	13 (+1)	12 (+1)	15 (+2)	11 (+0)

Saving Throws Dex +6
Skills Nature +4, Perception +5, Stealth +6, Survival +5
Senses passive Perception 18
Languages Common, Orc
Challenge 5 (1,800 XP)

Keen Senses. The border guard has advantage on Wisdom (Perception) checks.
Relentless Endurance (1/Day). When the border guard drops to 0 hit points but isn’t killed outright, it can drop to 1 hit point instead.

ACTIONS

Multiattack. The border guard makes two melee weapon attacks or three ranged weapon attacks.
Longsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage.
Longbow. *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage.
Concussion Grenade (Recharges after a short rest). *Ranged Weapon Attack:* +6 to hit, range 20/60 ft., all targets in a 10-foot radius. *Hit:* 21 (6d6) bludgeoning damage. Creatures in the area succeeding on a DC 14 Dexterity save take half damage.

D3. LOW WALL

This wall is 7 feet tall and made of the same stone as the rest of the causeway and bridge.

A solid, 3-foot-thick, stone wall serves as the main barrier for impeding traffic across the causeway. Its 7-foot height doesn’t pose a serious climbing challenge (DC 10 Climb check to ascend, and PCs may aid one another), but the threat of arrow fire complicates the task and any pack animals must be left behind. Of course, the mechanical cranks in the southernmost and westernmost towers can also lower the wall.

Areas **D4** and **D5** are events that can occur anywhere along the miles-long causeway heading to Merebec.

D4. ANCIENT DEBRIS

The causeway runs precariously close to the sea here, with waves occasionally rolling across the slick outer wall to spill across the ancient stones. They bring a salty ocean tang and a heavy spray of mist. A box-like container also drifts within the surging tide, creating a hollow thump as it crashes along the wall.

Retrieving the box from the sea requires a successful DC 15 Strength check (with advantage if the PCs use a rope, pole, or other device to secure it against the seawall). It appears quite old, encrusted with alien mollusks and seaweed on its ceramic exterior. A Patron xenobiologist once used it as a storage crate, and it requires a DC 20 Dexterity check with thieves' tools to release the locking mechanism and another 10 hp of bludgeoning damage to break the cemented seal.

Treasure: If opened, the strange box contains 85 unusual holographic coins depicting varying amounts of Patron currency (worth up to 250 gp to collectors among the Accord). It also holds 5 glass vials (their caps broken and the contents long since evaporated), one of which is an *admixture vial* (see page 544). The 24 mollusks clinging to the box's exterior also provide an edible food source. If pried open, they all mysteriously bear identical saltwater pearls (each worth 50 gp).

D5. UNPREDICTABLE WEATHER

Dark clouds have started gathering just off the coast, and the wind picks up from a steady breeze to a strong squall. An occasional rumble of thunder sounds in the distance.

With the slow recovery of the *Tears of Eternity*, the terraforming artifacts have started re-exerting their influence over the weather. This phenomenon proves erratic at best, and this particular stretch of the Seabridge Causeway comes under a sudden barrage of lightning strikes.

Hazard: The effect functions like a *call lightning* spell with a single bolt striking the causeway each round for 5 rounds, dealing 3d10 lightning damage (half damage with a DC 14 Dexterity saving throw). The bolt only has a 50% chance of targeting an exposed PC (roll randomly to determine which). PCs wearing metal armor or carrying metal weapons larger than a dagger have disadvantage on this Dexterity saving throw.

D6. DAMAGED CAUSEWAY

A broad causeway of brown stone runs more than half a mile along the shore here with sea waves washing against the structure's southern face. Part of the stonework seems blasted away, creating a yawning gap near a ruined gatehouse where a long flag of tattered green cloth still flutters in the breeze.

A prolonged battle took place on this part of the causeway, precipitated by a pair of off-worlders once allied with a tribe of Rythes gnolls. The unlikely duo—a tengu bard named Kilik and a murderous gnome named Shu—fell victim to one of

Mr. Sarlu's ploys and subsequently found themselves forced through the Red Gate several months ago. They eventually impressed a gnoll packlord named Shaghak near the Barony of Merebec, convincing him to attack the causeway's gatehouse with a made-up story of easy plunder. In reality, they only used the gnolls to overrun the border guards, betraying Shaghak in the middle of battle and killing the rest of their allies before slipping into Trebelbet, searching for a gate that can take them home.

The crumbling path of the broken causeway falls away into inrushing seawater 30 feet below, and the water itself descends another 20 feet to the underlying seabed. A successful DC 15 Intelligence (Investigation) skill check suggests the broken brickwork resulted from an explosion and exceeding the check by 3 or more also reveals the blast took place quite recently (within a day or so). Hails to the damaged gatehouse go unanswered.

Hazard: To safely cross the gap and reach the gatehouse, the PCs have two choices. They can either head back across the intact causeway, making a longer trek around the dry riverbed before scaling the outer wall at **D7**—or, they can attempt a riskier crossing using the damaged brickwork still joining the northern wall which forms a narrow ledge. The simpler, more time-consuming method through the dry riverbed ultimately requires a successful DC 12 Strength (Athletics) check to scale the 30-foot outer wall to reach the other side, and this approach may prove necessary anyway if the PCs still intend on bringing Wuli's camels and cargo with them. Otherwise, unhorsed and intrepid souls can more quickly cross the narrow ledge-like remains of the north wall with two separate DC 13 Dexterity (Acrobatics) checks. Failing either of them necessitates a DC 15 Dexterity saving throw to grab a piece of solid masonry to avoid falling into the churning seawater. Failure results in 3d6 bludgeoning damage from surging waves and crumbling masonry landing on top of them. Perhaps worse, PCs must make a DC 12 Strength (Athletics) check to stay afloat every round they remain in the rough surf. Climbing onto the slick rocks of the outer sea wall requires a successful DC 15 Strength (Athletics) check to climb up out of the water, and similar checks to regain the causeway.

D7. CROSSING GATE

Two levered crossing gates close off the causeway near this damaged gatehouse. A single wooden door into the structure lies between the two barriers.

A cursory examination of this area with a successful DC 10 Wisdom (Perception) check notes a few dried bloodstains in front of the gatehouse door. A more detailed search (with a successful DC 17 Wisdom (Perception) check) discovers an unusual blond feather wedged in a gap between the causeway stones. This belonged to the albino tengu named Kilik (at **D13**).

D8. BLOODY ROOM

This office seems damaged beyond repair—the scene of a considerable fight. A table and two chairs lay overturned, a third and fourth smashed to kindling, and some ceramic jars shattered with their contents spilled onto the floor. Blood also spatters the floor and walls, with crimson drag marks leading to a broken door in the southeast wall.

The gatehouse guards put up a desperate defense here, but the gnolls allied with Kilik and Shu easily overwhelmed them. A battered metal strongbox sits beneath the overturned table, its lock broken and contents missing—stolen away by Kilik. Following the battle, Shu dragged the fallen guards into the next room (at D9).

D9. SHAGHAK'S SPITE

More carnage lies here. The bodies of five bloodied humans form a garish pile in the northern corner, while two other corpses of hairless, hyena-headed humanoid with pasty skin covered in primitive blue tattoos, lie at the center of the room. A third such creature sits propped against the east corner, three arrows protruding from its chest.

The brutish gnoll chieftain, Shaghak, met his fate here, betrayed by Kilik and Shu after losing most of his warriors against the gatehouse guards. Grievously wounded and knocked unconscious, he only stabilized shortly after the murderous tengu and gnome left him to die. Shaghak still lives, but suffers from a concussion and badly broken leg, preventing his escape.

Creature: Shortly after the PCs enter the room, Shaghak coughs up a gout of blood and snarls at them but takes no initially threatening actions. If the PCs seek to communicate with him, they must first succeed on a DC 18 Charisma (Persuasion) check to improve his attitude from Unfriendly to Indifferent. Even so, he only speaks his native tongue (a garbled version of Gnoll requiring a successful DC 10 Intelligence check even for those who speak the un-bastardized version of the language), but a *comprehend languages* or *tongues* spell may assist. Ultimately, Shaghak has little to say, other than he was wrong to trust “the white birdman and one-eyed assassin” (Kilik and Shu, respectively). He attacked the causeway because “he was promised great plunder and his people always raid to survive.” If asked about the gap in the causeway, he explains he “used his necklace to blast it apart, killing many humans.” He makes a Dexterity (Sleight of Hand) check against the PCs’ passive perception to conceal a battered golden sphere hanging from his necklace in his hand—the last missile of his *necklace of fireballs*. If the PCs attack him before or after any interrogation, Shaghak detonates the globe with a readied action, engulfing the room in one last explosion (8d6 fire damage, DC 15 Dexterity saving throw) to avoid capture and take more enemies with him. If the PCs heal Shaghak instead, his attitude immediately improves to Friendly. He offers them a *ring of water walking* in gratitude, requesting they let him return to his people. If prevented from doing so, he threatens to detonate the golden sphere, and a successful DC 10 Wisdom (Insight) check recognizes the sincerity of his threat.

Development: If Shaghak escapes or the PCs let him go, he rejoins his tribe, leading them away from the Barony of Merebec. Their paths may cross again during the PCs’ journey across the Parched Plains in **Part Three** (see G10), or when they return to restore the Red Gate. Shaghak could represent another threat or come to their aid depending on how they part ways. Regardless, the PCs should earn XPs equivalent to a Challenge 4 encounter, even if they simply survive the last detonation from his necklace.

SHAGHAK, GNOLL PACK LORD

Medium humanoid (gnoll), chaotic evil

Armor Class 18 (breastplate, natural armor)

Hit Points 96 (12d8 + 48) [currently at 3 hp]

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	13 (+1)	18 (+4)	8 (-1)	10 (+0)	10 (+0)

Saving Throws Strength +9, Constitution +8

Skills Acrobatics +5, Athletics +9, Survival +4

Senses darkvision 60 ft., passive Perception 13

Languages Gnoll

Challenge 4 (1,100 XP)

Blood Frenzy. When a pack lord takes damage in combat or score a critical hit on an enemy, it flies into a rage on its next turn as a bonus action. While in a blood frenzy, the pack lord gains +1 to melee attack and damage rolls but suffers a -1 to Armor Class. The blood frenzy lasts 1 minute or until all enemies are dead.

Fearless. A pack lord has advantage on saving throws against fear.

Keen Smell. A pack lord has advantage on Perception checks that depend on smell.

Snapping Flank. Once per turn, when a pack lord is and another gnoll are both adjacent to a creature, it can use a bonus action to make a bite attack against that foe.

ACTIONS

Multiattack. The gnoll pack lord makes two melee attacks.

Bite. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 8 (1d6 + 5) piercing damage.

Falchion. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 9 (2d4 + 5) slashing damage.

Rifle. *Ranged Weapon Attack:* +5 to hit, range 80/240 feet, one target. *Hit:* 8 (1d10 + 3) piercing damage.

Intimidating Presence (recharge 5-6). A gnoll pack lord can frighten foes with their menacing presence. Target one creature within 30 feet. That creature must succeed on a DC 12 Wisdom saving throw or be frightened until the end of the pack lord’s next turn.

Pack Attack. When a gnoll packlord scores a critical hit with its falchion, it can make an Athletics check as a bonus action to shove an opponent toward an ally. If it is flanking its target, it can instead use this Athletics check to trip the opponent.

D10. SURVIVOR

Another body hangs from a broken window on the south side of the gatehouse, its left foot hooked to an iron lamp mounted to the wall. Suddenly, the corpse moves, groaning in pain.

A visiting noncombatant named **Brennan Quall** (**commoner**^{SRD}) survived the gatehouse onslaught by pretending to be dead when Shu shot him with a crossbow as he escaped through the window. His trouser leg got tangled in the iron lamp and he quietly hung from the wall while Kilik and Shu turned on the gnolls. He's been unable to free himself ever since.

Creature: Upon sighting the PCs, Brennan thanks his improving luck and implores them to help him down before he passes out from all the blood rushing to his head. If the PCs free Brennan, he promises to vouch for them with the guards at Trebelbet so they can win their way into the city despite being off-worlders. If asked about Trebelbet's leader, Brennan describes Baron Yacob (at **D15**) as a competent leader and savvy strategist, protecting his people from the savages of the barren wastes. If the PCs ask about the attack on the causeway, he explains the gnolls normally attack lone travelers and rarely a defensible outpost like the gatehouse. He never got a good look at Kilik or Shu since he kept his eyes shut as part of his ruse, but mentions he heard a croaking voice among the raiders—something very different than a gnoll's guttural bark. He also tells the PCs about an argument between the croak-voiced raider and one of the gnolls.

D11. MOLLOT'S MOSS FARM

After crossing the Seabridge Causeway, the PCs enter the agricultural lands of the Barony of Merebec. The turbulent seashore, dry riverbeds, and unforgiving desert give way to lush moss-covered greenery and a spongy turf—part of an ever-widening oasis generated by a recovering *Tear of Eternity*. The moss covers nearly every structure in the region, and the local population has become dependent on it as both a food source and trade good with other baronies.

The scrub becomes noticeably more vibrant in this region—a vast difference from the barren shores and wastelands of the past few miles. Squat trees, none more than 10 feet tall, grow along the highway with large clumps of pale-green moss growing in their shadows. In the distance, a modest homestead rests beside a placid lake, smoke wafting from its stone chimney. Several, triangular structures—none more than a few feet in length—surround it, positioned in neat rows resembling open-faced tents.

Multiple lean-tos mark the fields of this active moss farm, each crafted from wooden spindles and coarsely woven sheets of cloth. Beneath their shade, patches of cultivated moss grow in similar fashion to those of the nearby trees, save their appearance seems more varied and thicker.

Creature: A moss farmer named **Kesko Mollot** (NG male tengu **commoner**^{SRD}) makes his home here, one of many who nurture the growth of various breeds of greenery in the Barony of Merebec. Mollot sells his produce in Trebelbet, relying on an aurochs-drawn cart to carry it to market. If approached with common courtesy (and a successful DC 12 Charisma (Persuasion) check), he proves far more amiable than other Merebec natives. He too was once an off-worlder, voluntarily venturing through the Red Gate with his family to escape a Coterie misunderstanding on Argosa twenty years ago. His wife and two children recently passed away, however, and Mollot still deals with the grief by keeping busy on the farm. If made Helpful, he willingly offers the PCs a place to spend the night, providing them with food, water, and information, should they ask the right questions:

Why do you live here alone? “Alas, my wife and two chicks succumbed to fever last month. I thought about moving on, but moss farming's all I know.”

What good is moss? “Oi, friends, I grow six different kinds here. Four are edible if cooked right. You can weave hempmoss into rope and clothing when dried and treated. And, if you soak and ferment mossbeard, it makes a potent ale. Growing the stuff just requires shade and a good deal of moisture.”

Why is this area so fertile? “The land is blossoming again, blessed by god because of our faithfulness. In my father's day, we could only farm near the cenotes, but the arable soil has expanded ever since! The whole barony's getting bigger because of it, and I've heard travelers say the same thing's happening in the Blue Barony, over in Veleate, and the Barony of the Bloom as well.”

Tell us about your faith. “I follow the teachings of St. Albat, the Planter, the Sower—St. Albat of the Soil. I tithe to their abbey in Singwheel Canyon. All civilized folk follow the catechism of one saint or another. Most in Merebec follow St. Albat, and just about everyone but off-worlders worship the one god, the lord of all creation on Rythes. The saints established the first teachings, pulling the world out of certain death after the Great Cataclysm.”

What's the Great Cataclysm? “I'm not entirely sure. No one is really. The teachings say it happened so long ago that no one remembers what happened or why. There are still ruins from that time, though—like the Seabridge Causeway you must have crossed. There are artifacts, too. The monasteries guard most of them, but I've never seen any.”

Where can we find books and centers of learning? “The monasteries, I'd imagine. They preserve those kinds of things. St. Albat's sits in Singwheel Canyon to the west. St. Oolaav is in the Blue Barony to the south. And St. Ioh lies farther north. You might head to Trebelbet and see what they say about them, though. Baron Yacob knows more than most and he's visited St. Albat's before.”

What can you tell us about Baron Jacob? “He rules Trebelbet, and that’s the main stronghold in these parts. The stories say he’s done more traveling than most. Seen more. Done more. Makes him the closest thing to a scholar outside the monasteries, and people look up to him for it—for wisdom and such. He’s kept folks safer because of it, fending off syaandi raiders, gnolls, and the like.”

D12. THE WALLS OF TREBELBET

The stone highway broadens as it rises towards a small city overlooking several forested lakes. A 20-foot-tall wall surrounds the entire settlement with armed watchtowers every 30 feet, and the ubiquitous moss blanketing the countryside grows on its every surface, giving the walls a greenish cast in the setting sun.

A tall, red-haired woman named **Sabila Carn** stands watch on the walls of Trebelbet with a handful of guards. She wears a necklace made from polished chag shell fragments with a carved stone medallion indicating her station.

Creatures: When the PCs come within earshot, Sabila calls out, challenging their approach and demanding they sheath their weapons and keep their hands in sight. Once they stand beneath her watchtower, she asks if they’re off-worlders and what business they have in coming to Trebelbet. Her starting attitude is Unfriendly, and it requires a successful DC 15 Charisma (Persuasion) check to improve it, or the PCs may pretend to be natives of Rythes with a successful DC 15 Charisma (Deception) check instead. If Brennan (from D10) accompanies them, he can vouch for their character, granting advantage on either check. Likewise, if the PCs mention Wuli’s shipment of chag shell armor, Sabila leaves the wall and emerges to examine it. After verifying its authenticity, she questions them about Wuli to assure herself they are on good terms with the leader of Buckle. One last DC 10 Charisma (Persuasion) or Charisma (Deception) check earns her initial trust. Assuming the PCs succeed, Sabila allows them to enter Trebelbet “at Baron Jacob’s sufferance,” but indicates they’ll be viewed with suspicion as outsiders until they prove themselves fully trustworthy. After the PCs pass through the gates, she directs one of her guardsman to secretly shadow them during their time in Trebelbet to keep an eye on them. Should the PCs cause any trouble, this guardsman summons Sabila to deal with the matter. The watch captain arrives in 2d4+1 rounds with an entire squad to keep the peace, fully authorized to expel the PCs from the city, if necessary.

SABILA CARN, WATCH CAPTAIN

Medium humanoid (human), lawful neutral

Armor Class 21 (plate)

Hit Points 60 (9d8+18)

Speed 30 ft. (20 ft. in armor)

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	14 (+2)	13 (+1)	8 (-1)	10 (+0)

Saving Throws Strength +8, Constitution +6

Skills Athletics +8, Insight +3, Intimidate +8, Investigation +5

Senses passive Perception 16

Languages Common, Halfling

Challenge 5 (1,800 XP)

Action Surge (Recharge after long or short rest). The watch captain takes an extra action on their turn.

Gear. Plate mail, +1 halberd, heavy crossbow with 10 bolts, dagger, *potion of greater healing* (2), 5 gp.

ACTIONS

Dazzling Display. The watch captain performs an intimidating display with their halberd. Each enemy that can see the display and fails a DC 18 Wisdom saving throw becomes demoralized gaining disadvantage on all attack rolls against the captain or any creature adjacent to him for 1 round.

Multiattack. The watch captain makes two attacks.

Halberd. Melee Weapon Attack: +9 to hit, reach 10 ft., heavy, two-handed, one creature. **Hit:** 9 (1d10 + 4) slashing damage.

Heavy Crossbow. Ranged Weapon Attack: +5 to hit, range 100/400 ft., one target. **Hit:** 6 (1d10 + 1) piercing damage

Dagger. Melee or Ranged Weapon Attack: +7 to hit, reach 5 ft., range 20/60 ft., finesse, light, one target. **Hit:** 6 (1d4 + 4) piercing damage.

TREBELBET GUARD OFFICERS (5)

Medium humanoid (human), lawful neutral

Armor Class 17 (heavy trooper armor)

Hit Points 36 (4d10+8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	10 (+0)	10 (+0)	12 (+1)

Saving Throws Str +5, Con +4

Skills Intimidation +3, Perception +2

Senses passive Perception 12

Languages Common

Challenge 3 (700 XP)

Pull Down. When a guard officer hits a creature with his guisarme, he can use a bonus action to make an Athletics check knock the target prone. If this check is successful against a mounted creature, it is pulled off of its mount.

ACTIONS

Heavy Crossbow. Ranged Weapon Attack: +4 to hit, range 100 ft./400 ft., one target. **Hit:** 7 (1d10 + 2) piercing damage.

Guisarme. Melee Weapon Attack: +6 to hit, reach 10 ft., one target. **Hit:** 8 (1d10 + 3) slashing damage.

Sap. Melee Weapon Attack: +5 to hit, reach 5 ft., one target. **Hit:** 6 (1d6 + 3) bludgeoning damage. On a critical hit with the sap, the target is monetarily dazed, having disadvantage on Dexterity saving throws and checks for 1d3 rounds.

Grenades. A guard officer carries a bang grenade and a tear gas grenade (see page 541).

D13. MOSSBEARD ALEHOUSE

This bustling tavern holds several stone tables fashioned from the same purple-veined, brown stone comprising the walls of Trebelbet. A sour smell permeates the entire room as a diminutive gnome takes orders at the bar, and another navigates the tables to serve patrons a tray of mugs filled with green liquid.

The Mossbeard Alehouse caters to all travelers as long as they show no outward signs of hostility towards one another. As a result, a variety of customers fill the tables, served by a pair of gnome commoners, **Miggli** and **Venielen**, who fled to Trebelbet 10 years ago when gnolls overran their moss farm. They've made themselves at home ever since, serving ale in Trebelbet.

Creatures: Among the current patrons, the PCs may recognize Erlantu and the syaandi warriors they encountered on their way into the Barony of Merebec (at **C10**) with a successful DC 10 Wisdom (Perception) check. If the PCs slew them, the syaandi show no signs of ill health, having fully recovered due to the resurrection effect of their *tear shards*. They initially refrain from causing trouble in the alehouse but acknowledge the PCs by raising a mug of ale and giving them a toothy smile. Thereafter, they look for an opportunity to accost the PCs elsewhere in Trebelbet and repay them in kind.

In addition, an albino tengu named Kilik, and her gnome associate Shu, size up visitors to the alehouse when they enter, showing particular interest in off-worlders. If the PCs found the blonde feather (at **D7**), or Shaghak talked about the “white birdman” (at **D9**), or Brennan described the croaking voice (at **D10**), they may recognize those traits in the flamboyant tengu with a successful DC 12 Wisdom (Perception) check. Since sneaking their way into Trebelbet, she and her partner Shu have made a handful of dubious contacts and identified a possible strategy for escaping Rythes by seeking the monasteries of the Broken Baronies in hopes of finding another active gate. But Kilik also recognizes the dangers of traveling the barrens alone, and the tengu hopes to form a new gang to see them safely there. She views other off-worlders as better potential partners for this endeavor, prepared to double-cross them as easily as the gnolls she betrayed at the Seabridge Causeway. If the PCs speak with them, Kilik alludes to a close brush with bandits on their way into Trebelbet, pretending to be traders in an attempt to get a read on their feelings about raiding. A successful DC 20 Wisdom (Insight) check may see through this ruse, and if called on it, Kilik attempts to smooth over any misgivings by claiming she uses that story as a cover to move about more safely in the Broken Baronies. She conspiratorially shares their goal of reaching the monastery of St. Albat in Singwheel Canyon, hoping to find a way off-world and offers the PCs a chance to join them if they're of a like mind. If the PCs turn them down, Kilik takes offense, but hides it well, plotting to eliminate the PCs and seize their resources now that they know her true nature and motives. If the PCs haven't yet dealt with Erlantu, Kilik and Shu form a temporary partnership with the syaandi to assault them at an opportune moment, whether in the city or on the road.

The PCs also draw the attention from one more patron in the tavern. An Accord agent—a krang named Khedri—observes their interactions with growing curiosity. He also seeks the *Opus Aeterna* and hopes it can help him escape Rythes by either repairing the Red Gate back to Argosa or by revealing another way off planet. If the PCs discuss books with anyone in the tavern or display their fragment of the *Opus Aeterna*, he eventually approaches and offers to assist them by pooling his information about the codex. Alternately, he may also seek the PCs if he recognizes the threat posed by the syaandi or Kilik and Shu, coming to their aid to disrupt any ambush concocted by the PCs' enemies, and eventually engaging them in a similar conversation about escaping Rythes. If the PCs accept his offer to combine forces, he shares that he's only found three fragments of the *Opus Aeterna* during his travels and the entire codex was apparently separated and hidden across the Broken Baronies a long time ago. Most individuals possessing such fragments don't even recognize their significance, and some treat them with religious reverence, believing them to be the creations of a false god. He recommends they work together to recover the fragments, suggesting the PCs investigate the monastery of St. Albat while he does the same at the abbey of St. Oolaav in the Blue Barony. Thereafter, they can meet again in the Barony of Veleate to reconstruct the codex.

KILIK

Medium humanoid (tengu), chaotic evil

Armor Class 15 (chain shirt)

Hit Points 112 (15d8 + 45)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	17 (+3)	10 (+0)	12 (+1)	14 (+2)	16 (+3)

Skills Acrobatics +5, Deception +7, Insight +4, Investigation +5, Perception +6, Persuasion +5, Sleight of Hand +5, Stealth +5

Senses passive Perception 16

Languages Common, Gnoll, Tengu

Challenge 4 (1,100 XP)

Ambusher. In the first round of a combat, Kilik has advantage on attack rolls against any creature she has surprised.

Spell Focus (Recharge after a short or long rest). As a bonus action, Kilik can increase the save DC of an enchantment or illusion spell she casts by 1.

Spellcasting. Kilik is a 7th-level spellcaster. Her spellcasting ability score is Charisma (spell save DC 13). She knows the following bard spells.

Cantrips (at will): *blade ward*, *minor illusion*, *vicious mockery*
 1st level (4 slots): *dissonant whispers*, *faerie fire*, *hideous laughter*
 2nd level (3 slots): *heat metal*, *invisibility*, *suggestion*
 3rd level (3 slots): *hypnotic pattern*, *stinking cloud*
 4th level (1 slot): *confusion*, *polymorph*

ACTIONS

Multiattack. Kilik makes two melee attacks. She can cast a cantrip in place of one attack.

Rapier. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage.

Pepperbox Pistol. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage.

Leadership (Recharges after a short or long rest). For 1 minute, Kilik can utter a special command or warning whenever a nonhostile creature that she can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand the tengu bard. A creature can benefit from only one Leadership die at a time. This effect ends if the tengu bard is incapacitated.

Combat Gear alchemist's fire (2), *potions of healing* (2); **Other Gear** antitoxin (2) spyglass, two amethysts and three sapphires (each worth 100 gp), 24 gp.

SHU

Small humanoid (gnome), neutral evil

Armor Class 16 (omniweave)

Hit Points 78 (12d8 + 24)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	15 (+2)	11 (+0)	10 (+0)

Saving Throws Dex +7, Int +4

Skills Acrobatics +7, Deception +3, Perception +3, Stealth +10

Damage Resistances poison

Senses darkvision 120 ft., passive Perception 13

Languages Common, Gnomish, Tengu, Thieves' cant

Challenge 8 (3,900 XP)

Assassinate. During his first turn, Shu has advantage on attack rolls against any creature that hasn't taken a turn. Any hit Shu scores against a surprised creature is a critical hit.

Evasion. If Shu is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, Shu instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Gnome Cunning. Shu has advantage on Intelligence, Wisdom, and Charisma saving throws against magic.

One Eye. Shu lost his left eye to an offworlder he betrayed. He has disadvantage on Wisdom (Perception) checks, and on ranged attacks made at targets farther than 30 feet away.

Sneak Attack. Once per turn, Shu deals an extra 14 (4d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the assassin that isn't incapacitated and Shu doesn't have disadvantage on the attack roll.

Stone Camouflage. Shu has advantage on Dexterity (Stealth) checks to hide in rocky terrain.

ACTIONS

Multiattack. Shu makes two shortsword attacks.

Shortsword. *Melee Weapon Attack:* +7 to hit. *Hit:* 7 (1d6 + 4) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed saving throw, or half as much on a successful one.

Light Crossbow. *Ranged Weapon Attack:* +7 to hit. *Hit:* 8 (1d8 + 4) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed saving throw, or half as much on a successful one.

Combat Gear acid (2), *potion of invisibility*; **Other Gear** crowbar, two onyxes (each worth 50 gp), 15 gp.



KHEDRI OF VOSH

Medium humanoid (krang), lawful neutral

Armor Class 15 (omniweave armor)

Hit Points 112 (15d8 + 45)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	16 (+3)	10 (+0)	12 (+1)	13 (+1)

Saving Throws Str +6, Dex +5, Con +6, Wis +1

Skills Athletics +9

Senses passive Perception 11

Languages Common, Elali, Krang

Challenge 4 (1,100 XP)

Elongated Arms. Khedri's long arms extend his reach with melee attacks to 10 feet.

Martial Flexibility (5/Day). As a bonus action, Khedri gains the use of any one of the following feats: Athlete, Charger, Defensive Duelist, Dual Wielder, Grappler, Great Weapon Master, Martial Adept, Mobile, Polearm Master, Savage Attacker, Shield Master, Tavern Brawler, Weapon Master. He gains the benefits of this feat (including temporarily increasing an ability score, if that is part of the feat) for 3 (1d6) rounds. If he uses this ability again before the previous use ends, the benefits of the new feat he selects replace the benefits of the previous feat he chose; he cannot gain the benefits of two feats simultaneously with this ability.

Smashing Charge. If Khedri moves at least 20 feet and hits with a head-butt attack in the same turn, the attack deals an additional 7 (2d6) bludgeoning damage and the target must succeed on a DC 13 Constitution saving throw or be stunned until the end of its next turn.

ACTIONS

Multiattack. Khedri makes three melee attacks: two with his sword and one with his head-butt.

Head-butt. *Melee Weapon Attack:* +6 to hit, reach 10 ft., one target. *Hit:* 7 (1d6 + 4) bludgeoning damage.

+1 Nine-ring Sword. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 9 (1d8 + 5) slashing damage, or 10 (1d10 + 5) slashing damage if used with two hands.

Pepperbox Pistol. *Ranged Weapon Attack:* +5 to hit, range 30/120 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

ERLANTU, CHTOK BLOOD GLUTTON

XP 1,100

hp 55 (see page 109)

SYAANDI WARRIORS (4)

XP 100 each

hp 32 each (see page 706)

D14. CRAEBIN'S GENERAL STORE

This store contains various tools and equipment, but everything seems in complete disarray, haphazardly placed on scattered shelves, tables, and even the exceedingly cramped floor.

Creatures: **Belindra Craebin** is a halfling commoner who took over this store from her father, Garrett, when he died of natural causes, but has little interest in running the business. When she receives new items, she places them in random locations about the store—usually any open space—thereby frustrating customers searching for specific gear. Belindra has an incredible memory, however, so she eventually recalls where to find things and assists customers in locating whatever they request by climbing over, under, and into hard to reach places to drag forth each prize. She keeps traditional adventuring gear in stock, but any shopping experience by the PCs likely takes hours while she gathers everything.

D15. BARON YACOB'S HOME

This enormous sandstone mansion represents the largest building in town. Purple banners displaying a green, two-headed stag flank the double doors leading inside. A pair of liveried guards stand at attention just outside.

The guards assume an intimidating posture when outsiders approach the baron's mansion, demanding they state their business. If the PCs avoid a belligerent attitude with the guards and make a reasonable request for an audience with the baron, they relax and summon their liege, politely asking the PCs to leave their weapons behind. One of the guards then accompanies the PCs to a drawing room past a freshwater pool and a magnificent dining area.

Baron Yacob (LN male human **noble**^{SRD}) soon appears to meet with the PCs, likely





having already heard of their arrival from Sabila Carn. The Baron inherited his crown through traditional means, but also wandered the wastes in his younger years, compiling a wealth of knowledge and adventuring experience beyond the sheltered walls of Trebelbet. As a result, his people often turn to him for leadership, protection, and the resolution of disputes. A capable leader, he instituted a fairer schedule for wall duty (reducing the time from 12 to 8 hours with rotating shifts to avoid forcing the same people into constant overnight duty). A new development now tests his resolve, however, as a nearby rock quarry operation for the purple-veined stone comprising Trebelbet's walls recently uncovered a tremendous pit filled with bones. Workers also claimed they heard whispers and scratching from beyond the entrance to the pit. When miners began complaining of suddenly debilitating rashes and blisters, he issued an order to quarantine the cave.

As a result, Yacob views the PCs' arrival as an opportunity to discover the cause of the bone pit and the unusual malady afflicting his miners. He wants to put his people back to work as soon as possible so they can quarry enough stone to repair some recent damage to one Trebelbet's walls. As off-worlders, he views the PCs as more expendable than his own men, and, if they prove as capable as they seem, he hopes they can fix the problem, earn his trust, and then be on their way following a 1,500 gp reward

for dealing with the matter. If the PCs ask him about the *Opus Aeterna* or the various monasteries across the Broken Baronies, he can describe each one to the best of his ability, having visited them years ago when seeking to better understand the ruins of Rythes. If they agree to deal with the problems at the rock quarry, he also promises to draft them an official decree in his name to secure the cooperation of any monks they encounter.

WATCH CAPTAINS (3)

XP 1,100 each

hp 60 each (see page 115)

D16. ROCK QUARRY

The PCs have to travel a few miles further west of Trebelbet to reach the "rock quarry" described by Baron Yacob. A moss-covered track of heavy wagon ruts marks the route as it ventures away from the Seabridge Causeway and into wilder areas of the barony.

Several unworked blocks of brown stone shot through with purple marbling sit in a pile as if someone pulled them from the earth and then abandoned them. A sign with bright blue paint stands outside a small cave, proclaiming: "Quarantined! By Order of Baron Yacob!"

The stone quarried from this hillside serves as the primary building material for Trebelbet, which continues to expand as the population grows under Baron Yacob's leadership. The "rock quarry" is actually the ruins of an ancient Patron shrine that contains the nearest *Tear of Eternity*. A landslide covered the structure when the Principalities created such devastation on Rythes. The active mining by Trebelbet's workers reopened the entrance to the shrine, and shortly thereafter, the miners started showing signs of disease manifesting from the same corruption affecting the *Tear*. This forced the baron to quarantine the mine, because he now fears the stone itself might carry the taint. Rituals like *detect poison and disease* reveal a faint trace of some noxious energy emanating from the stone. It grows stronger (but still registers as faint) upon approaching the cave.

D17. BONE PIT

Moss hangs from the surprisingly smooth ceiling of the long corridor leading to this circular chamber. A massive 20-foot-wide pit takes up most of the floor, piled high with gnawed bones of every description. Faint orange light emanates from another passage to the northwest.

This pit once served as a chamber of renewal and rebirth for those using the intact *Tear of Eternity* (at D19). Followers of the Patrons could literally shed their bodies for restoration, particularly those with grievous injuries or devastating illnesses. By aligning themselves within the circular pit and undergoing a ritual of euthanasia, individuals could rely on the *Tear* to resurrect and restore them in this chamber. Those with *tear shards* (such as the syaandi the PCs encountered at C10 and again at D13) enjoy a similar effect. The 20-foot-deep pit contains the bones of those who took their lives, as well as the bones of victims attacked by the tear-warped wretches (at D18).

D18. TEAR-WARPED WRETCHES

An overwhelming stench of decay and an orange light fills this chamber. The apparent source of illumination emanates from an area further south, while the smell results from two carrion corpses piled along a ledge overlooking an oval chamber 10 feet below. Two spherical areas also expand to the northwest and southeast completely overrun by layers of vibrant green moss.

This room acted as a meditation chamber for the recently resurrected where they could reflect on their former lives, regain their memories, and plan new futures under the guidance and instruction of the Patrons.

Creatures: Three former syaandi benefitted from the resurrection effect of *tear shards* found elsewhere in the Barony of Merebec and had their spirits drawn to this shrine's fractured *Tear* (at D19) when they died. Sealed within the buried ruins and unable to escape, their new bodies eventually perished from the radiation, and the *Tear* subsequently resurrected them again and again, eventually causing them to mutate into undead festrogs.

They now mindlessly protect the cave, hungrily attacking anything entering their domain as evidenced by the slain corpses of two Merebec miners left on the ledge. Unless the PCs take precautions to hide their approach by making Dexterity (Stealth) checks, the wretches notice their coming and hide themselves on the ceiling just above the northern ledge (DC 17 Wisdom (Perception) to notice), seeking to surprise intruders.

Tactics: The wretches use their Spider Climb ability to scale the walls and ceiling to surround opponents and set up charges. They attempt to shove their foes into the offal pit with their Charging Trip, inflicting 1d6 points of falling damage before climbing down to feed on them. The wretches fight to the death.

TEAR-WARPED WRETCHES (3)

Medium undead, chaotic evil

Armor Class 13 (natural)

Hit Points 90 (12d8 + 36)

Speed 40 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	12 (+1)	17 (+3)	9 (–1)	11 (+0)	9 (–1)

Skills Athletics +5, Perception +2



Damage Immunities poison

Condition Immunities charmed, exhaustion, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Syaandu

Challenge 3 (700 XP)

Diseased Pustules. A creature that deals piercing or slashing damage to the wretch while within 5 feet of it must succeed on a DC 13 Constitution saving throw or contract a disease that causes them to break out into necrotic boils the following day. The diseased creature must repeat the save when it finishes a long rest, or its hit point maximum decreases by 10 (3d6), and it can't regain the loss until it recovers from the disease. If the boils reduce the creature's hit point maximum to 0, the creature dies. If the creature successfully makes two consecutive saves, it recovers from the disease, and its hit point maximum returns to normal after its next long rest.

Charging Trip. If the wretch moves at least 20 feet and hits with a bite attack in the same turn, the creature must succeed on a DC 13 Strength saving throw or be pushed 5 feet back or knocked prone (wretch's choice).

Reckless. At the start of its turn, the wretch can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against it have advantage until the start of its next turn.

Spider Climb. The wretch can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

ACTIONS

Multiattack. The wretch makes three attacks: two with its claws, and one with its bite.

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage plus 7 (2d6) necrotic damage. If the target was a creature, the wretch regains hit points equal to the necrotic damage dealt.

Claws. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d4 + 3) piercing damage.

D19. FRACTURED TEAR

The far end of this chamber contains a large, cracked, tear-shaped gem resting on a pedestal and radiating with a fierce orange light. Similar colored shards surround the pedestal, their glow much softer, but wavering in a heat-like haze.

Canny PCs may recognize the similarities between this *Tear of Eternity* and the Red Gate at Mr. Sarlu's. Finger-length shards lie about the cave, initially claimed and moved about by the resurrected syaandi. The partial destruction of the *Tear* results from the corruption inflicted by the Principalities when they assaulted Rythes millennia ago. The damage has caused the ancient artifact to leak a strange form of radiation within the entire chamber. The most immediate effect induces a severe headache, forcing any living creature occupying the room to make a DC 15 Constitution saving throw or suffer disadvantage

on attack rolls and ability checks. This effect lasts for 2d6 hours even upon leaving the immediate area. The radiation also has a secondary and more insidious effect. Each hour of exposure in this chamber causes lesions to appear, dealing 10 (3d6) necrotic damage to those who fail a DC 15 Constitution saving throw, and reducing their maximum hit points by an amount equal to the necrotic damage taken until they finish a long rest outside the radiation. If the radiation reduces a character's hit point maximum to 0, the victim dies, and then returns as another tear-warped wretch 8 hours later.

Despite the incredible danger posed by the malfunctioning *Tear*, its radiation is also responsible for the prodigious growth of the barony's unique moss. A successful DC 15 Intelligence (Nature) or DC 20 Intelligence (Arcana) check reveals this fact, presenting a conundrum for PCs who may wish to finish destroying the *Tear* to end the radiation. If the PCs attempt the latter, the cracked gem is AC 15 with 30 hit points. Destroying it releases an intense burst of radiation, inflicting 22 (4d10) points of necrotic damage and 2 levels of exhaustion, or half as much damage and 1 level of exhaustion with a successful DC 15 Constitution saving throw.

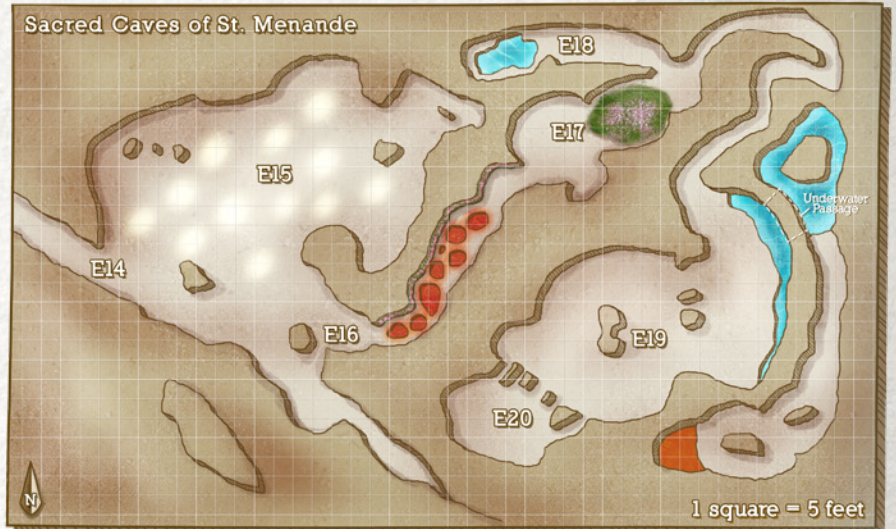
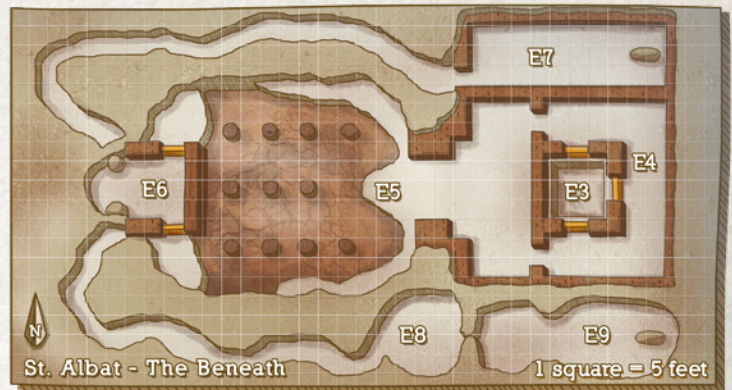
Development: However the PCs choose to resolve the situation with the fractured *Tear*, it pleases Baron Yacob to put the matter behind him. If they inform him of the cave's dangerous radiation, he ensures it remains off limits so that the *Tear* can continue promoting the growth of the barony's moss. If the PCs destroy the *Tear*, it takes a while for the moss to recede, making it possible for Merebec's farmers to find alternative solutions to ensure its survival. The Baron makes good on the monetary reward he promised and provides them his written authorization to secure the assistance of the monks at St. Albat's monastery.

E. THE RIVER'S GHOST

The mighty Singwheel River once provided fresh water for the entire peninsula now occupied by the Broken Baronies. With the destruction of so many *Tears of Eternity*, great earthquakes opened fissures beneath the river basin, eventually draining the water. Now, the remaining riverbed carves an impressive scar through the land, ranging from 50 feet to 2 miles in width, reduced to pockets of fast-drying mud created by rare rainfalls.

ST. ALBAT'S MONASTERY

The St. Albat monastery represents the first sign of civilization along the dead river. Its monks have spent centuries faithfully illuminating passages from a single pane of the *Opus Aeterna* to honor their god. They no longer possess the crystalline page from the codex, however, believing St. Albat took it with him to his eternal reward in paradise. As the years have passed, the monks have copied the script into their book of psalms, but their work has become less legible as they lack a true understanding of the codex's meaning. Now, they spend their time in quiet meditation, using the slowly drying soil in all their endeavors as part of a misguided effort to renew Rythes.



E1. ST. ALBAT OF THE SOIL

As the dry riverbed passes beyond the confines of Trebelbet, signs of civilization fade. Days of travelling have seen few signs of life as the river doubles back on itself several times in a snake-like fashion. Eventually, it broadens into a huge canyon filled with the rhythmic chanting of humanoids caked head to toe in sunbaked mud. They sit upon flat stones, arms raised to the cloudless sky. A number of misshapen slabs of tin and wood also lie scattered across the ground all around them.

The monks of St. Albat lack a true “monastery” to call their own. In reality, they spend most of their days engaged in daily rituals within the canyon itself, living within individual holes dug into the ground for shelter. They cover themselves with mud to keep cool and also as a means for beseeching their god to renew all life on Rythes, believing it has life-giving properties capable of garnering their god’s attention and protection. A successful DC 13 Wisdom (Perception) check notices several lines and circular patterns (similar to those from the *Opus Aeterna*) inscribed into the flat stones where they sit. While none of these drawings are complete, they too serve as an outward reflection of the monks’ diligence in copying the ancient script.

Creatures: Twelve monks currently sit among the stones. They remain silent even if the PCs attempt to speak with them, focused intently on their rhythmic chant. Even harassed or physically interrupted, irritated monks temporarily break their meditation to shush the speakers but continue to ignore them. If, however, the PCs show them any of the fragments they’ve retrieved from the *Opus Aeterna*, the monks immediately cease their meditation, brushing away flakes of drying mud to eagerly surround the PCs in awe and admiration, asking where they obtained them. The excitable chatter causes a number of monks to emerge from their covered holes, interrupting their sleep to investigate the disturbance. These higher-ranking initiates harshly reprimand the gawking chanters and urge them to resume their meditation. The newcomers speak more directly with the PCs, requesting the purpose of their visit. If shown Baron Yacob’s missive or the *Opus* fragments, they direct the PCs to their abbess, **Sister Kaolin** (at E2).

CHANTING MONKS (12)

XP 25 each

hp 9 each (see SRD, statistics as **cultist**)

VIGILANT BODYGUARDS (4)

Medium humanoid (human), lawful neutral

Armor Class 14

Hit Points 22 (4d8 + 4)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	12 (+1)	10 (+0)	15 (+2)	8 (-1)

Skills Acrobatics +4, Athletics +4, Insight +6, Intimidation +1, Perception +6

Senses passive Perception 16

Languages Common

Challenge 1/4 (50 XP)

Healing Potions. A vigilant bodyguard carries two *potions of healing* to use for herself or administer to the person she guards.

Nimble. As a bonus action, the vigilant bodyguard can Dash or Disengage.

Unarmored Defense. When not wearing armor or using a shield, the vigilant bodyguard adds its Wisdom modifier to AC, included in its statistics.

Watchful. A vigilant bodyguard gains double its normal proficiency bonus to Insight and Perception checks and passive Perception.

ACTIONS

Multiattack. The vigilant bodyguard attacks three times with its nunchaku or with a shuriken.

Nunchaku (club). *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) bludgeoning damage.

Dart. *Ranged Weapon Attack:* +4 to hit, range 20/60 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

Disarming Attack (Recharge 5-6). When the vigilant bodyguard hits with her nunchaku, as a bonus action she can attempt to disarm the target. If the target is holding a weapon or other item in its hands, it must make a DC 14 Strength saving throw or be forced to drop an object the bodyguard chooses. The dropped item lands at the target's feet.

REACTIONS

Defend. When the vigilant bodyguard can see an adjacent creature that would be hit by an attack, the vigilant bodyguard may roll 1d8 and add it to the creature's AC until the beginning of the vigilant bodyguard's next turn. This can cause the attack to miss.

E2. THE WAY BENEATH

As the path moves beyond the strange monastic community, it makes a final turn, passing near a sheltered structure composed of a horseshoe-shaped wall of mud 10 feet high. A dirty blanket hangs from two pegs, shading the interior from the harsh sun.

This handmade hut of mud and straw houses the only member of St. Albat's to consistently live above ground—the monastery's abbess, **Sister Kaolin** (LN female human **priest**^{SRD}). With the assistance of her trained monks, she stands guard over the holiest location in the entire canyon—a small pit that descends into the dark recesses of a Patron shrine discovered thousands of years ago by the original St. Albat. Assuming the initiates (from **E1**) escort the PCs to her, she greets them with an earthen embrace, following tradition by marking them with the blessed soil of St. Albat's. If they show her an *Opus* fragment, she attempts to hide her sudden interest, but questions them intently about it, noting its patterns are similar but different from those they copy in their psalms upon the stones.

Before Sister Kaolin allows the PCs to ask her questions, she insists on knowing where they found the fragment, listening raptly as the PCs relate the tale. Able to sense their off-worlder heritage, she also asks about their homelands. She then questions them about anything unusual they may have seen on their journeys across Rythes, showing particular interest in areas of regrowth and recovery they may have encountered. Once satisfied with their responses, she entertains their own questions, providing answers as outlined below:

What is this place? "This is the Monastery of St. Albat, founded after the Great Cataclysm drained the Singwheel River."

What happened to the river? "Centuries ago, the land shook and opened, dragging the water down into the earth. Now we dig to recover it."

Who is St. Albat? "He taught us that god grew disappointed with us taking advantage of the bounty we had. We had become wasteful and allowed many of his gifts to go extinct. St. Albat believed god would one day heal the land and restore the river, but, as the soil's caretakers, we must tend to and protect all that remains here in the basin."

Why does nothing grow here? "As the river will reclaim this land, we don't need to grow anything here. When god is satisfied with the renewal of his bounty, he will return the river to us and allow the entire land to bloom again."

What do you eat, then? "We receive gifts from the people of Merebec, who revere St. Albat as the provider of their sustenance, especially now that their moss farms have begun producing more than they can consume. The mud also holds a surprising bounty of worms and beetles if we search diligently for them."

Why the interest in this fragment? "St. Albat possessed a full pane of such glass which also bore these markings. He claimed it was the word of divinity and taught him the way to receive god's grace. Recently, the signs in the heavens have started to align with the patterns on the glass. That's how we know a renewal is coming, and now your arrival is further proof of that."

Why have you been copying the text from St. Albat? "We seek to gain our own understanding of the holy word, to commit it to memory forever so it won't be lost, and it is a daily reminder of our sacred duty as caretakers of the land."



Where is St. Albat's tomb? "It lies below. You would have to journey underground to reach it, and we sealed its entrance long ago, because too many petitioners sought to steal a pinch of dust from his remains."

Can we visit the tomb? "Normally, I would refuse, but it is a sign of god that you possess another fragment of the sacred word. If you present this to St. Albat, perhaps his spirit may further enlighten us to the coming restoration so we might better prepare for it."

Will you accompany us? "No. God has ordained you as his messenger, and I don't wish to go against his will. Besides, none of us know the way. The tomb was sealed in my great, great grandfather's time and no one's ventured beyond the seal ever since."

After answering the PCs' questions, Sister Kaolin encourages them to explore St. Albat's tomb, leading them to the pit within her hut, and instructing her initiates to lower them into the chamber below (at E3).

SISTER KAOLIN

XP 450

hp 27 (see SRD, priest)

E3. THE DARK PIT

A simple platform operated with ropes and pulleys lowers occupants 100 feet below ground into the cool confines of this manmade chamber. Reddish-brown water slowly drips from the enclosing walls into a

deeper pit below the platform, and three crystalline doors—all inscribed with familiar circuit-like cracks and etchings—open into a larger room beyond.

This humid chamber allows the underlying pit to serve as a deep well, filling with mineral-laced water draining into the water table running beneath the dry riverbed. Despite the particles coloring the water, it proves potable and serves as the main source of drinking water for the monks.

E4. VESTIBULE

Alien images and unusual hieroglyphs line the walls of this U-shaped chamber. Two passageways lead further west.

During the days of St. Albat, this area served as an anchor point for testing the underground water level to gauge the recovery of the *Tears of Eternity*. With the passage of time, however, the monastery's monks fell into variations of their "faith," misinterpreting their purpose and the words of their founder following his death. Now, they use this place to commune with the soil, using the water from the well to manufacture the mud they apply to themselves.

A successful DC 17 Intelligence (History) check or a *comprehend languages* spell can decipher most of the Patron markings on the wall. They tell much of the story of ancient Rythes, including its early founding, the raising of gates to other worlds as guided by the *Opus Aeterna*, and the subsequent war with the Principalities, including a mass exodus of every Patron before the collapse of the last interplanetary gate.

E5. ELEVEN PENITENTS

The tunnel leading to this chamber ends at a wide ledge descending 5 feet into an unworked, mud-filled chamber. A worked stone ledge stands on the opposite side roughly 40 feet away with another short passageway leading west to a brick wall. Within the sunken chamber, eleven cylinders of dried mud rise from the floor, a single tube protruding from their side.

The monks of St. Albat's use this chamber for punishing the sins of their own. Currently, eleven initiates occupy the mud cylinders, completely encased within them and a single breathing tube enabling their survival while they do penance for a variety of indiscretions (such as taking more water than the allotted amount, questioning the task of illumination, speaking during meditation, and other seemingly minor infractions). They must spend 12 hours bound by the mud to receive absolution, and, during this time, the higher-ranking monks visit to encourage them to contemplate their sins while seeking forgiveness from their god. The proximity to St. Albat's tomb supposedly helps to focus their thoughts on redemption.

Development: Should the PCs free any of the monks from their prison, they become flustered and confused, adopting a defensive posture in the belief the PCs have trespassed into the shrine. Once Sister Kaolin learns of this situation, she intervenes, chastising the PCs for not understanding their ways. She explains the harsh environment of the river basin requires them to follow the strictures laid out by St. Albat, and failure to do so may result in the dissolution of their order.

PENITENT INITIATES (11)

XP 50 each

hp 9 each (see SRD, acolyte)

E6. BRICKED PASSAGeways

This passage ends before multiple walls formed from clay bricks. Cold air seeps from small gaps in the mortar and the sound of dripping water echoes from the passageways beyond.

A prior abbot had this passageway sealed off over a century ago after detecting a growing evil in the depths of the shrine. He kept this information to himself, however, fearing it might cause concern among the faithful if St. Albat's corpse had returned as an undead creature. Since then, the monks of St. Albat's have maintained the wall, but it still shows small signs of deterioration. It takes an hour to dig through enough bricks in either wall to allow Medium creatures to pass beyond.

E7. FALSE SHRINE

The earthen walls of the corridor leading to this chamber give way to reinforced brick of red clay etched with lines and circles reminiscent of those found in the rest of St. Albat's. A shrouded body rests upon a bier in the center of room.

When St. Albat died, his successor created a false tomb for his master to mislead grave robbers. He then used magic to seal St. Albat's true tomb to the south (at E9). Originally, the monks left this passage open for petitioners to visit but added the wall (at E6) a few years later. The body resting on the bier belonged to another priest who violated the order's now-defunct vows of celibacy. The monk who built the chamber assumed he might receive atonement by acting as St. Albat's proxy.

Creature: The monk posing as St. Albat died with no regret for breaking his vows and eventually returned to life as a totemmaske, an undead shapeshifter. His growing evil alarmed Sister Kaolin's great, great grandfather and he sealed off the tomb before it emerged. The totemmaske has languished ever since, unable to break free. It lashes out at the first individual to disturb its grave.

Treasure: To impress petitioners (and satisfy potential tomb robbers), the monk who built the tomb left a few trinkets behind. Beneath the totemmaske's bier, a small shelf holds 3 oblong pieces of turquoise worth 300 gp each, a *flametongue mace*, 2 *potions of heroism*, a *scroll of stone to flesh*, and a *wand of stone shape* (as a *wand of detect magic*, but it allows the wielder to cast *stone shape*).

Development: If the PCs return to Sister Kaolin and inform her St. Albat has become an undead mockery, they must succeed at a DC 20 Charisma (Persuasion) check to avoid her exiling them from the monastery. If they manage to avoid angering her, she acknowledges much of the history of the tomb has been lost over several generations, and perhaps the older monks fell prey to a creature imitating the saint. She also suggests there must be a way find to St. Albat's actual tomb. Assuming the PCs have not already explored the southern passage (at E8), she urges them to do so.

FALSE ST. ALBAT

Medium undead (shapechanger), neutral evil

Armor Class 18 (natural armor)

Hit Points 153 (18d8+72)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	18 (+4)	18 (+4)	15 (+2)	14 (+2)	16 (+3)

Skills Deception +6, Perception +5, Stealth +7

Damage Resistances cold, necrotic

Damage Immunities poison

Condition Immunities exhaustion, poisoned

Senses darkvision 60 ft., passive Perception 15

Languages Abyssal, Celestial, Common, Infernal

Challenge 7 (2,900 XP)

Fleshdrink. If a totemmaske hits a single creature with both claw attacks, as a bonus action the totemmaske may drain away some of the target's flesh with its hollow claws. The target must make a DC 15 Constitution saving throw. On a

failed save, the target takes 14 (4d6) damage, and the target's hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Shape Flesh. By spending 1 minute in contact with a helpless creature, a totemmaske can reshape the target's face, causing flesh to cover vital features. The target may attempt a DC 14 Constitution save; on a success, the target is unaffected. Changes are permanent, but can be reversed with *heal*, *greater restoration*, or *regenerate spell*, or by surgically opening the sealed flesh with a DC 15 Wisdom (Medicine) that deals 2 (1d4) points of slashing damage even if the check is not successful.

A totemmaske can use this ability on one of four different features per use: ears (target becomes deafened), eyes (target becomes blinded), mouth (target cannot speak or eat), or nose (target cannot smell). Multiple uses can have increasingly serious effects (such as sealing the mouth and nose, which causes suffocation).

ACTIONS

Multiattack. The totemmake makes three attacks: once with its bite and twice with its claws.

Bite. *Melee Weapon Attack.* +7 to hit, 5 ft. reach, one target. *Hit:* 8 (1d8 + 4) piercing damage, plus the target must make a DC 14 Charisma saving throw. On a failed save, the target takes 10 (3d6) psychic damage.

Claw. *Melee Weapon Attack.* +7 to hit, 5 ft. reach, one target. *Hit:* 7 (1d6 + 4) slashing damage.

Shapechange. The totemmake can use its action to polymorph into the last Small or Medium humanoid it damaged with *fleshdrink*, or back into its true form. Its statistics, other than its size, are the same in each form. Any equipment it is wearing or carrying isn't transformed. It reverts to its true form if it dies.

E8. WORMS OF GOD

The southern passage ends at an unworked cavern, from which a narrow passageway leads southeast. After a 100-foot crawl, it mercifully opens into a small cavern.

The monk who interred St. Albat ensured the path to the saint's shrine discouraged tomb raiders by tunneling through the dirt and leaving just enough room for him to crawl through and respectfully pull the saint's body. Medium PCs must squeeze to reach this chamber. He also repacked the northern wall, using a *wand of stone shape* to conceal the saint's true shrine (at E9). It requires a successful DC 20 Wisdom (Perception) check to detect the hollow chamber behind the eastern wall.

Creatures: A swarm of rot grubs has made its way to this chamber, tunneling through the surrounding soil and resting within it. Once the PCs enter the room, the swarm

slowly burrows from the ceiling to reach them. Any PC that fails a DC 20 Wisdom (Perception) check is surprised on their first turn of the combat.

FLESHWORMS

Medium swarm of Tiny beasts, unaligned

Armor Class 14 (natural armor)

Hit Points 135 (30d6 + 30)

Speed 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	14 (+2)	1 (-5)	7 (-2)	1 (-5)

Damage Resistances bludgeoning, piercing, slashing

Condition Immunities charmed, frightened, paralyzed, petrified, prone, restrained, stunned

Senses blindsight 10 ft., passive Perception 8

Languages –

Challenge 6 (2,300 XP)

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny insect. The swarm can't regain hit points or gain temporary hit points. Additionally, creatures sharing the same space as a swarm are distracted. They gain disadvantage on all attack rolls and ability checks (but not saving throws).



ACTIONS

Rot Grubs. *Melee Weapon Attack.* +6 to hit, reach 0 ft., all creatures in the swarm's space. *Hit:* 17 (5d6) piercing damage, or 7 (2d6) piercing damage if the swarm has half of its hit points or fewer. Any living creature that takes damage from this attack becomes infested unless it succeeds at a DC 12 Dexterity saving throw. On a failed saving throw, the infested creature gains 1 level of exhaustion per round as the rot grubs burrow through and consume its flesh — this effect continues if the victim remains in the swarm and continues for 1d4 rounds after it leaves the swarm. Any energy-based attack that deals at least 5 points of damage to the victim automatically destroys all the rot grubs infesting it, ending the effect prematurely. Additionally, any effect that removes disease instantly ends a rot grub infestation. Immunity to disease offers no defense.

E9. THE TRUE SHRINE OF ST. ALBAT

The breach in the wall reveals a much larger cavern beyond. A 7-foot-long mound of dirt rests at the far end, forming a rough, humanoid shape on the ground. A metal tube protrudes from its presumed head, coated in heavy layers of dust.

This chamber serves as St. Albat's true resting place. The mound's vaguely human shape and a "breathing tube" is similar to the penitent cylinders in E5.

Treasure: Clutched tightly to its chest, St. Albat's corpse holds a fully intact pane from the *Opus Aeterna*. Assuming the PCs still have their own fragment, it grows warm and lights up when brought within 10 feet of St. Albat's burial mound. His piece flickers to life, as well, illuminating the entire chamber. A successful DC 20 Intelligence (Arcana) or DC 15 Intelligence (Investigation) check recognizes the combined fragments represent a star chart and partial schematic pertaining to interplanetary gates, but it also comes with the realization that several more pieces are needed to complete the diagram.

Development: The PCs easily receive Sister Kaolin's permission to take possession of the pane, since she sees its literal illumination as a sign of St. Albat's blessing. She does request, however, that the PCs tarry for a few days while her monks make several copies for their records. She then suggests they also seek out the monastery of St. Menande to the northwest to see if they have more fragments, believing they could help complete the full message of their god's will and the coming apotheosis of Rythes. She also urges caution, however, as no one has heard from the monastery of St. Menande in over 3 years.

THE HELLBIT TRENCH

This section of the Singwheel River Basin runs through a region of the Broken Baronies known as the Hellbit Trench, so named because of the intense heat born by the darker rocks of the surrounding plain and canyon walls. Travel here proves

more difficult, as overland movement rates are halved, and anything greater automatically inflicts one level of exhaustion (creatures with resistance or immunity to fire damage do not gain exhaustion).

E10. WORN TROUGH

This section of the riverbed narrows and deepens simultaneously with the walls rising 10 feet on either side to create a natural trough. A shifting wind periodically funnels through the resulting pass, driving clouds of sand before it. Unusual rock formations also stand on the ledges above, some them resembling broken statues worn down by the elements.

Hazard: When the Singwheel River originally flowed through this area, it narrowed against the harder rock, speeding its current and cutting a narrow passage just wide enough for a wagon or two to pass through. The odd geography also acts as a natural wind tunnel, and occasional blasts sweep down from the superheated plains above. They carry a fine, powdery sand with them, filling the entire trough with heavy obscurity every 1d6 minutes. The resulting dust lasts 2d4 rounds before settling enough to enable vision again.

E11. CRUDE GARLANDED STATUES

Dry, withered vines adorn the weatherworn statues dotting each ledge overlooking the riverbed. A dozen stand at irregular intervals along each side, 5 on the west and 7 to the east. Further up, the canyon walls also include two small caves.

The broken and weathered statues on these ledges resulted from the petrifying gaze of a pair of dracolisks. One of the creatures perished in an attack on a caravan further north, but its mate still lairs within the Hellbit Trench. The monks of St. Menande used to visit this area to adorn the stone statues with garlands of flowers in an attempt to appease the creatures. Unfortunately, the act did little to protect the monks, who simply became further additions to the menagerie of petrified victims. With a recent change in leadership at the monastery of St. Menande, the monks have now abandoned this area. A successful DC 20 Wisdom (Perception) check notices some of the statues have bite marks where pieces have broken away.

E12. CARCASS-STREWN DEN

A sulfurous reek fills this large cave where charred bones and chunks of pitted stone litter the ground. Piles of broken statues sit midway through the cavern, half-obscuring the back wall with their debris.

A trio half-red dragon basilisks uses this cave to keep watch on the riverbed and freshwater cave (at E13). They regard the entire Hellbit Trench as their hunting territory and note the arrival of any travelers from a camouflaged position high on the ledge near their lair (the creatures have advantage on their Dexterity (Stealth) check).

Treasure: The winged basilisks recently lost their mother and now viciously guard three intact eggs near the back portion of the cave, nurturing them so they can hatch. The PCs can use the contents of the eggs to restore any petrified companions. Using them on the statues also removes the petrification, but the wounds sustained from the broken, bitten pieces prove too much for any revived victims who immediately perish. If the PCs save the eggs, they can sell them to collectors in any market on Rythes for 1,000 gp each or as much as 2,500 gp on Argosa.

In addition, the basilisks have amassed considerable treasure, hoarding it like any dragon. Beyond the broken statues, a pile of coins and jewels includes: 1,836 gp, 2,379 sp, 554 cp, 16 amethysts (worth 20 gp each), 20 beryls (worth 50 gp each), 14 diamonds (worth 100 gp each), and 6 sapphires (worth 200 gp each). The dracolisks savored the gemstones as more exotic treats to pair with the consumed statues. Mixed among the coins, the PCs can also find a *mithral breastplate*, a silvered longsword, and a *feather token* (fan).

HELLBIT DRACOLISKS (3)

hp 52 each (see **SRD**, statistics as a **basilisk**, except as noted below)

Speed 20 ft., fly 40 ft.

Damage Resistances fire

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 9

Challenge 4 (1,100 XP)

Fire Breath (Recharge 5-6). The basilisk exhales fire in a 15-foot cone. Each creature in the area must make a DC 13 Dexterity saving throw, taking 24 (7d6) fire damage on a failed save, or half as much damage on a successful one.

E13. FRESH WATER CAVE

Sparkling blue pools of water offer a welcome sight at the end of this low cavern, seemingly fed from an underground spring collecting within an aquifer.

One of the few water sources within miles of the Hellbit Trench, these pools often draw thirsty animal and travelers, but they are also closely watched by the hellbit dracolisk (at **E12**).

Treasure: The westernmost pool is shallower than the other, reaching a depth of only 5 feet, and allowing anyone looking into it to clearly see the bottom. A waterlogged *bag of holding* fell into it when a prior traveler lost his life to the dracolisk. It contains: a silvered dagger in a jeweled scabbard (worth 100 gp), a scroll case containing a *scroll of fly*, a set of thieves' tools, an emerald ring (worth 75 gp), and a pouch containing 57 pp.

THE SACRED CAVES OF ST. MENANDE

The Order of St. Menande first formed around a cave system revealed when Hargo Lake receded to its current depth. The former waterbound caverns offered shelter for a group

of survivors led by Menande, who kept them alive with a combination of underground food sources and rainwater collectors. His monks were among the first to venture beyond their relative safety to seek out and assist others in surviving the Great Cataclysm, and, until recently, they continued that tradition by protecting trade routes between the Broken Baronies and helping hard hit regions recover arable land from the desert by building aqueducts.

Unfortunately, the benevolence of St. Menande's followers came to an abrupt end three years ago with the arrival of a mesmerizing gathlain (a fey-blooded halfling) named Banshau. Hailing from the greenhouse world of Emerald, which shares a similar orbit to Rythes, the fey explorer accidentally triggered an *interplanetary teleport* effect launching him into the wastelands near Buckle. Ever resourceful, he sought out native civilizations, hoping he could trick the local population into accepting him as a leader or an off-world god. But the survivors of Buckle ran him off, and he carefully avoided the suspicious folk of Trebelbet, traveling further west cursing his terrible plight.

Banshau survived the dracolisks in the Hellbit Trench and arrived near the caves of St. Menande just as its abbot and a small team of monks returned from one of their missionary sojourns. Banshau used his considerable mesmerist powers to convince the monks to extend their hospitality, accepting him into their order. As he learned more about St. Menande, he saw great potential for a small group of followers who could serve his whims. And, after formulating a plan to dispatch the former abbot, he successfully implanted a *suggestion* that they could convince the dracolisks to share their territory by hanging garlands of flowers on the petrified victims surrounding their cave. This effectively sent the highest-ranking members of the order to their doom, and Banshau filled the resulting power vacuum to lord over the remaining monks, secure in his station, but no longer concerned with helping the surrounding baronies.

E14. CHORISTERS

Four garlanded monks sing and chant in the distance, standing along an adjacent ridge to the riverbed trail as they raise their arms to the rising sun. Each seems small in stature, and their voices almost child-like.

These unassuming monks attempt to recruit travelers into joining the Order of St. Menande as they pass through the Hellbit Trench and into the Hargo Basin. Peaceful and friendly, they politely ask the PCs to put their weapons away, speaking in an unnaturally euphoric, singsong voice. Even as one monk addresses them, the others harmonize with the words, creating an odd conversation. After ascertaining the reason for the PCs' visit, they suggest they join them in the cavern beyond (at **E15**) so they can share in the celebration of life returning to Rythes and meet their spiritual leader, Banshau the Oracle.

A successful DC 15 Charisma (Persuasion) or Charisma (Intimidation) check can convince the adherents to speak rather than sing. If pressed with questions, they answer to the best of their ability.

What is this place? “The Sacred Caves of St. Menande, blessed be his name.”

Why are you all singing? “Our abbot, Banshau, encourages us to sing to let god know we still praise him and understand he’ll restore the land when all of us lift up our voices. By singing together, we more easily reach the heavens.”

You used to travel. Why have you stopped? “Bandits and monsters make it impossible for us to spread the word to others, but Banshau says that we will soon mobilize again. We just need to grow our numbers to ensure our safety.”

Who is Banshau? “Our enlightened abbot. He has served our monastery for three years now, arriving as a godsend when our former abbot died in the Hellbit Trench. He’s always eager to meet new potential initiates and you’d do well to seek his guidance in your lives.”

Can we see Banshau now? “He takes his rest now but receives visitors at dawn and dusk. While you wait, you’re more than welcome to enjoy our hospitality and join in the Song of Light.”

HALFLING CULTISTS (4)

Small humanoid (halfling), lawful neutral

Armor Class 16

Hit Points 44 (8d8 + 8)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	12 (+1)	10 (+0)	14 (+2)	10 (+0)

Skills Acrobatics +6, Athletics +4, Insight +4, Perception +4, Stealth +6

Senses passive Perception 14

Languages Common, Halfling

Challenge 3 (700 XP)

Calm Mind. The halfling cultist has advantage against being charmed or frightened.

Deadly Aim. The halfling cultist deals an additional die of damage with ranged weapon attacks with which it is proficient, included in its attack.

Halfling Nimbleness. The halfling cultist can move through the space of any creature that is of a size larger than its size.

Lightning Fist. When the halfling cultist hits with an unarmed strike, it can use its bonus action to deal an additional 7 (2d6) lightning damage.

Lucky. When the halfling cultist rolls a 1 on the d20 for an attack roll, ability check, or saving throw, it can reroll the die and must use the new roll.

Mobile Attacker. When the halfling hits a target with a melee weapon attack, it does not draw opportunity attacks from that target until the beginning of its next turn.

Unarmored Defense. When not wearing armor or using a shield, the halfling adds its Wisdom modifier to AC, included in its statistics.

ACTIONS

Multiattack. The halfling cultist makes four unarmed strikes or makes four shuriken attacks.

Unarmed Strike. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) bludgeoning damage.

Shuriken. *Ranged Weapon Attack:* +6 to hit, range 20/60 ft., one target. *Hit:* 9 (2d4 + 4) piercing damage.

Swift as the Wind. The halfling cultist uses the Dash action, then uses either Dash or Disengage, and until the beginning of its next turn, its jumping distance is doubled.

REACTIONS

Deflect Missiles. When the halfling cultist is hit by a ranged weapon attack, the damage it takes from the attack is reduced by 2d10.

Slow Fall. When the halfling cultist falls, reduce any falling damage it takes by 40.

E15. CAVERN OF SUN & SONG

The sound of joyous song fills this massive, flower-carpeted cavern, where small holes drilled into the ceiling allow shafts of natural sunlight to fully illuminate the entire chamber.

More monks—mostly halflings and gnomes—spend their time singing here in praise to the life-giving sun. When the PCs arrive, the cavern’s residents crown the PCs with flowers and drape hand-woven garlands around their necks. If they accept these gifts, the PCs are then encouraged to participate in the gathered choir, and several monks take time away from the performance to teach them the lyrics. If the PCs ultimately participate in this song for at least 1 minute, they become subject to an *enthrall* effect (DC 14 Wisdom saving throw negates).

Development: If the PCs insist on meeting Banshau immediately, the cavern’s residents protest their rudeness, but no one moves to stop them.

GNOME CULTISTS (4)

Medium humanoid (gnome), lawful neutral

Armor Class 16 (Dexterity)

Hit Points 27 (5d8 + 5)

Speed 35 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	13 (+1)	12 (+1)	12 (+1)	16 (+3)	12 (+1)

Saving Throws Wisdom +6, Dexterity +5

Skills Acrobatics +4, Athletics +4, Insight +6, Sleight of hand +4, Stealth +4

Senses darkvision 60 ft., passive Perception 16

Languages Common, Elvish

Challenge 1 (200 XP)



Spellcasting. A spry ambusher's innate spellcasting ability is Intelligence (spell save DC 11). They can innately cast the following spells, requiring no material components:

At will: *minor illusion*

Gear. Bracers of Defense, kama, 20 shuriken, potion of healing (2), concussion grenade, fragmentation grenade.

ACTIONS

Flurry of Blows (recharge 5-6). The spry ambusher makes three melee attacks. Any target hit by one of these attacks must succeed on a Dexterity saving throw or be knocked prone.

Multi-Attack. The spry ambusher makes two melee attacks.

Unarmed Strike. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) bludgeoning damage.

Kama. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 3 (1d4 + 1) slashing damage.

Shuriken. *Ranged Weapon Attack:* +4 to hit, thrown (range 20/60), one target. *Hit:* 3 (1d4 + 1) piercing damage.

REACTIONS

Deflect Missiles. When a spry ambusher is hit with a ranged attack, they can deflect or catch the missile. Reduce the damage by 1d10 + 1 points. If this reduces the damage to zero, the spry ambusher catches the missile and can use it as a weapon on their next turn. This ability cannot be used against firearms.

HALFLING CULTISTS (2)

XP 700 each

hp 44 each (see area E14)

E16. PITTED CORRIDOR

Flowers line the edges of several 10-foot-deep pits in this perfumed passageway. A sweet-smelling smoke drifts from the multicolored rocks illuminating their depths.

The pits are plainly visible, posing no threat to wary PCs. They used to hold hot coals to warm the cavern at night, and members of the order would traverse the pits to simulate the effects of the desert heat and scorching sands. When Banshau took over the order, he repurposed them to cloud the minds of those brought before him.

Hazard: The vapors from the pits create an inhaled toxin in the form of an insanity mist. Creatures who breathe the vapors must succeed on a DC 13 Constitution saving throw

or suffer disadvantage on Wisdom saving throws and ability checks for 1 hour. Before the PCs venture this way, one of Banshau's adherents makes sure to precede them so he can light the rocks. Those who succeed on their save likely notice nothing more than a bit of light-headedness, and even victims of the mist feel no initially alarming effect.

E17. PATH OF FLOWERS

Flowers completely cover this irregular passageway travelling from southwest to northeast. A restrictive tunnel, choked with flowers, curves out of sight to the east.

The flowers in this hallway conceal a 40-foot-deep pit.

Trap: The flowers in this hallway conceal a 40-foot-deep pit, its cover rigged to collapse under more than 250 pounds of weight. Fortunately, the mounds of flowers within the pit also cushion the fall, so it deals less damage. One of the order's monks once again precedes the PCs during any escorted trip to see Banshau, and he makes sure to lock the pit's cover in place so it won't trigger, but a trailing monk resets it after they pass through the hall. The trap requires a DC 17 Wisdom (Perception) check to see, but detection is automatic if a character carefully clears the flowers out of the way before they trigger the pit. The pit itself is a 10-foot square, and every character on the cover when it breaks must succeed on a DC 18 Dexterity saving throw or fall into the pit. Thanks to the flowers, the damage is reduced to 3d6 bludgeoning. The mechanism can be disabled with a successful DC 15 Dexterity check with thieves' tools.

E18. PRECEPTOR OF TEARS

A narrow ledge skirts this rough pool containing fresh water and a host of multicolored fish.

When Banshau receives visitors, he always does so in this cavern, using the fish to check the emotional state of creatures brought before him so he can determine which have come under the influence of the dizzying vapors in area E16. He can reliably do so since the fish follow visitors through each of the water-filled caverns, changing colors to match the emotional state of the nearest intelligent creature. Fish near a charmed individual gain a vibrant pink stripe running down their center scales.

E19. BLISS

This enormous cavern includes a green-hued statue of a small female figure missing its left arm. A line of stones blocks the view of a more distant chamber to the south, and a subterranean pool traces the eastern wall.

A successful DC 16 Intelligence (Nature) check recognizes the statue as the petrified form of a nixie. Banshau acquired this prize when traveling through the Hellbit Trench, liberating the mostly intact statue from the trough outside the dracolisk's cave. Periodically, he scrapes a bit of powder from the statue's broken arm, sprinkling it into the food and drink he prepares for his followers, thereby doubling the effective duration of any enchantments he uses to keep the cult under his sway.

Development: If the PCs restore the nixie by reversing her petrification, her missing arm temporarily horrifies her, and she quickly tries to stop the bleeding, losing 3 hit points due to bleeding every round. If healed, she expresses her gratitude to the PCs and offers them 2 pearls that allow the user to cast *water breathing*. A pearl's magic fades after it is used, but the pearl remains (worth 100 gp each). She then refreshes herself in the pool at E18 and entertains the remaining cultists, effectively replacing Banshau in the event the PCs depose him.

E20. BANSHAU THE ORACLE

Wreathes of flowers hang from dozens of hooks in this chamber. A mattress, also filled with flowers, sits on the floor, and small incense candles exude a soothing fragrance.

Like the order's previous abbot, Banshau selected this remote cave for himself. He spends most of his time here, relying on his charmed monks to see to his every need.

Creatures: Banshau always has two charmed bodyguards with him at all times, and they move to protect the oracle if the PCs attack. If Banshau expects no hostility, he continues his ruse as the current abbot of St. Menande. If the PCs seem less disposed toward him, he entertains their questions and provides what little information he can before attempting to send them on their way. If anyone fell victim to the dizzying vapors at area

E16, he uses his Subtle Spell ability to cast a *suggestion* to plant the idea of staying and joining his cult in the minds of his victims. If anyone questions him about the order's relative withdrawal from society, he explains the loss of their previous abbot greatly affected morale, and the monks now believe their wandering ways risked more than necessary. Under his leadership, Banshau has directed the order to remain in one location so they can draw others to them to join their choir.

Treasure: In his travels, Banshau managed to acquire three additional panes from the *Opus Aeterna* fashioned into a triptych by his monks and now serving as a decoration hanging among the flower wreathes over his bed. A strongbox on the floor also contains a powder brought with him from Emerald that acts as *plant growth* for flowering plants when combined with fresh water.

Development: If the PCs oppose and defeat Banshau, it breaks his hold over the monks of St. Menande. As his former followers come to their senses, they apologize to the PCs for their complicit behavior while under Banshau's mesmerizing control. As recompense, they readily part with the triptych containing the three panes of the *Opus Aeterna*.

BANSHAU THE ORACLE

Small humanoid (halfling), chaotic neutral

Armor Class 13 (16 with *mage armor*)

Hit Points 40 (9d8)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
9 (−1)	16 (+3)	10 (+0)	11 (+0)	12 (+1)	18 (+4)

Saving Throws Con +3, Cha +7

Skills Deception +7, Persuasion +7

Senses passive Perception 11

Languages Common, Halfling, Sylvan

Challenge 6 (2,300 XP)

Brave. Banshau has advantage on saving throws against being frightened.

Halfling Nimbleness. Banshau can move through the space of any creature larger than his.

Lucky. When Banshau rolls a 1 on an attack roll, ability check, or saving throw, he can reroll the die and must use the new roll.

Spellcasting. Banshau is a 9th-level spellcaster. His spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). He knows the following sorcerer spells:

Cantrips (at will): *fire bolt*, *light*, *thaumaturgy*, *vicious mockery*

1st level (4 slots): *mage armor*, *magic missile*, *shield*

2nd level (3 slots): *hold person*, *suggestion*

3rd level (3 slots): *counterspell*, *fly*, *hypnotic pattern*

4th level (3 slots): *confusion*, *phantasmal killer*

5th level (1 slot): *blight*

Subtle Spell (2/Day). Banshau can cast a spell without any visible components by weaving his magic into conversation.

ACTIONS

Multiattack. Banshau can make three ranged attacks.

Petal Knives. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage plus 3 (1d6) lightning damage.

Enslave (3/Day). Banshau targets one creature he can see within 30 feet of him. The target must succeed on a DC 15 Wisdom saving throw or be magically charmed by Banshau until Banshau dies or until he is on a different plane of existence from the target. The charmed target is under Banshau's control and can't take reactions.

Whenever the charmed target takes damage, the target can repeat the saving throw. On a success, the effect ends. No more than once every 24 hours, the target can also repeat the saving throw when it is at least 1 mile away from Banshau.

REACTIONS

Defensive Charm. When a creature within 30 feet that he can see targets Banshau with an attack, he can force the attacker to make a DC 15 Wisdom saving throw. On a failed save, the attacker must target a different creature in range with the attack. On a successful save he can't use this feature on that attacker again until he finishes a long rest.

TACTICS AND GEAR

Before Combat Banshau has *mage armor* cast before the PCs arrive.

During Combat Banshau uses his abilities to charm, hold, and enslave opponents to protect him or stop fighting altogether. If his manipulations seem ineffective, he stays back and supports his charmed bodyguards with *vicious mockery*, *hypnotic pattern*, and damaging spells if those fail.

Morale Banshau prefers to survive so he can dupe another group into accepting his selfish influence. When reduced to 15 hp or less, he drinks his *potion of invisibility* and follows it with his *potion of gaseous form* in an attempt to escape.

Combat Gear *potion of gaseous form*, *potion of invisibility*

ENTHRALLED MONKS (2)

XP 1,100 each

hp 45 each (see page 94, **brute bouncers**)

F. BARONY OF VELEATE

After leaving the caves of St. Menande, the PCs should continue northwest toward the Barony of Veleate so they can meet Khedri again with their reclaimed pages of the *Opus Aeterna*. Unknown to them, the krang already reached Veleate by taking a sailing ship from the Blue Barony and a shorter trek through

the Keloche River Basin. Unfortunately, he ran afoul of the anti-arcane zealots in True Veleate for refusing to part with his magic weapons upon entering the city. Soon thereafter, he was exiled to a nearby prison island for his crimes. To succeed in their mission, the PCs will have to rescue Khedri and add his fragments of the *Opus Aeterna* to their own.

Hargo Lake has receded considerably since the Great Cataclysm and now a vast, cracked mesa stretches from the caves of St. Menande to the newer shoreline. The ruts of a well-used wagon trail winds across the dry basin, and it requires a full day of travel before the PCs can reach the docks on the lake's edge. Several ferries await there, crewed by merchants who make their living transporting others to the city across the bay.

HIRING A BOAT

A soft breeze carries the smell of brackish water—a welcome circumstance given the arid, blistering plains of the past few days. Soon thereafter, the shoreline of a large lake appears. Several boats have moored next to a sun-bleached dock, their crews assisting with offloading or taking on cargo from caravan wagons parked in neat rows.

Hargo Lake grants the capital city of True Veleate greater protection compared to other settlements across the Broken Baronies. As a result, the Barony of Veleate represents one of the larger populations on the peninsula, and its magistrates carefully control the flow of traffic, limiting it to only the boats casting off from this dock to ferry travelers and supplies.

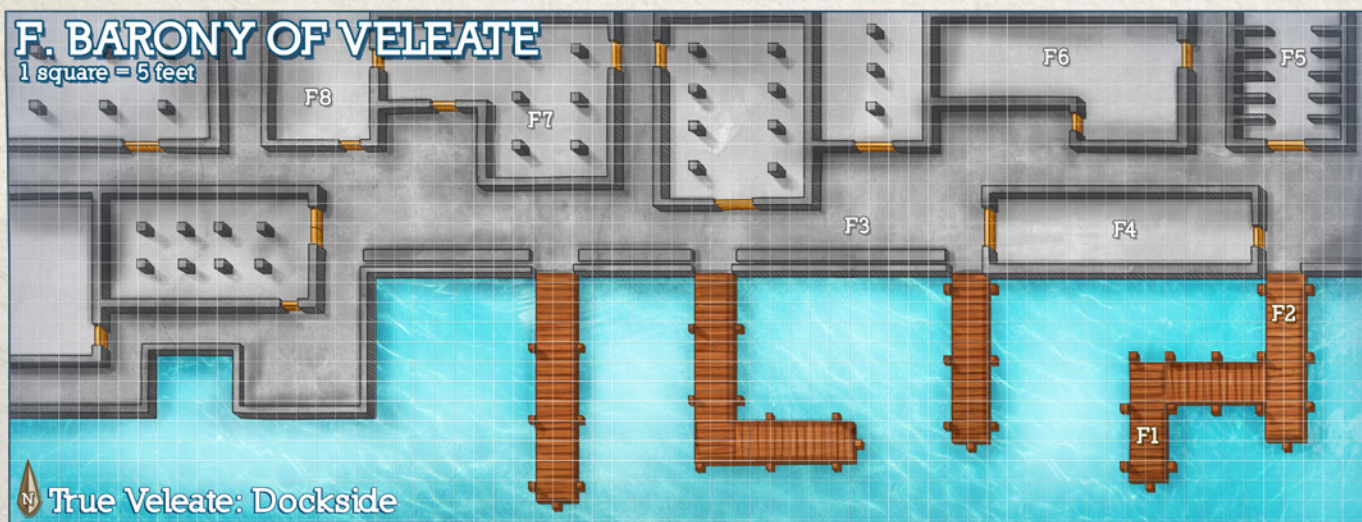
Creature: A ferry captain named **Ginny Graythorn** (N female human **veteran**^{SRD}) sizes up anyone seeking passage to True Veleate. She helped Khedri reach the city just a day or two prior to the PCs' arrival and the krang paid her quite well to watch for them. Unless PCs take pains to disguise themselves, she recognizes and approaches them before any of her competitors can secure their coin.

"You look a bit road weary, travelers! Nice day for a water crossin', yeah? If you're headed to True Veleate, I'd be happy to get you there. It's a lot cooler on the water and not nearly as much dust."

Once she has their attention, Ginny pulls them aside, immediately lowering her voice to keep their conversation private. She informs the PCs that Khedri already paid her to take them to True Veleate, but she fears for the krang's safety after the Dockmaster seized him for carrying contraband into the city and they'd do well to avoid a similar fate. In fact, True Veleate recently passed very stringent laws forbidding the possession and use of arcane magic. She shares that Khedri refused to part with his magical gear, and the city guards—a unit known as the Witchbreakers—clapped him in irons. Ginny came to respect and like Khedri when he helped defend her boat from a pair of kelpies, and feels she owes him, even if she wants to avoid trouble with the Dockmaster. Assuming the PCs are friends of the krang, she hopes they'll find a way to resolve the situation. If asked about the Witchbreakers, she explains their zero-tolerance for arcane magic and the screening process they use on everyone at the city docks. She recommends the PCs refrain

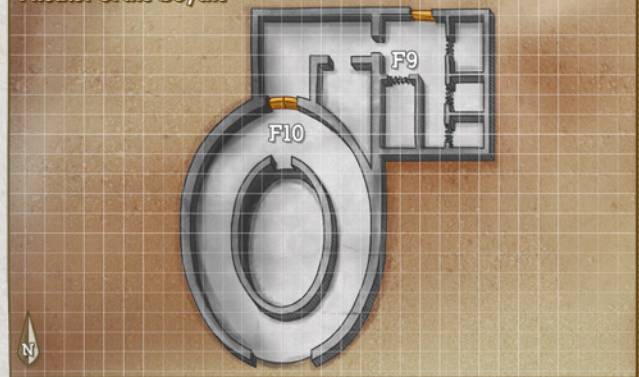
F. BARONY OF VELEATE

1 square = 5 feet

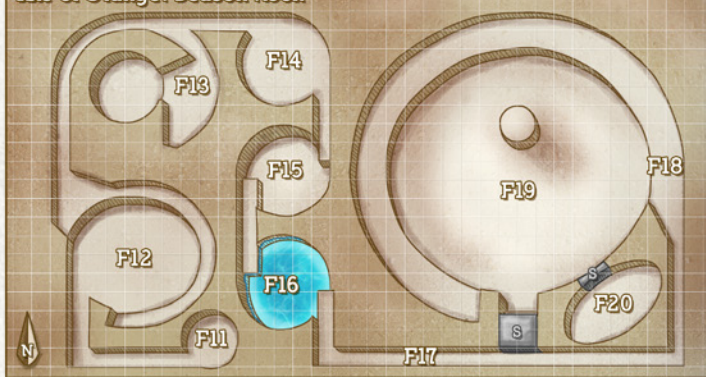


True Veleate: Dockside

Theater of the Scythe



Isle of Orange: Beacon Rock



from using anything other than divine magic and that they hide any magic items they may be carrying—even suggesting they leave them on her boat, if necessary. While PCs may find it difficult to trust Ginny, she's absolutely sincere in her wish to help Khedri by aiding them, and that includes looking after any gear they leave behind. Her ship is well-stocked with a variety of mundane replacement items for armor or weapons, and she promises to remain docked so they can reclaim anything they leave behind as soon as they might need it.

EVENTS IN TRUE VELEATE

The citizens of True Veleate follow an aspect of Rythes' god known as the Bountiful Morrow. The town's former leaders ascribed to the belief that if they lived pious lives, their god would provide them with a better future. But, the recovery of the *Tear of Eternity* near Veleate proceeded at a much slower pace, and they quickly became jealous of the resurgent agriculture of the other baronies. A young firebrand named Onkat-Oun railed against the status quo, and the embarrassed leaders sent her on a mission to the Barony of the Bloom to discover what they were doing differently to encourage god to grant them such a tremendous bounty. Just shy of Pelicole Pass, Onkat-Oun and

her companions ran afoul of gnoll raiders, resulting in the death of everyone in her party and a lingering reminder of the ambush in the form of a terrible acid burn leaving a wicked scar on her face. She tracked down the surviving gnoll leader—a *bouda* (witch)—to its lair and destroyed the creature and its familiar. As she surveyed the withered vegetation around the witch's hut, she concluded their god had chosen to withhold blessings of recovery from those who relied on arcane magic. Armed with this newly held doctrine, she returned to True Veleate and proselytized about eschewing arcane knowledge and all items crafted with it.

After instituting new laws to support this course of action, the magic from Veleate's *Tear of Eternity* finally—and coincidentally—strengthened, bringing renewed health to the town's plants, along with underwater plants that supported the fish population in Hargo Lake. This outcome bolstered Onkat-Oun's position, and she took power over the city, instituting ever more draconian laws regarding arcane magic, to the point that people now accept brands to mark themselves as true believers. The PCs arrive against this backdrop and—with Ginny's forewarning—are immediately confronted by Witchbreaker enforcers.

F1. CROWDED DOCK

The ship finally arrives at a large dock at a marina filled with fishing boats, ferries, and other visiting watercraft. A sign at the end of the pier warns visitors to stop at the Dockmaster's Hall for processing.

Ginny helps the PCs hide their magical equipment on her boat, if they wish. She strongly recommends against smuggling anything past the Witchbreakers, as she knows they mete out harsher punishments for anyone intentionally breaking the law. If the PCs succeed at a DC 18 Wisdom (Perception) check, they notice a boat filled with orange-clad passengers pulling away from the westernmost dock. Beating the Wisdom (Perception) check by 5 allows a PC to notice shackles on the prisoners' hands and feet.

F2. CONTRABAND CHECKPOINT

A uniformed guard and robed priest clad in the silver-and-bronze colors of the Barony of Veleate bar the way forward, examining the belongings of each arriver disembarking from the moored ships at the dock.

The priesthood of the Bountiful Morrow assists the Witchbreakers at each dock along the waterfront of Veleate, checking for arcane paraphernalia entering the city. At the PCs' pier, a priest named Jorn-Mar uses a *wand of magic detection* to examine each new arriver. If he detects any magic on the PCs, he has his Witchbreaker companion, a dwarf named Tybern, deter them for the Dockmaster (at area F4). Otherwise, he extolls the virtues of the Bountiful Morrow with a quick invocation, and then marks each of them with a rune of purity on their forehead, explaining it contains a dye that will last for a few days and they're expected to return for a new one if it fades before they leave the city. Anyone found in True Veleate without the mark immediately attracts suspicion from the Witchbreakers, and the Dockmaster changes the shape and color of the rune every day to ensure it can't be forged.

Creatures: The checkpoint is always manned by a Witchbreaker and a Veleate Priest.

WITCHBREAKER TYBERN

Medium humanoid (dwarf), lawful neutral

Armor Class 18 (plate)

Speed 25 ft.

Hit Points 60 (8d8 + 24)

STR	DEX	CON	INT	WIS	CHA
18 (+4)	11 (+0)	16 (+3)	11 (+0)	11 (+0)	15 (+2)

Saving Throws Con +5, Wis +2

Damage Resistances poison

Skills Athletics +11, Intimidation +5

Senses darkvision 60 ft., passive Perception 10

Languages Common, Dwarvish

Challenge 3 (XP 700)

Brave. The spellguard has advantage on saving throws against being frightened.

Dwarven Resilience. The spellguard has advantage on saving throws against poison.

Magic Resistance. The spellguard has advantage on saving throws against spells and other magical effects.

ACTIONS

Multiattack. The witchbreaker makes two melee attacks.

Greatsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) slashing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +2 to hit, range 100/400 ft., one target. *Hit:* 5 (1d10) piercing damage.

Antimagic Tactics (Recharges after a Short or Long Rest): For 1 minute, the witchbreaker can utter a special command or warning whenever a nonhostile creature that it can see within 30 feet of it makes a saving throw against a spell or makes an attack roll against an enemy that has cast a spell during the current combat. The creature can add a d4 to its roll provided it can hear and understand the witchbreaker. A creature can benefit from only one Antimagic Tactics die at a time. This effect ends if the witchbreaker is incapacitated.

REACTIONS

Parry Spell. The witchbreaker adds 2 to its AC against one spell attack that would hit it. To do so, the spellguard must see the attacker and be wielding a melee weapon.



JORN-MAR, VELEATE PRIEST

Medium humanoid (human), lawful neutral

Armor Class 17 (splint)

Hit Points 38 (5d8+10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	8 (-1)	14 (+2)	10 (+0)	14 (+2)	12 (+1)

Saving Throws Wis +6, Cha +5

Skills Insight +5, Medicine +5, Persuasion +4, Religion +3

Senses passive Perception 12

Languages Common

Challenge 2 (450 XP)

Spellcasting. The Veleate priest is a 5th level spellcaster. Its spellcasting ability is Wisdom (Spell save DC 13, +5 to hit with spell attacks.) The noble crusader has the following cleric spells prepared:

Cantrips (at will): *guidance, light, resistance, spare the dying*

1st Level (4 slots): *command, detect magic, healing word, shield of faith*

2nd Level (3 slots): *aid, blindness/deafness, hold person*

3rd level (2 slots): *dispel magic, protection from energy*

ACTIONS

Longsword. Melee Weapon Attack: +4 to hit, reach 5 ft., one target.

Hit: 1d8+4 slashing damage or 9 (1d10 + 4) slashing damage if used with two hands to make a melee attack.

Hand Crossbow. Ranged Weapon Attack: +2 to hit, range 20 ft./80 ft., one target. Hit: 3 (1d6) piercing damage.

Unarmed Strike. Melee Weapon Attack: +6 to hit, reach 5 ft., one creature. Hit: 5 (1d4 + 3) bludgeoning damage.

F3. PILLORY

Several dispirited captives fill the gibbets lining this waterfront. Occasionally, a passing resident spits on the ground just below one of the prisoners, flinging a garland of orange flowers at the gibbet and raising cheers or jeers from the gathered crowd.

If the PCs stop to look at the accused, a DC 10 Wisdom (Perception) check reveals they have different brands meant to label them as lawbreakers. If a PC stops a passerby to ask what crime the imprisoned individuals committed, they bitterly reply with “witchcraft” or “arcanery.”

F4. DOCKMASTER’S HALL

This long, rectangular building is bustling with energy as longshoremen and city guards move impounded cargo or escort unmarked arrivals pulled from the lines of those seeking entrance into Veleate.

The Dockmaster’s Hall serves as a storage place for confiscated contraband as well as a holding area for arrivals deemed to be an arcane threat to the barony’s ecosystem or

someone resisting the Witchbreakers’ demands to search their belongings. If the PCs attempt to go anywhere in True Veleate (other than **F1-F4**) without an appropriate rune marked on their forehead by a priest of the Bountiful Morrow (at **F2**), a guard from the Dockmaster’s Hall brusquely stops them and tells them to report to the Dockmaster for further questioning. If the PCs resist, he summons more guards and attempts to subdue them.

Creatures: Dockmaster Ronnerby Kolme receives all visitors to the hall, processing them individually with the scathing demeanor of a cutthroat lawyer. He questions everyone about their purpose in town and wields the authority to detain those he suspects of arcane taint. All magic items in his possession were confiscated from prior “criminals” brought before him, and he calls upon a veteran Witchbreaker named Hasken to throw anyone disputing his will into the jailhouse (at **F9**).

Treasure: The confiscated goods in Ronnerby’s possession are kept in a large, lead-lined strongbox beneath his interview table. It contains: an *elixir of truth*, a *potion of clairvoyance*, *scrolls of expeditious retreat*, *see invisibility*, *identify* (4), *invisibility*, *mage armor*, and *remove curse*, and a wand of magic detection. It also includes the +1 *nine-ring sword* once belonging to Khedri Vosh (see **D13**). His fragments of the Opus Aeterna were confiscated by Onkat-Oun (at **F6**) for further examination.

DOCKMASTER RONNERBY KOLME

Medium humanoid (elf, human), neutral

Armor Class 12 (leather)

Hit Points 40 (9d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	13 (+1)	10 (+0)	12 (+1)	12 (+1)	16 (+3)

Saving Throws Wis +3

Skills Arcana +3, Deception +7, History +3, Insight +5, Intimidation +5, Perception +3, Persuasion +7

Senses darkvision 60 ft., passive Perception 13

Languages Celestial, Common, Draconic, Dwarven, Elven, Gnome, Halfling, Infernal

Challenge 1 (100 XP)

Fey Ancestry. The dockmaster has advantage on saving throws against being charmed, and magic can’t put it to sleep.

Silver Tongue (1/Day). When the dockmaster makes a Charisma check, for 1 minute whenever it makes a Charisma check, it can roll a 1d4 and add it to the total.

ACTIONS

Multiattack. The dockmaster makes two attacks with its rapier. The second attack has disadvantage.

Rapier. Melee Weapon Attack: +3 to hit, reach 5 ft., one target. Hit: 3 (1d8 + 1) piercing damage.

Get 'Em (1/Day). A creature within 30 feet that the dockmaster can see may use its reaction to move up to its speed and make a single attack.

REACTIONS

Parry. The dockmaster adds 2 to its AC against one melee attack that would hit it. To do so, the half-elf must see the attacker and be wielding a melee weapon.

WITCHBREAKER HASKEN

XP 700

hp 60 (as Witchbreaker Tybern, see area F2)

WATCH CAPTAINS (2)

XP 1,800 each

hp 51 each (see page 115)

F5. STABLES

This cramped building houses camels, only a few horses, and other more exotic riding animals native to Rythes, most used by couriers or caravans visiting from other baronies.

F6. HOUSE OF THE BOUNTIFUL MORROW

Garden boxes filled with vibrant silver and bronze flowers line the windows of this stately building. An ornate whitewashed sign at each entrance proclaims this as the "House of the Bountiful Morrow."

The religious and political headquarters of True Veleate, the House of the Bountiful Morrow administers the laws and holy ceremonies for the entire barony, often drawing pilgrims from the outlying farms and shores at least once a week. The building features three main sections: the eastern side acts as a two-story boarding house for priests and servants of the Bountiful Morrow, the central structure serves as an administration building for the Witchbreakers, and the western hall presents a grand temple where the priests give open sermons every three days.

Creature: The Baroness and head Witchbreaker—a stern eleven matron named Onkat-Oun, also known as the Tiller of Souls—hears from her guardsmen when anyone breaks the law, or when notable visitors arrive in Veleate. Unless the PCs take precautions to disguise themselves, she easily hears of their presence in the city, and the same occurs if they resist any of her Witchbreaker enforcers. If arrested, the PCs receive an expedited trial directly at her hand in order to set an example for other outsiders and off-worlders who think they can flaunt the divine laws of True Veleate (see **Standing Trial**). While it is unlikely the PCs initially encounter Onkat-Oun here, if they break into the temple or somehow look to follow her here, she calls for her Witchbreaker bodyguards and fellow priests to attack any trespassers.

BARONESS ONKAT-OUN, TILLER OF SOULS

Medium humanoid (elf), lawful neutral

Armor Class 18 (studded leather, shield)

Hit Points 97 (15d8 + 30)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	11 (+0)	12 (+2)	16 (+3)

Saving Throws Str +5, Con +5, Wis +1

Skills Acrobatics +7, Insight +5, Perception +5, Persuasion +6

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 15

Languages Common, Elvish

Challenge 6 (2,300 XP)

Desert Hermit. The Tiller of Souls thrives in the parched deserts, gaining advantage on Constitution saving throws to avoid exhaustion or ill effects from starvation, thirst, or hot environments.

Fey Ancestry. Magic can't put a Tiller of Souls to sleep.

Magic Resistance. The Tiller of Souls has advantage on saving throws made against spells and other magical effects.

Smite. When the Tiller of Souls hits with a melee weapon attack, she can expend a spell slot to deal 1d8 radiant damage per level of the spell slot expended.

Spellcasting. The Tiller of Souls is a 5th-level spellcaster. Her spellcasting ability score is Charisma (spell save DC 14, +6 to hit with spell attacks). She has the following paladin spells prepared:

1st (4 slots): *command*, *cure wounds*, *detect magic*, *protection from evil and good*, *sanctuary*, *shield of faith*

2nd (2 slots): *lesser restoration*, *magic weapon*, *spiritual weapon*, *zone of truth*

ACTIONS

Multiattack. The Tiller of Souls makes two attacks.

Rapier. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage plus 9 (2d8) radiant damage.

Longbow. *Ranged Weapon Attack:* +7 to hit, range 150/600 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage.

Leadership (Recharged after a Short or Long Rest). For 1 minute, a Tiller of Souls can utter a special command or warning whenever a nonhostile creature that she can see within 30 feet of her makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand the Tiller of Souls. A creature can benefit from only one Leadership die at a time. This effect ends if the Tiller of Souls is incapacitated.

REACTIONS

Witch Hunter. When a creature within 5 feet of the Tiller of Souls casts a spell, she can make a melee weapon attack against that creature.



WITCHBREAKERS (2)

XP 700 each

hp 60 each (as Witchbreaker Tybern, see area F2)

WATCH CAPTAINS (2)

XP 1,800 each

hp 51 each (see page 115)

F7. THREE SISTERS TAVERN

Apart from Veleate's docks, this building seems to have the most activity in the city. A statue near the door displays three barmaids presenting tankards as if offering them to passersby on the street.

This tavern serves visitors and native citizens of True Veleate alike, featuring a large common area and several private booths and side-rooms.

Creatures: The youngest of three sisters, **Avna-Kul** and **Peri-Kul** (CN female human **commoners**^{SRD}) oversee this busy tavern. They serve a decent meal of fish and seaweed, but at a premium price of 1 gp. They also offer mead for 1 sp per mug. As the laws in town grow ever stricter, especially with the growing population of visitors, they can only serve 2 mugs per customer. If the PCs talk with the harried women, Avna-Kul responds to their questions and, if the topic comes up, gives her opinion that Onkat-Oun's laws have become unbearable.

F8. THREE SISTERS HOSTEL

This two-story building includes a painted sign with a bed and crescent moon.

The eldest of three sisters, **Verat-Kul** (LN female human **commoner**^{SRD}) manages the hostel and charges 2 gp a night for an overnight stay. If anyone complains about the high prices, she shrugs, reminds the complainer that Veleate has strong laws against vagrancy, and casually mentions they can take their chances on the streets if they want to risk drawing attention from the city guard.

F9. JAILHOUSE

This pristine jail includes four separate cells of varying size, each with a pair of cots and a washbasin filled with water. Prisoners already occupy two of the four cells.

This stout jailhouse joins with Veleate's courtroom (at **F10**), serving as a holding area for prisoners and lawbreakers before sentencing by Onkat-Oun. The cots are quite comfortable, and the locks to the cells require a successful DC 25 Dexterity check with thieves' tools to bypass. The jail also rests above an unusual Patron artifact buried there by Onkat-Oun when constructing the courthouse. She found it during her adventures in the Parched Plains and interpreted it as a divine blessing from her god. The device creates a subsonic wave that induces a powerful headache in arcane spellcasters, causing them to have disadvantage on concentration saving throws and making it difficult to replenish their spells by preventing restful sleep. Arcane spellcasters who

finish a long rest in the jailhouse gain one level of exhaustion (exhaustion gained in this way doesn't stack with any existing levels), and do not regain expended spell slots for finishing a rest.

Creatures: Four guards stand watch here over any prisoners. They can summon more from the town's contingent in rapid order if someone attempts to escape, always alerting Onkat-Oun and the Witchbreakers, as well. The current prisoners wear a bright orange smock. Each bears a bright red rune on the front and back identifying the wearer as an "accused."

VELEATE WATCH CAPTAINS (4)

XP 1,800 each

hp 51 each (see page 115)

F10. THEATER OF THE SCYTHE

A large gallery overlooks an oval-shaped pit in this domed courtroom. Man-sized, metal racks with a variety of restraints stand upright facing a circular stone intended as a speaker's podium.

The citizens of True Veleate have come to regard this courtroom as an arena of sorts, often gathering in droves to witness the justice dispensed by Onkat-Oun. Prisoners are typically led from the jail (at F9) and then restrained on one of the racks while their case is presented for judgment.

WHAT HAPPENED TO KHEMRI?

The PCs' first order of business in True Veleate—provided they don't immediately land themselves in jail or face expulsion from the city—should be to determine Khedri's fate. While Ginny knows the Witchbreakers took the rebellious krang into custody, she's been away from the city and unaware of what transpired since his arrest. A successful DC 15 Intelligence (Investigation) check or Charisma (Persuasion) check to gather information (made with advantage if the PCs ask at the Three Sisters Tavern at F7) reveals Khedri already stood trial and Onkat-Oun exiled him to the Isle of Orange, another islet in Hargo Lake that the Baroness repurposed into an offshore prison. The PCs may think to secure Ginny's aid in reaching the island, but she fears her ferry would attract too much attention from Witchbreaker patrols. Instead, she suggests the PCs take an easier route to reach the Isle of Orange by getting themselves arrested and exiled there, as well. Then, under cover of darkness with a much smaller one-man skiff, she feels confident she can bring them their gear (including any magic items they left in her care). In fact, even if the PCs have their arcane items confiscated by the Witchbreakers, Ginny believes she can work with a sympathizer in the priesthood to recover them (see **A Sympathetic Ear**).

Of course, the PCs are free to pursue their own plan, including a clandestine lake crossing to reach the Isle of Orange on their own. This approach will almost certainly draw the attention of the Witchbreakers patrolling both shores and the lake itself,

quite possibly leading to yet another confrontation that could land them in jail anyway. Regardless, the adventure hinges on the PCs eventually visiting the Isle of Orange—and not just to rescue Khedri. The island also emits an orange glow at night, generated by a Patron ruin. Even if the PCs reacquire Khedri's fragments of the *Opus Aeterna* from Onkat-Oun, the Patron energy imparted by their mythic ascension soon re-attunes itself with the ruins and draws them there. Treat this effect as a *geas* that slowly alleviates as they approach the Isle of Orange.

ARRESTED!

It's entirely possible the PCs may face their own arrest, whether by resisting the Witchbreakers, casting an arcane spell within the city, or breaking some other law like trespassing, petty theft, etc. Depending on their plan for rescuing Khedri, they might also heed Ginny's advice by intentionally getting themselves jailed so they can join him in exile on the Isle of Orange. Either way, if the PCs get arrested, the Witchbreakers bring them to the jailhouse at F9, taking away all of their equipment (mundane and magical) and replacing their clothes with the orange smock of the "accused."

STANDING TRIAL

Judgment comes swiftly in True Veleate, especially for off-worlders and non-native visitors to the city. Onkat-Oun personally sees to such trials, viewing them as an opportunity to further rail against the sins of arcane magic and the threat she believes it poses to the barony's recovery. The trial itself proves relatively straightforward. The Tiller of Souls reads the list of crimes committed by the accused (e.g., witchcraft, sedition, conspiracy, etc.). The Witchbreakers then give their own testimony—truthful or otherwise—as evidence. Onkat-Oun then casts *zone of truth* to prompt the PCs with leading questions to force them into publicly admitting their guilt. Whether or not they do so, she "divines their guilt" through silent prayer to the Bountiful Morrow. She brooks no questions or interruptions from the PCs during her interrogation. At the trial's end, she asks those accused to provide any reason for the court to take mercy on them while she contemplates their sentence. Afterwards, the guards escort the PCs back to their cells.

A SYMPATHETIC EAR

A monk of the Bountiful Morrow always visits the jailhouse to receive confessions from anyone due to receive Onkat-Oun's sentencing. These conversations are confidential and do not factor into the trial or Onkat-Oun's judgment (especially since a guilty verdict proves such a foregone conclusion). Following the trial, any jailed PCs receive a visit from **Brother Emehl** (LG male **priest**^{SRD} of the Bountiful Morrow), an older priest who can still remember a time before Onkat-Oun's claim to the title of Baroness and the passage of her draconian anti-magic laws. A friend of Ginny's, she implored him to seek out the PCs and aid them. Intrigued by their case, he offers a far more sympathetic ear, and a successful DC 10 Wisdom (Insight) check can discern his sincerity.



Following his duty, Brother Emehl begins by asking for the PCs' confessions, but eventually steers the conversation towards their quest for the *Opus Aeterna*, sharing that he took Khedri's confession, as well. Before the krang's exile, he explained the importance of the ancient artifact to Brother Emehl. The priest also shares that he received a vision soon afterward—one he believes emanated from a source other than the Bountiful Morrow—and that it encouraged him to see them safely to an old ruin on the Isle of Orange. If the PCs welcome his assistance, he divulges that Onkat-Oun will find them guilty, but he can work with Ginny to ensure their belongings also reach them on the island. He then expresses he would be most interested in eventually learning what they find there.

THE VERDICT

The next morning, a guard bangs upon the cells' bars, jarringly announcing, "Wake up! It's time to face the Tiller's judgment!" Several guards stand ready as an escort to the courtroom.

Once the guards bring the PCs to the courtroom (at **F10**), Onkat-Oun appears in her official robes as Baroness. She then declares, "Before I pronounce my judgment, you have one last opportunity to throw yourself on our maker's mercy." After pausing for any of the PCs to repent their sins, she proclaims,

"Very well. I have reached a decision. The punishment for your crimes against the Barony of Veleate is exile to the Isle of Orange. Guards, prepare the prisoners for transfer."

At this point, the Witchbreakers shackle the PCs to one another at the ankles and lead them through the south door. On the way to the dock, townspeople shout epithets at the PCs and throw wreaths of orange flowers. With a successful DC 15 Wisdom (Perception) check, PCs may notice Ginny and Brother Emehl watching from among the crowd. The guards create a procession toward a moored transfer ship at the westernmost dock. After loading the prisoners on the boat, they sail towards the setting sun as they depart for the Isle of Orange.

EXILED!

The boat's captain brings the ship into dock as several Witchbreakers stand ready to repel a crowd of gaunt exiles gathered at the edge of the island shore. More guardsmen begin moving prisoners off the boat and down a wide gangplank onto a listing dock, unlocking the shackles one at a time.

A successful DC 15 Intelligence (Arcana) check notices the light emanating from the island bears a strong resemblance to the radioactive energy from the fractured *Tear* they encountered at the quarantined rock quarry in the Barony of Merebec (at **D19**). After the guards release each PC from the boat, they swiftly cast off and depart.

THE ISLE OF ORANGE

The skies have grown darker with the setting sun, but the way ahead remains well lit by a column of orange light shooting directly from the center of the island into the clouds above Hargo Lake. Several campfires also line the beach with silhouette figures gathered around them for warmth.

If the PCs befriended Brother Emehl, he and Ginny arrive soon after the Witchbreaker ship departs. Or, if they made prior arrangements with Ginny, she convinces the priest to accompany her anyway so he can assure her safety should a Witchbreaker patrol impede her skiff. Regardless, they deliver all the PCs' belongings to them again, as well as Khedri's gear. Ginny also includes a *feather token* that creates an *animal messenger* (bird), instructing them to use it to contact her again when they find Khedri and want off the island. If asked about the arcane item, she shrugs and says, "I never did agree much with the laws of Veleate anyway."

Creatures: While the PCs don't find Khedri among the exiles on the beach, they can ask about him by winning over the other prisoners with a successful DC 15 Charisma (Persuasion) check. Some of the exiles have lived on the island since Onkat-Oun started "punishing witches," so they can provide the PCs with the lay of the land. Kargun-Pel, a grizzled man edging toward the other side of middle age, acts spokesperson for the group.

Have you seen a krang named Khedri? "Yeah. Big fella. Got here a day or two ago, if I recall. Didn't wanna share our company much. He headed inland, hopin' to find better food or another way off the island, I guess. But I been here longer'n most and there ain't no way off that don't take you straight through the Witchbreakers again and the best food is always what they drop off for us."

How long have you been here? "Ain't got a calendar, so I can't rightly say. Ever since the Tiller's been in power, I reckon."

Why haven't you escaped? "'Cause it's safer here. Out there on the water, there's Witchbreaker patrols and they're a lot less gentle with escapees. More often than not, they just feed'em to the kelpies or the gar. 'Sides, life ain't so bad here. It's a damn sight better than a place where you get exiled for lookin' the wrong way at a Witchbreaker."

What's that orange light? "Been here ever since my grandpa was a lad and maybe afore that. Don't rightly know what it is."

Has anyone investigated it? "There's a pit that goes down near the light. Ain't no one returned who ever went there, though. Heh. Mebbe it beams them away, and that's why we never see 'em. More likely, they just get themselves killed by something better left alone. Ain't nothin' safe on this island."

KARGUN-PEL

Medium humanoid (human), neutral

Armor Class 9

Hit Points 26 (4d8 + 8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	9 (-1)	14 (+2)	13 (+1)	12 (+1)	10 (+0)

Skills Athletics +1, Perception +3, Sleight of Hand +1

Senses passive Perception 13

Languages Common

Challenge 0 (10 XP)

Anything to Survive. A prisoner has advantage on Wisdom (Survival) checks made inside their prison. In addition, once per day when they must make a saving throw against disease or poison, they can gain advantage on that roll.

Catch Off-Guard. During its first turn, the prisoner has advantage on attack rolls against any creature that hasn't taken a turn.

ACTIONS

Improvised Club. Melee Weapon Attack: +1 to hit, reach 5 ft., one target. Hit: 1 (1d4 - 1) bludgeoning damage.

Improvised Dagger. Melee or Ranged Weapon Attack: +1 to hit, reach 5 ft. or range 20/60 ft., one target. Hit: 1 (1d4 - 1) piercing damage.

THE ORANGE LIGHT

Following their conversation with Kargun-Pel, the PCs likely make their way towards the orange light at the center of the island. Read or paraphrase the following when they arrive:

The trek into the highlands of the Isle of Orange proves difficult, with steep climbs among broken rock and overgrown nettles scratching every bit of exposed skin. Suddenly a vast pit opens in the ground. It stretches 30 feet across, tapering into a funnel as it descends. A hellish, orange light pours forth, illuminating and magnified by the pit's interior as a dizzying surge of vertigo hits like a punch to the gut. A passageway cuts to the west after passing the funnel roughly 20 feet down.

Hazard: This pit once served as a maintenance shaft and exhaust vent for the amphitheater and *Tear of Eternity* housed within the Patron ruin (at **F19**). The ancient quakes that shook Rythes sank the entire complex, making this tunnel the only remaining entrance, and now the *Tear* uses it to purge the weakening Principality corruption by releasing a low-grade radiation from below. Due to their mythic ascension, if the PCs remain in this area for longer than 1 minute, they must make a DC 14 Constitution saving throw or become poisoned for 1 hour. With the proper equipment, PCs can make their way down the edge of the funneled pit and reach a maintenance hatch (at **F11**). This requires a successful DC 14 Strength (Athletics) check to climb. Failure indicates a PC slips, sliding down the funnel. With a DC 17 Dexterity saving throw, such victims can catch themselves on the lip of the funnel. Otherwise, they suffer falling damage into a 40-foot pit.

F11. MAINTENANCE HATCH

Just 20 feet into the straight portion of the funneled pit, a 5-foot hatch stands open. Gray slime gives its metal an eerie sheen and a wide handprint has left a mark within it.

A DC 10 Intelligence (Investigation) or Intelligence (Nature) skill check identifies the handprint as the same shape and size of a large simian. It belongs to Khedri, who ventured this way when investigating the ruin's orange light.

Beyond the hatch, an angled chute leads down, eventually emptying into a perfectly round chamber where a single passageway leads further west.

Khedri sits propped against the wall within the western passage. When the PCs arrive, he numbly regards them for a while before recognition sets in, and he weakly rises to his feet. He made the mistake of trying to win his way past the thirsty one (at F12) and now suffers from having his hit point maximum reduced by the creature's Desiccate ability. Too weak to continue, he chose to rest in an attempt to shrug off the effect. He tells them what he can about the wraith, but refrains from joining any further attempt to fight it, lest he prove a liability.

If asked about the Opus Aeterna, Khedri tells the PCs his search found two more fragments in the Blue Barony. After reaching True Veleate, however, the Witchbreakers subdued him ("but not before I punched a guard so hard, I knew what he had for lunch," he adds with a gruff laugh). Unfortunately, the Dockmaster confiscated the fragments and turned them over to Onkat-Oun.

KHEDRI OF VOSH

hp 112 (currently 28; see page 118)

F12. CURSED SALT

The passageway opens into a much larger chamber surrounded by a ledge curving around to a higher tunnel traveling north. Salt-encrusted corpses lie in heaps among puddles of water on the floor.

This chamber used to desalinate the water in F16 as pumps pulled in water, extracted salt and other impurities, and shot the purified water back out.

Creature: One of the first exiles to explore this area couldn't make his way back up the pit. After drinking salt-tainted water, he died of thirst, sealing his doom and causing him to rise once again as a spectre. His merciless anger and frustration have caused him to slay anyone venturing here, and he immediately attacks those stepping into the chamber, futilely hoping to slake his unquenchable thirst. Bound to the chamber, he cannot follow anyone retreating to F11 or gaining the ledge to access the passage to F13.

THIRSTY ONE

Medium undead, lawful evil

Armor Class 13

Hit Points 95 (10d8+50)

Speed fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
8 (-1)	17 (+3)	20 (+5)	11 (+0)	14 (+2)	16 (+3)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities necrotic, poison

Condition Immunities charmed, exhaustion, grappled, poisoned, restrained

Senses darkvision 60 ft., passive Perception 12

Languages The languages it knew in life

Challenge 7 (2,900 XP)

Fluid Sense. A thirsty one can detect any liquid within 120 feet as with blindsight. This includes living creatures with blood or similar body fluids.

Limited Incorporeality. The thirsty one can move through other creatures and objects as if they were difficult terrain. While it can pass unhindered through objects or creatures if gaps or holes exist, it cannot bury itself entirely within a solid barrier. While incorporeal, it can move no farther than 5 feet into a wall, floor, or similar object, and it leaves behind a tracery of reddish dust on the surface that moves as the thirsty one moves. It takes 5 (1d10) force damage if it ends its turn inside an object.

ACTIONS

Multiattack. The thirsty one uses unnatural thirst. It then uses desiccate.

Desiccate. Melee Weapon Attack. +6 to hit, 5 ft. reach, one target.

Hit: 24 (6d6 + 3) necrotic damage. The target's hit point maximum is reduced by an amount equal to the necrotic damage taken, and the thirsty one regains hit points equal to that amount. The reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0. Constructs, incorporeal undead, and other creatures with no water in their bodies are immune.

Unnatural Thirst. A thirsty one draws out moisture from everything within 10 feet. Creatures within this area must succeed at a DC 14 Constitution save or suffer a level of exhaustion. A creature that successfully saves is immune to the unnatural thirst of this thirsty one for 24 hours.

F13. WATERY GALLERY

This small anteroom overlooks a pool filled with silty water. A faint orange glow filters through its murky depths as the water swirls and eddies.

When the *Tear of Eternity* was still intact (at F19), it made this area into a recuperative spa. With its destruction, the water no longer has healing properties, let alone potability.

F14. CONTROL ROOM

Carved stone panels hang along the curved surface of this chamber's walls. Faint light gleams within the etched lines marking them, depicting alien runes in neat, uniform rows.

A successful DC 20 Intelligence (Arcana), DC 20 Intelligence (History), or DC 15 Intelligence (Investigation) check can determine that these panels each served some purpose in operating the Belligerent machinery comprising the ruin. Though faintly illuminated, none of the controls work any longer.

F15. POWER COILS

The passageway entering this chamber ends at a sharply defined ledge, and another awaits on the other side of the room, leading to a corridor headed further south. The chamber floor lies 20 feet down where long coils of superheated metal continually emit an orange glow.

Part of the technology powering the Patron facility runs through this chamber, its machinery now exposed to the elements after earthquakes struck the complex.

Hazard: An incredibly oppressive wave of heat strikes anyone venturing onto the chamber floor. Those without fire resistance must make a DC 10 Constitution saving throw or gain one level of exhaustion. Characters in medium or heavy armor, or wearing heavy clothing, have disadvantage on the saving throw.

F16. HEAT SINKS

For a split second, one can see a bubbling orange mass in the depths of this circular chamber 20 feet below the ledge standing before it. Another ledge and hallway stands on the far side of the room, and then, everything blazes with an immense flash of orange light.

When the *Tear of Eternity* (at F19) became corrupted, its energies blazed out in all directions in a failed attempt to burn out the infection. The resulting explosion blew through the entire ceiling, allowing the light to shoot into the exhaust vents and then skyward.

Hazard: PCs venturing here risk blindness from the intense light. Each creature standing on the ledge or moving through the room must succeed on a DC 15 Constitution saving throw or go blind for 24 hours. A successful save reduces this blindness to just 1 round, but the victim has disadvantage on visual Wisdom (Perception) checks for 10 minutes afterward.

F17. NARROW TUBE

This passageway tightens considerably as it continues another 100 feet before turning north. Perfectly round, its width is only 3 feet, further compromised by steaming hot pipes, ruptured tubes, and sparking tendrils hanging from the ceiling and walls.

This passageway allowed engineers to reach the central core (at F19) by either accessing the secret door in the north wall (DC 25 Wisdom (Perception) to notice) or the core overlook (at F18). It served double duty as an access route to the service and maintenance crews examining the base of the *Tear*.

F18. CORE OVERLOOK

This 10-foot-wide balcony curves around a huge amphitheater, providing a glorious view of a writhing turmoil of energy contained within a crystalline column far below. Dozens of flat crystal panels—some alive with vibrant colors and others completely dark and opaque—reside within the balcony's inner wall alongside hundreds of gauges, buttons, knobs, and iron levers.

A force field generator (at F20) remains intact despite the devastated complex, and it creates an invisible (as well as impenetrable) wall of energy along the edge of the central core (at F19). The Patrons and their followers once used the crystalline panels and other paraphernalia to monitor and control the fractured *Tear of Eternity*, but they no longer function for anything other than the flickering spectacle they provide.

Development: The PCs have a much easier time spotting the entrance to the central core from this vantage point. A successful DC 18 Wisdom (Perception) check notices the partial tunnel on the south wall. Subsequent attempts to locate the other side of the secret door within the narrow tube (at F17) require only a DC 14 Wisdom (Perception) check to find it thereafter.

F19. CENTRAL CORE

The passage of time and inherent damage to the ancient complex has left this amphitheater in disarray. Chunks of debris litter the broad, circular floor, and occasional arcs of energy leap from the crystalline column at its center, always striking somewhere in the gloom above. In fact, the ceiling to this complex lies hidden behind clouds of roiling energy at least 50 feet overhead.

This chamber once supported a *Tear of Eternity*, but its crystalline column now represents only the base of the great gate that once resided in the higher reaches of the Patron complex. With the Principality corruption and resulting cataclysm, it became unstable and fractured, with most of its components (and the upper halls) incinerated in the resulting backlash.

Creatures: Long ago, several engineers perished in the upper reaches of the Patron complex when the *Tear of Eternity* collapsed. Undeath followed death on apocalyptic gusts of energy, and two rotting winds formed from their fused souls, becoming trapped above the central core when the force field generation (at F20) activated to contain the backlash of energy. The frustrated creatures still lurk within the roiling clouds. As soon as anyone deactivates the force field, they rush down to attack. In addition, the Principality corruption still contained within the base of the column holds 60 points of necrotic energy. The rotting winds can tap this resource to heal themselves (represented by their Regeneration trait). This depletes the necrotic energy by an equal amount, thereby further venting the Principality corruption. Once the necrotic energy is fully depleted, the rotting winds lose their Regeneration.

The crystalline column representing the base of the ruined *Tear* also trapped the spirit of an ancient half-Patron traveler named Aal-Av-Ri. In the process of crossing the Weave to reach

Rythes from another world, he found his essence shunted into the column when the *Tear* exploded. The *geas* effect drawing the PCs to the Isle of Orange actually emanates from him, and immediately ends if they can free him. Doing so first involves locating and shutting down the force field generator (at **F20**). Thereafter, if a PC targets the column with enough channeled positive energy or *cure* spells to counter and deplete the remaining points of negative energy contained within it, Aal-Av-Ri can escape, manifesting as a being of luminous blue energy (see **Meeting a Patron**, below). His essence can communicate these necessary actions to them if the PCs touch the crystal column.

Development: In addition to the XP for defeating the rotting winds, the PCs gain Inspiration if they remove the Principality's taint from the remnants of the *Tear*. This not only releases the spirit of Aal-Av-Ri, but the corrupted *Tear* of Veleate no longer stunts the barony's environmental and ecological recovery.

ROTTING WINDS (2)

Large undead, neutral evil

Armor Class 15

Hit Points 82 (11d10 + 22)

Speed 0 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
14 (+2)	20 (+5)	15 (+2)	7 (-2)	12 (+1)	10 (+0)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities necrotic, poison

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, poisoned, prone, restrained, unconscious

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 11

Languages —

Challenge 6 (2,300 XP)

Air Form. The rotting wind can enter a hostile creature's space and stop there. It can move through a space as narrow as 1 inch wide without squeezing.

Befouling Presence.

All normal plant life and liquid in the same space as a rotting wind at the end of the rotting wind's turn is

blighted and cursed. Normal vegetation dies in 1d4 days, while plant creatures take double damage from the Wind of Decay action. Unattended liquids become noxious and undrinkable.

Invisibility. The rotting wind is invisible.

Regeneration. The rotting wind regains 10 hit points at the start of its turn, as long as it has at least 1 hit point, and as long as there is necrotic energy left in the crystal column.

ACTIONS

Wind of Decay. *Melee Weapon Attack.* +8 to hit, reach 0 ft., one target. *Hit:* 12 (2d6 + 5) bludgeoning damage plus 14 (4d6) necrotic damage. If the target is a creature, it must succeed on a DC 15 Constitution saving throw or be cursed with tomb rot. The cursed target can't regain hit points, and its hit point maximum decreases by 10 (3d6) for every 24 hours that elapse. If the curse reduces the target's hit point maximum to 0, the target dies and its body turns to dust. The curse lasts until removed by *remove curse* spell or comparable magic.

F20. FORCE FIELD GENERATOR

Dazzling energy traverses multiple crystalline arrays lining the walls of this oval chamber. A 1-foot-diameter metal sphere hangs suspended 5 feet above the floor, slowly shifting its rune-carved surface like the pieces of an alien puzzle.

This chamber acts as the control medium for the force field between the core overlook (at **F18**) and the central core (at **F19**). The field also extends 100 feet over the central core preventing the roiling clouds of energized gas from collapsing into the chamber. The

PCs likely find their way here so they can release Aal-Av-Ri from the fragmented remains of the *Tear of Eternity*. A PC must grasp the hovering metal sphere to do so, purposefully reconfiguring its rune-scribed tiles to issue the proper command. This requires a DC 18 Intelligence (Arcana) or DC 13 Intelligence (Investigation) check but has advantage if a PC successfully translates the Beligren language of the Patrons with a DC 20 Intelligence (History) check or a *comprehend languages* spell first.



MEETING A PATRON

Any resulting conversation with Aal-Av-Ri takes place within the central core (at **F19**). Despite being only half-Patron, he possesses a god-like intellect, and his mere presence within the chamber—though greatly muted by his millennia-long entrapment—still resonates so strongly that his aura inflicts the frightened condition for 1d4 rounds unless the PCs succeed at a DC 20 Wisdom saving throw. Unfortunately, the spirit of Aal-Av-Ri cannot linger in the damaged complex for very long and must return to a source of healing far across the Weave. The means by which he does so is utterly unattainable by lesser creatures, and he can do little to return the PCs directly to their homeworld. However, he can help them understand the true nature of the *Opus Aeterna* and its ability to repair damaged gateways. Aal-Av-Ri informs them that 99 crystalline panes comprise the codex, and he can sense a large concentration of them miles away in the northeast portion of the peninsula. He can also relate the nature of the war between the Patrons and the Principalities, the sorrowful devastation wreaked upon Rythes, and the original history of the *Tears of Eternity* before the Great Cataclysm. Before departing, he grants them one final gift, reaching within each PC to remove the taint of the Principality corruption blocking access to their Boon of Luck.

BRINGING THE TRUTH TO VELEATE

Returning from the Patron ruin, the PCs have no trouble reaching the beach. Khedri gladly accompanies them, full of questions about their experience in the ruins. Using Ginny's *feather token*, they can summon a ride back to True Veleate or the far shore of Hargo Lake. If the PCs haven't yet retrieved Khedri's fragments of the *Opus Aeterna*, they must still find a way to take them back from Onkat-Oun. They have a variety of options in doing so. Brother Emehl can aid their cause by smuggling them into the House of the Bountiful Morrow (at **F10**) to confront the Baroness directly. Or, the PCs could take a more clandestine approach, infiltrating the temple on their own to simply steal back the fragments. Or, the PCs could even start their own counter political movement by boldly returning to True Veleate and relating all they've learned about the ancient past of Rythes to turn its citizens against the Baroness, attempting five opposed Charisma (Persuasion) checks against the Tiller of Souls herself; if they win at least 3 of these opposed checks, the populace rises up in support of them and casts down the Baroness and her prejudices. The GM should let the PCs decide their course and then shape the story accordingly, but in the end, they must retrieve all the fragments of the *Opus Aeterna* if they wish to escape Rythes. To do so, they must seek out the final pieces from the other monasteries.

PART 3: INTO THE BLOOM

Following the resolution of matters in the Barony of Veleate, the PCs should continue their search for the remaining pieces of the *Opus Aeterna*. The information provided by Aal-Av-Ri points them north towards the Barony of the Bloom, while Khedri offers to seek the monks of St. Stoneheart near the Murcaedur Mines further west in case they have any remaining fragments, as well. He promises to rejoin them at the Red Gate in anticipation of returning to Argosa so that he can update the Accord on their combined findings.

The journey to the Barony of the Bloom promises even more peril. Khedri, Ginny, and even Brother Emehl advise the PCs against traveling there alone, as packs of barbaric raiders inhabit the peninsula's northern coast, and gargantuan beasts assault all who wander the wastes without the safety of large numbers. As a result, most who seek the bounty of the Bloom band together in long trade caravans. The adventure assumes the PCs join one, hiring on as additional guards and drivers for a caravan master named **Maryk Garu**. A veteran of many desert crossings along every trade route between the Broken Baronies, he welcomes their assistance, unconcerned with their past in Veleate as long as they vow to protect his goods so that he can reach the settlement of St. Ioh.

Maryk leads a team of four Rythes oxen—shaggy beasts of burden with curved, trident-like horns (use statistics for a **rhinoceros**^{SRD}). They pull a double-hitched warwagon laden with 6,000 pounds of trade goods. Combat in and around the warwagon can use the vehicle combat rules in **Chapter 10: Vehicles**. Maryk assigns one of the PCs to drive the wagon and expects the rest to guard it. If any PCs wish to travel separately from the wagon, he can also provide them with a **camel**^{SRD}.

In addition to the main cargo wagon, Maryk also has two smaller standard wagons, each with a pair of caravan guards driving them and a team of two aurochs (statistics as **large herd animal**^{SRD}). These wagons primarily carry gear and supplies, along with low-value cargo as needed.

CARAVAN GUARDS (4)

Medium humanoid (human), unaligned

Armor Class 17 (breastplate)

Hit Points 33 (6d8+6)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	13 (+1)	14 (+2)	10 (+0)	12 (+1)	8 (-1)

Saving Throws Strength +5, Constitution +4

Skills Handle Animal +3, Intimidate +1

Senses passive Perception 13

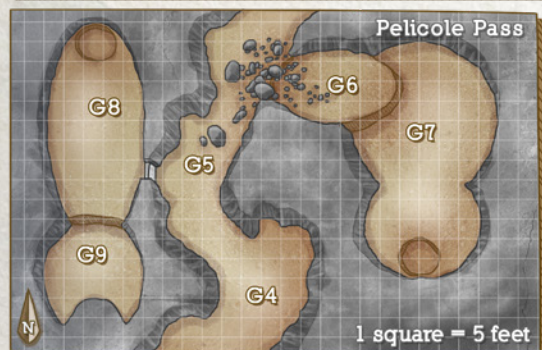
Languages Common

Challenge 1 (200 XP)

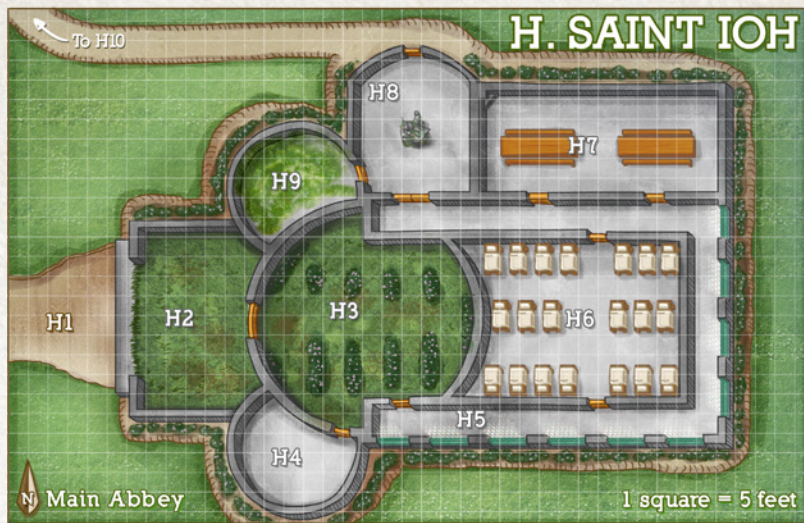
Gear. Breastplate, longsword, musket with 10 bullets, light horse with saddle, *potion of healing* (2), 1 gp

G. OVERLAND JOURNEY

The Parched Plains



H. SAINT IOH



ACTIONS

Longsword. *Melee Weapon Attack:* +5 to hit, one target. *Hit:* 7 (1d8 + 3) slashing damage.

Musket. *Ranged Weapon Attack:* +3 to hit, ammunition, range 40/120 ft., loading, reload (6 shots), one target. *Hit:* 8 (1d12 + 2) piercing damage.

MARYK GARU, MERCHANT PRINCE

Medium humanoid (human), neutral

Armor Class 15 (scatterlight suit)

Hit Points 55 (10d8 + 10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	16 (+3)	12 (+1)	14 (+2)	10 (+0)	16 (+3)

Saving Throws Int +4, Wis +2

Skills Deception +7, Insight +4, Intimidation +5, Perception +4, Performance +7, Persuasion +7

Senses passive Perception 14

Languages Common, Dwarven, Gnome, Halfling

Challenge 2 (450 XP)

Cunning Action. The merchant prince can take a bonus action on each of its turns in combat. This action can be used only to take the Dash, Disengage, or Hide action.

Master Negotiator. A merchant prince has advantage on Intelligence checks made to appraise the value of items. In addition, once per day when a merchant prince rolls a Charisma check result whose result he doesn't like, he can reroll that check. He must take the result of the second roll.

Scatterlight Suit. Both ranged attacks and spell attacks that deal radiant damage are at disadvantage against characters wearing a scatterlight suit.

Sneak Attack (1/Turn). The merchant prince deals an extra 10 (3d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the merchant prince that isn't incapacitated and the merchant prince doesn't have disadvantage on the attack roll.

Spellcasting. The merchant prince is a 10th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 12, +4 to hit with spell attacks). The merchant prince has the following wizard spells prepared:

Cantrips (at will): *light, mage hand, minor illusion, prestidigitation*
1st level (3 slots): *charm person, detect magic*

Use Magic Device. The merchant prince ignores all class, race, and level requirements on the use of magic items.

ACTIONS

Multiattack. The merchant prince makes two melee weapon attacks or two ranged weapon attacks.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

Pistol. *Ranged Weapon Attack:* +5 to hit, range 50/150 ft., one target. *Hit:* 10 (2d6 + 3) piercing damage.

REACTIONS

Uncanny Dodge. When an attacker that it can see hits the merchant prince with an attack, the merchant prince can use its reaction to halve the attack's damage against it.

G1. TAKING ON SUPPLIES

Before Maryk's caravan can depart, he still needs to secure enough supplies to sustain his guards and draft animals for the desert crossing. The PCs can further ingratiate themselves to the caravan master by assisting his negotiations with the merchants of True Veleate. If the PCs influenced the people to turn against Onkat-Oun, this only requires a single DC 15 Charisma (Persuasion) check; otherwise, it requires a complex DC 20 Charisma (Persuasion) check, requiring 3 successes needed before 1 failed check. Success acquires enough supplies to get underway. Failure simply puts the caravan in a worse situation when water becomes scarce at the watering holes Maryk typically uses (see G4).

G2. A CARAVAN IN NEED

The shores of Hargo Lake have receded beyond the horizon as the caravan heads north across the Rocky Barrens toward Pelicole Pass. About a days' ride out, a dust cloud signals the approach of another caravan moving south.

Maryk calls for a halt until the other caravan arrives, then rides out to meet it, inviting the PCs to accompany him. They soon discover a dire situation for the southbound travelers. Many bear significant wounds, and describe an attack by gnoll raiders they suffered on the Parched Plains. They also explain that many of the usual water sources have dried up and some of their draft animals died of thirst. This prompts Maryk to give them enough of his own water supply to see them to True Veleate, but he rations the rest for the remainder of the trip unless the PCs can augment it with *create water* or similar magic.

G3. SAND GLUTTON AMBUSH

Fresh water fills this slight depression between a pair of sand dunes, funneled into an ancient, concave slab of stone and protected from the wind by stony outcroppings.

Maryk remarks he's pleased to see the rain hasn't stopped since the last time he came through, but also notes the watering hole has greatly diminished.

Creatures: The recent drought has drawn a pair of sand gluttons to this small oasis. These amorphous subterranean ambush predators lurk under the sand near the oasis, waiting for creatures to approach the water before lashing upwards with their tentacles, trying to drag their prey below ground to be devoured. While they only have animal intelligence, they prove cunning enough to spring their attacks simultaneously, attacking the nearest creatures until they draw one beneath the sand to digest.

SAND GLUTTONS (2)

XP 1,100 each

hp 68 (see page 699)

G4. PELICOLE PASS

The desert gives way to a rocky rise that pushes directly into the mountains. It finally reaches a narrow pass between opposing walls of winding stone, and small depressions of muddy water taper off until only a dry, cracked slope remains.

Halfway up the slope, Maryk becomes increasingly worried by the absence of water, swearing he's never seen the drought this bad before, recalling a lake-sized water supply he had to skirt on his last trip. In the hopes of finding water further afield, he asks the PCs to investigate the remainder of the Pelicole Pass without him while he takes the wagons further east, promising to rejoin them in a few hours.

G5. DESICCATING WINGS DESCEND

The shadows cast by the mountains in this pass bring a welcome relief from the glaring heat of the sun, but rocks from a recent landslide block the way forward.

Two drought swallow swarms bear responsibility for the missing watering holes. They've taken nearly all available moisture on their migration north, and the PCs provide a welcome source of additional water before their continued journey.

Creatures: The drought swallows roost up on the walls of the canyon, but when they notice PCs below they fly down to drain their moisture. Creatures in areas where the desiccation fields of the two swarms overlap take damage only once, not once from each swarm.

DROUGHT SWALLOW SWARMS (2)

Large swarm of Tiny monstrosities, unaligned

Armor Class 14 (natural armor)

Hit Points 63 (14d8)

Speed 10 ft., fly 60 ft.

STR DEX CON INT WIS CHA

6 (−2) 16 (+3) 10 (+0) 2 (−4) 12 (+1) 6 (−2)

Skills Perception +5

Damage Resistance bludgeoning, piercing, and slashing

Damage Immunity necrotic

Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned

Senses passive Perception 15

Languages —

Challenge 5 (1,800 XP)

Blood Frenzy. The swarm has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny swallow. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Dessication. *Melee Spell Attack.* +5 to hit, reach 0 ft., two creatures in the swarm's space. *Hit:* 14 (4d6) necrotic damage, or 7 (2d6) necrotic damage if the swarm has half of its hit points or fewer. The creature must succeed on a DC 14 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.



REACTIONS

Scatter. When the swarm is targeted by an attack, a spell, or included in a spell's area, it can scatter and reform up to 10 feet away from its original position. If this takes it out of range of the spell or attack, the spell or attack fails.

G6. ROCKSLIDE

Rocks from a recent landslide block the way forward, shifting underfoot as they continue to settle. To the east, they appear to have broken through a hollow portion in the mountainside, revealing an ancient chamber beyond.

The sudden drought in this area triggered the recent rockslide. Unmounted PCs can potentially climb across it, but Maryk's caravan cannot do so without clearing some of the larger rocks for the wagons. The chamber in the mountainside once played a role in a Patron weather control station, but no longer functions.

Hazard: Moving the rocks so a mount can pass through takes half an hour, and an additional hour clears enough for a wagon. Every 10 minutes spent among the debris, PCs must succeed at a DC 12 Intelligence (Investigation) check or a DC 15 Wisdom (Survival) check to avoid shifting key rocks that trigger another avalanche. If the PCs opt to just climb over the rocks or down into the oval chamber, it requires a DC 12 Strength (Athletics) check to negotiate the unstable rubble; failing this check by 5 or more also triggers the second rockslide. If an avalanche occurs, all of **G5** falls within the bury zone and PCs suffer 6d10 points of damage (DC 15 Dexterity saving throw for half damage) and become buried. A buried creature is restrained. As an action, it can make a DC 15 Strength (Athletics) check, freeing itself on a success. On a failure, the creature is unable to free itself, but another creature can attempt the same check to free that buried creature. In addition, **G4** and **G6** fall within the slide zone of the avalanche. PCs located in these areas suffer only 3d10 points of damage, or no damage with a successful DC 15 Dexterity saving throw. Magic such as *move earth* or *stone shape* can deal more easily with this obstacle, cutting the dig time in half.

G7. REVEALED CHAMBER

The rocks of this unusual chamber seem carved directly out of the mountain itself.

This complex once played a role in assisting the terraforming provided by the nearest *Tear of Eternity*, repurposing moisture wrung from clouds rising up the mountain for use in controlling the weather. During the Great Cataclysm, an earthquake sheared this chamber from its concealed entrance in the higher elevations, and it ceased functioning, reverting the northeastern territory to its arid state.

G8. BONE-STREWN CHAMBER

Neat piles of bones occupy this chamber's floor, covered in dust undisturbed by the passage of time.

The Great Cataclysm buried and trapped several workers in this former weather station. Two of them went mad with hunger and murdered their coworkers, feasting on their flesh, but they too eventually perished. Both returned as morhrgs, now whiling away each day talking to the bones of their former companions. They make their lair in area **G9**.

G9. LOST SOULS

The smell of decay permeates this crescent-shaped chamber. It sits 5 feet below the adjoining room, with a network of cracks in its walls indicating it broke away during some kind of seismic event.

The self-loathing morhrgs that murdered their companions lurk within this sunken chamber.

Creatures: Perpetually driven to hunger for living flesh, a legion of undead rises from the lower part of the sunken chamber, using that cover to attack from ambush (PCs must make a DC 16 Wisdom (Perception) check to notice them stirring).

WIGHTS (4)

XP 700 each

hp 45 each (see **SRD**)

OGRE ZOMBIES (2)

XP 450 each

hp 85 each (see **SRD**)

GHASTS (6)

XP 450 each

hp 36 each (see **SRD**)

G10. PARCHED PLAINS RIDERS

After clearing Pelicole Pass, the caravan continues towards the Barony of the Bloom, but first, it faces a long trek across the Parched Plains. A tribe of Rythes gnolls hides within the tall, dry grass, having prepared an elaborate ambush. At appropriate moments (significant damage dealt to the wagon or if an oxen is killed, or on a failed Dexterity (Land Vehicles) check to avoid a hazard) you can roll on the Chase Mishaps table, below, for heightened drama as the following three timed encounters occur. The encounter can also play out as an elaborate chase scene with each of the timed encounters providing additional flavor. The gnolls purposefully spur their dire boars to intimidate and harass the oxen pulling the caravan wagons, making all the animals bolt in the hopes of making more wagons lose control and crash so the raiders can pick them off one by one. In the event of a character falling from the war-wagon, it takes 1d6 bludgeoning damage, plus and additional 1d6 for every 10 feet the wagon moved in the last round, and the character falls prone. There is ample cover for the drive and passengers on the wagon, and any character

who takes precautions to secure themselves, or to explicitly take care to keep hold of some part of the wagon has advantage on saving throws to avoid being thrown or falling.

CHASE MISHAPS

D12 COMPLICATION

- | | |
|-------|--|
| 1-2 | The caravan hits a rut. All aboard the warwagon must succeed at a DC 10 Dexterity saving throw to avoid being thrown off the wagon (see Falling Off). |
| 3-4 | One of the oxen stumbles in its panic; if the PCs don't get it moving again, the wagon threatens to come to a sudden halt (see Sudden Stops). A DC 15 Wisdom (Animal Handling) check keeps the wagon rolling. |
| 5-6 | The wagon has to swerve to avoid an obstacle. All on board must succeed at a DC 15 Dexterity saving throw to avoid being thrown from the wagon (see Falling Off). |
| 7-8 | One of the gnolls leaps for the draft animals pulling the wagon in an attempt to slow it. A opposed Wisdom (Animal Handling) or Dexterity (land vehicles) check can shake it loose to be trampled beneath the animals' hooves, leaving it prone and dealing 10 (3d6) bludgeoning damage. Otherwise, the gnoll deals 6 (1d4 + 3) slashing damage per round to the beast and reduces its speed by half. If it dies, the wagon comes to a sudden halt (see Sudden Stops). |
| 9-10 | Another wagon cuts across the PCs' path, and its draft team kicks up a cloud of dust. Every PC in the 30-foot cone behind them must succeed at a DC 13 Constitution saving throw or become blinded for 1 round. |
| 11-12 | The gnolls herd the wagon's draft team toward a dangerous patch of rocky ground. The PCs must succeed at a DC 16 Wisdom (Animal Handling) or Dexterity (land vehicles) check to navigate through it. If this check fails, the wagon takes 4d6 damage and each draft animal in the team 7 (2d6) bludgeoning damage, or 3 (1d6) on a successful DC 13 Dexterity saving throw. Draft animals that fail this saving throw also have their speed halved for 1 minute or until their damage is magically healed. |

Damaged Vehicles: When a vehicle is reduced below one-half its hit points has its maximum speed halved and its AC and damage threshold are each reduced by 2. In addition, the structure of a broken vehicle is unstable and creatures moving on it treat it as difficult terrain and have disadvantage on Dexterity (Acrobatics) and Dexterity (Stealth) checks until the beginning of their next turn.

Falling Off: Falling off a vehicle results in falling damage based on the height of the vehicle. If the vehicle is moving, a creature falling off also takes 1d6 bludgeoning damage for every 10 feet the vehicle moved in the previous round but can attempt a Dexterity saving throw with DC 10 plus 1 per 10 feet of the vehicle's speed to halve this damage. Falling damage is automatically halved if a character falls into water.

Hanging On: A character on a wagon can use their move action to take hold of the wagon on their turn. This requires the use of one hand but grants them advantage on Dexterity saving throws to avoid falling off.

Jumping onto or Off a Vehicle: Jumping onto a vehicle is a normal jump of its distance assuming the vehicle has a deck or handholds within the character's height from the ground. Increase the DC of the Dexterity (Acrobatics) check by 1 for every 10 feet of the vehicle moved in the previous round. If the jumping creature is already on a moving vehicle or mount, increase the DC by 1 for every 10 feet of difference in the distance moved by the two mounts or vehicles in the previous round.

Sudden Stops: When a vehicle comes to a sudden stop—its movement is reduced to 0 in some way other than the driver intentionally slowing the vehicle—creatures on the vehicle are knocked prone and **shoved** 5 feet in the direction the vehicle was moving. Make a Strength (Athletics) check for the vehicle with a bonus of +1, increasing by 1 for every 10 feet the vehicle moved in the previous round, opposed by a Strength (Athletics) or Dexterity (Acrobatics) check made by creatures aboard it. A creature that fails this contest by 5 or more is shoved an additional 5 feet forward for every 5 points that they failed the check. A creature thrown off the vehicle takes damage as noted above under **Falling Off**. At the GM's option, objects on the vehicle also may be thrown forward in a sudden stop if they are not well secured.

TIMED EVENT: MOUNTED GNOLL ARCHERS

Each step on these arid plains kicks up a cloud of dust. Several bleached skeletons and animal skulls add to the bleak landscape, half-hidden by tall, dry grass growing to either side of the trail. Suddenly, a cry goes up from one of the caravan's other wagons, as a javelin has impaled its driver. A fast-moving figure riding a four-legged animal races past, disappearing into the scrub with a barking laugh and echoing howl. Dozens more soon match the sound as a group of gnolls riding wild boars race from the grass toward the wagons.

Four marauding gnolls bear down on the PCs, riding their massive boars alongside the warwagon. The raiders focus their attacks on the driver, but happily attempt to cut down lone riders, their mounts, or even the team of aurochs pulling the wagons. The riding boars are well-trained and do not flee from combat while carrying their riders. However, a rider-less boar flees the battle when it drops below 5 hp.

RYTHES GNOLL HUNTERS (4)

Medium humanoid (gnoll), chaotic evil

Armor Class 16 (breastplate)

Hit Points 58 (9d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	16 (+3)	14 (+2)	8 (-1)	11 (+0)	10 (+0)

Skills Athletics +4, Perception +2

Senses darkvision 60 ft., passive Perception 12

Languages Gnoll

Challenge 3 (XP 700)

Bloodwrought Potions. Gnoll hunters typically carry two *potions of healing* for use in emergencies. These foul concoctions can be consumed by other species, but any non-gnolls drinking them must make a DC 12 Constitution save or become poisoned for 2d6 minutes.

Natural Explorer. Rythes gnoll sergeants gain the natural explorer ranger class ability, with desert as their favoured terrain.

Rampage. When the gnoll reduces a creature to 0 hit points with a melee attack on its turn, the gnoll can take a bonus action to move up to half its speed and make a bite attack.

ACTIONS

Multiattack. The gnoll makes two scimitar attacks and a bite attack, or two rifle attacks.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target, *Hit:* 4 (1d4 + 2) piercing damage.

Scimitar. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target, *Hit:* 6 (1d6 + 3) slashing damage.

Composite Longbow. *Ranged Weapon Attack:* +5 to hit, range 150/600 ft., one target. *Hit:* 7 (1d10 + 2) piercing damage.

Net. *Ranged Weapon Attack:* +5 to hit, range 5/15 ft., one target. *Hit:* target is restrained (Strength check DC 10, or AC 10, 5 slashing damage to escape).

GIANT BOARS (4)

XP 450 each

hp 42 each (see SRD)



TIMED EVENT: GNOLL COMMANDOS

Another whoop announces the arrival of yet more gnolls assaulting the caravan. Riding double, the rear gnolls stands up from its shared mount to leap for the moving wagon.

Six more gnolls ride the boars in pairs. The lead rider controls the beast, while the other uses it as a moving base from which to leap upon the PCs' vehicle. Because the warwagon has two decks (one on top and another inside), the gnolls initially attempt to take the high ground against the PCs so they can cut loose any trade goods they can toss down to their companions. If given the opportunity, they attempt to unhitch the second wagon so they can fully loot it as the main wagon continues.

RYTHES GNOLL COMMANDOS (6)

Medium humanoid (gnoll), chaotic evil

Armor Class 15 (studded leather)

Hit Points 65 (10d8 + 20)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	16 (+3)	14 (+2)	12 (+1)	11 (+0)	14 (+2)

Saving Throws Str +5, Dex +5, Wis +2

Skills Acrobatics +5, Animal Handling +2, Athletics +5, Deception +2

Senses darkvision 60 ft., passive Perception 10

Languages Common, Elven, Gnoll

Challenge 2 (450 XP)

Evasion. When a gnoll commando is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw and half damage if it fails.

Natural Explorer. Rythes gnoll commandos gain the natural explorer ranger class ability, with desert as their favored terrain.

War-Rider. If a gnoll commando is mounted, it can use an extra reaction (even if it has used its normal reaction) to provide its mount the benefit of either its evasion ability or its parry ability. The commando forfeits its bonus action on its next turn if it does so.

ACTIONS

Multiattack. The gnoll commando makes three melee attacks: two with its battleaxe and one with its bite. Or the commando makes two ranged attacks with its shortbow or its alchemist's fire.

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target, *Hit:* 5 (1d4 + 3) piercing damage.

Battleaxe. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage.

Alchemist's Fire. *Ranged Weapon Attack:* +5 to hit, range 20 feet, one target. *Hit:* 2 (1d4) fire damage.

Shortbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 feet.

Hit: 6 (1d6 + 3) piercing damage.

REACTIONS

Parry. The gnoll commando adds 2 to its AC against one melee attack that would hit it. To do so, the commando must see the attacker and be wielding a melee weapon. If the commando is mounted, it can use this reaction to add to its mount's AC rather than its own.

GIANT BOARS (3)

XP 450 each

hp 42 each (see SRD)

TIMED EVENT: OVERTURNED WAGON

A large plume of dust erupts from one of the wagons racing across the plains as it overturns and crashes. Passengers and trade goods go flying as the vehicle rolls through the scrub, half-burying itself and then finally coming to rest in an area of soft sand where it slowly begins to sink.

A gnoll lieutenant, deceitful cultist, and three rageborn barbarians have lured Maryk's wagon into an area of shifting sand that acts as quicksand. Now, they close in on any survivors, preparing to savage them unless the PCs intervene. Having fended off most of their own direct attacks, they have an opportunity to aid the caravan master before the gnolls kill him. Unfortunately, the shifting sand also poses a hazard. Each round, Maryk slides further into the sand. After 3 rounds, his head goes under and he starts to **suffocate**. After rescuing Maryk, the PCs can rally the remaining caravan guards to drive off the gnolls. The caravan loses some goods (and at least a couple of wagons) to the raiders, but Maryk is happy to survive, and quite pleased with the role the PCs played in coming to his aid.

Development: If the PCs allowed **Shaghak** (see page 113) to survive their encounter with the gnoll chieftain at the Damaged Causeway (at **D9**), he makes another appearance during this encounter. Depending on the terms under which they parted, he could be an enemy or an ally.

RYTHES GNOLL LIEUTENANT

Medium humanoid (gnoll), chaotic evil

Armor Class 16 (scale mail, natural armor)

Hit Points 63 (9d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	15 (+2)	6 (-2)	10 (+0)	12 (+1)

Saving Throws Strength +7, Constitution +5

Skills Athletics +7, Intimidate +7

Senses darkvision 60 ft., passive Perception 13

Languages Gnoll

Challenge 4 (1,100 XP)

Intimidating Prowess. A gnoll lieutenant can use Strength instead of Charisma to intimidate.

ACTIONS

Multiattack. The gnoll lieutenant makes two melee attacks.

Bite. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage.

Scorpion Whip. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one target. *Hit:* 6 (1d4 + 4) slashing damage.

Scrap Rifle. *Ranged Weapon Attack:* +4 to hit, ammunition (range 40/80), reload (10 shots), two-handed, one target. *Hit:* 9 (2d6 + 2) piercing damage.

Dazzling Display (recharge 6). A gnoll lieutenant can intimidate foes around him, brandishing his whip and growling menacingly. Gnolls within 30 feet gain advantage on their next melee attack, as long as it is used by the end of their next turn. Enemies within 30 feet gain disadvantage on their next attack unless they are immune to fear or have advantage on saving throws against fear.

RYTHES GNOLL SHAMAN

Medium humanoid (gnoll), chaotic evil

Armor Class 13 (leather armor)

Hit Points 33 (6d8 + 6)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	14 (+2)	12 (+1)	8 (-1)	13 (+1)	14 (+2)

Skills Deception +4, Persuasion +4, Religion +2

Senses darkvision 60 ft., passive Perception 11

Languages Gnoll

Challenge 2 (450 XP)

Bloodwrought Potions. Gnoll shamans typically carry two *potions of healing* for use in emergencies. These foul concoctions can be consumed by other species, but any non-gnolls drinking them must make a DC 12 Constitution save or become poisoned for 2d6 minutes.

Dark Devotion. Gnoll shamans have advantage on saving throws against being charmed or frightened.

Shadow Split (Recharge 5-6). As an action, a gnoll shaman can separate their shadow from themselves, turning it into an illusory duplicate equivalent to a single *mirror image*. It cannot create a second shadow duplicate unless the first is destroyed.

Spellcasting. A gnoll shaman is a 4th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 12, +4 to hit with spell attacks). The shaman has the following cleric spells prepared:

Cantrips (at will): *light*, *sacred flame*, *thaumaturgy*

1st level (4 slots): *command*, *inflict wounds*, *shield of faith*

2nd level (3 slots): *hold person*, *spiritual weapon*

ACTIONS

Multiattack. The shaman makes two melee attacks, one with its bite and one with its flail.

Bite. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target, *Hit:* 3 (1d4 + 1) piercing damage.

Flail. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one creature. *Hit:* 5 (1d8 + 1) piercing damage.

REACTIONS

Death Howl. When a gnoll shaman is reduced to 0 hit points, as a reaction it unleashes a howl infused with the power of death. All living creatures within 30 feet except for gnolls take 3 (1d6) necrotic damage and 3 (1d6) thunder damage, or half damage if they make a successful DC 14 Wisdom saving throw.

RYTHES GNOLL RAGEBORN (4)

Medium humanoid (gnoll), chaotic evil

Armor Class 13 (hide armor)

Hit Points 67 (9d8 + 27)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	17 (+3)	7 (-2)	11 (+0)	9 (-1)

Skills Athletics +7

Senses darkvision 60 ft., passive Perception 10

Languages Gnoll

Challenge 2 (450 XP)

Rampage. When the gnoll reduces a creature to 0 hit points with a melee attack on its turn, the gnoll can take a bonus action to move up to half its speed and make a bite attack.

Reckless. At the start of its turn, the gnoll rageborn can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against it have advantage until the start of its next turn. During any round it uses this ability, it can make a bite attack as a bonus action.

ACTIONS

Bite. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target, *Hit:* 6 (1d4 + 4) piercing damage.

Greataxe. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 10 (1d12 + 4) slashing damage.

Javelin. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft., range 30/120 ft. *Hit:* 7 (1d6+4) piercing damage.

Pack Attack. When a gnoll rageborn scores a critical hit with its greataxe, it can make an Athletics check as a bonus action to shove an opponent toward an ally. If adjacent to another gnoll, it can instead use this check to knock the target prone.

REACTIONS

Relentless. If a creature moves out of the gnoll rageborn's reach, as a reaction it can move 5 feet towards that creature. This movement does not provoke opportunity attacks.



GIANT BOARS (3)

XP 450 each

hp 42 each (see SRD)

G11. JENJAC FERRY

The welcome sight of water in this strait precedes an overwhelming green on the other side. A smiling man stands next to a sizable boat.

A ferryman named **Correvon** (NG male human **commoner**) welcomes newcomers to the Barony of the Bloom, offering them passage on his ferry for 1 sp each (and charging Maryk 1 gp for each warwagon). He asks the PCs about their journey and mentions the growing prosperity of the barony due to its abundant and varied agriculture. The journey across the strait takes 15 minutes, after which Correvon helps the caravan disembark.

G12. HOMESTEADERS OF THE BLOOM

This lush land features farms and orchards on plots of land all of roughly equal size. Each farm grows a mixture of fruiting trees, crops, decorative shrubs, and beautiful flowers. Cenotes and small streams irrigate the plants.

The people of the Barony of the Bloom prove more welcoming to visitors and off-worlders than any other. An emissary named **Gwennett** (NG female human **noble**^{SRD}) greets Maryk and the PCs on behalf of the barony, providing a brief tour of their holdings to show how St. Ioh brought their god's blessings to the island. After one of her attendants leads Maryk away on business, Gwennett answers any questions the PCs might have about their culture.

What is this place? "The Barony of the Bloom—by all accounts, the most bountiful of all holdings across the entire peninsula. Thanks be to St. Ioh and god's welcome grace."

Who was St. Ioh? "A survivor of the Great Cataclysm. He invoked our rebirth long ago upon this island, teaching our ancestors how to irrigate the land, rotate our crops, and reap the bounty of the field and sea. He also passed down holy instructions, which we follow to this day: never plant indoors, leave your crops open to the sky so god can see and bless them, always harvest after the fourth blooming of the largest moon, and many more. Those commandments have helped us thrive. And, thanks to St. Ioh, we now have more food supply than we can possibly enjoy. It also enables our trade with the other baronies."

What do the other baronies trade for your food? "Manufactured goods, building materials, and other things. Mostly from the Barony of Stoneheart, but also the Barony of



Veleate and Merebec. With the increase in banditry, however, yours is the first caravan we've seen in months. It's good to share again. Maryk will undoubtedly find a good market here."

Why haven't the bandits attacked you? "They lack enough ships to cross the strait, and they likely fear the legends of the terrible monsters at sea. We do all we can to spread those tales, and many of them are true."

Who leads the Barony of the Bloom? "Abbot Redalpo. The Grandfather of Flowers. High priest of the Monastery of St. Ioh. He is both religious and political leader here. A kinder, more benevolent soul has never ruled so well over the Bloom. Our bounty has increased tenfold under his governance."

Have you seen any crystalline panes of etched glass in the monastery? "Yes! Once as a girl when I visited the mountain. Such panes decorate the windows of the great dome on the mountain. If you look there, in the distance, you can see the glint of the sun on its windows. The monks say the holy lines etched in the glass helps focus god's glory so we will always prosper."

THE HIGHEST YIELD

While touring the Barony of the Bloom and meeting its people, attentive PCs (DC 15 Wisdom (Perception) check) may also notice a particularly lavish home has a small seedling just inside one of its windows. This might seem odd considering the teachings Gwennett shared about St. Ioh requiring plants to remain outdoors. If the PCs ask about it, Gwennett explains Abbot Redalpo has begun awarding the plant annually to homesteaders who produce the highest yield, and they must root the seedling outside after one year's time when the next one is given. In reality, the plant is a begedhi seedling (see page 664), cultivated by the parasite-infested monks in the mountains (at H14). It will soon undergo an apotheosis, and then target its owners for infestation and subversion to the mother plant's parasites. Abbot Redalpo also knows that awarding the prestigious plant incites jealousy among the rest of the homesteaders, making them more desirable in every home, and thereby widening the coming infestation of the Bloom.

THE GRANDFATHER'S SPEECH

Eventually, Gwennett takes the PCs to St. Ioh's monastery (at **H1** and **H2**) excitedly informing them the Grandfather of Flowers will address the homesteaders there. Abbot Redalpo soon appears and preaches about St. Ioh's plans for Rythes' rebirth, citing an upcoming surge of growth based on portents divined in communion with god. The crowd alternates between cheers and excited whispers during his speech. After 10 minutes, the Abbot concludes, and his monks usher him back into the monastery before anyone can approach him. The monks turn away any PC requesting an audience with Redalpo, saying the Abbot is far too busy with preparations for the coming Bloom for them to dissuade him from god's work.

ASSASSINATION ATTEMPT

The monks of St. Ioh quickly notice the presence of the PCs. Word of their arrival spreads to the monastery and any request for an audience with Abbot Redalpo draws their scrutiny. A mythic alien mother plant known as a begedhi has infested each of them with its parasites and now controls their minds and actions. Through them, she watches for newcomers to the Bloom—especially off-worlders allied with the Accord—and guards against any interruption of her plans by eliminating those she considers a threat. This includes the PCs as she can sense their growing mythic power, and soon dispatches members of the order of St. Ioh to kill or convert them. The adventure provides no map for this encounter, as the attack likely takes place somewhere in the city at an inn, boarding house, or wherever the PCs make camp.

Many buildings in and around the monastery are constructed at least partially of manicured hedges with wooden furnishings. If the PCs are strong, you may wish to include one or more shambling mounds that serve the monks and increase their combat prowess. These shambling mounds can easily move through the hedges to outflank and isolate some party members while the monks attack others.

Development: At the outset of combat, the begedhi parasites controlling the monks keep their vines hidden, using the monks' own attacks and magical abilities to fight. If hard-pressed, the begedhi can make two vine attacks on its own, in addition to any actions taken by the infested monk.

If the monks carrying them are slain, the begedhi parasites quickly assess the situation, first attempting to hide within the corpses of their hosts (especially if they have not revealed their vines). They may attack if approached by a lone PC, but if outnumbered and PCs investigate closely, each parasite uses its create seedlings ability to destroy itself but create 1d4 tiny sprouts that germinate in one week into begedhi seedlings.

PARASITE-INFESTED MONKS (2)

Medium humanoid, lawful neutral

Armor Class 16 (unarmored defense)

Hit Points 71 (11d8 + 22)

Speed 45 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	14 (+2)	8 (+0)	17 (+3)	9 (−1)

Saving Throws Str +2, Dex +5

Skills Acrobatics +5, Deception +6, Perception +5

Senses passive Perception 15

Languages Common

Challenge 5 (1,800 XP)

Bend Like a Reed (3/Day). On its turn, the parasite-infested monk can use a bonus action to take the Dodge action.

Infested Host. The parasite-infested monk is infested with a begedhi parasite.

Regeneration. The parasite-infested monk regains 5 hit points at the start of his turn, if he has at least 1 hit point.

Innate Spellcasting. The parasite-infested monk's spellcasting ability is Wisdom (spell save DC 13, +5 to hit with spell attacks). The parasite-infested monk can cast the following spells, requiring no material components:

At will: *prestidigitation*, *thorn whip*

3/Day each: *gust of wind*, *thunderwave*

1/Day each: *fireball*, *hold person*

ACTIONS

Multiattack. The parasite-infested monk makes two unarmed strikes, and two vine attacks.

Unarmed Strike. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 3) bludgeoning damage, and if the target is a creature it must succeed on a DC 13 Strength saving throw or be knocked prone.

Vine. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and the monk takes 3 piercing damage.

REACTIONS

Deflect Missiles. When hit by a ranged weapon attack, the parasite-infested monk can reduce the damage taken by 1d10 + 6. If this reduces the damage to 0, the monk can catch the projectile and immediately throw it as a ranged weapon attack (+5 to hit) with a range of 20/60. It deals 6 (1d6 + 3) damage of a type appropriate to the projectile.

SHAMBLING MOUND

XP 1,800 each

hp 136 each (see SRD)

H. THE MONASTERY OF ST. IOH

Assuming the PCs survive the deadly assault of parasite-infested monks, they should turn their attention to the monastery of St. Ioh to fully unearth the begedhi's conspiracy and reclaim the remaining fragments of the *Opus Aeterna*.

H1. THE BLOSSOMING WAY

Multicolored flower petals line the path to this magnificent building abutting a single peak at the island's edge. Dozens of flowerbeds in full bloom brighten the base of its 30-foot walls. Beyond them, a small, stone-lined path heads higher into the mountains toward a distant glass-and-stone structure.

The monks of St. Ioh keep the approach to their monastery meticulously groomed and cultivated. The PCs likely find their way here initially at Gwennett's direction when she brings them to hear Abbot Redalpo give his speech to the people of the Bloom.

H2. FECUND COURTYARD

A rich carpet of grass covers this courtyard and flowering plants of all description line the walls. Despite the seeming riot of growth here, the plants seem well pruned. A double door to the west, flanked by guards, leads into the monastery's abbey.

All the monks use their spellcasting abilities to care for the plants here, but Sister Gardener (at H4) spends more time looking after them than anyone else, preferring to work with her hands rather than relying on magic. At night, the monks keep the outer doors to H3 locked (DC 20 Dexterity check with thieves' tools to open), but PCs might also gain access through the windows of the monastery's sunlit hall (at H5).

Creatures: The monastery also employs a handful of guards from the neighboring settlement. They remain parasite-free in order to maintain the begedhi's deception when they return home. Each of them have orders to keep people from entering the monastery until Abbot Redalpo has better prepared himself to receive visitors, which they always claim will be the next day. If PCs insist on gaining an audience, one of the guards retrieves a parasite-infested monk, who "relents" (while telepathically informing the mother plant about the threat posed by the PCs). He then asks them to wait in the grand nursery (at H3) for 15 minutes while he summons more of his brothers to deal with them.

MONASTERY WATCH CAPTAINS (4)

XP 1,800 each

hp 51 each (see page 115)

H3. GRAND NURSERY

This roughly circular chamber is open to the sky to allow a diverse array of plants to grow. Two doors exit the room to the south, and the door to the east leads to an open courtyard.

This nursery holds at least one specimen of each plant cultivated by the Barony of the Bloom. Abbot Redalpo originally hoped to create more seedlings from them to aid the recovery of the other baronies. PCs who inspect the plants notice their diversity and usefulness.

Creatures: A successful DC 20 Wisdom (Perception) or DC 15 Intelligence (Nature) check notices four begedhi seedlings hidden among the plants. If the PCs get within 5 feet of the seedlings, they spray their spores to implant a *suggestion* to leave them alone.

BEGEDHI SEEDLINGS (4)

XP 25 each

hp 18 (see page 664)

H4. SISTER GARDENER'S ROOM

This room contains a simple, neatly made cot. Several gardening tools, each in pristine condition, hang from hooks along the wall.

The monastery's oldest adherent, **Sister Gardener** claims this room. Innocent of the conspiracy to infect the Bloom with the begedhi's parasites, she doesn't yet realize Abbot Redalpo's corruption. She does recognize he's changed considerably in the past year, however.

Creatures: If the PCs ask her about the monks' behavior, Sister Gardener mentions they've become more reclusive and disdain visitors now. She also remarks that they sometimes make her feel uneasy, as though she's no longer wanted in the order, and they regard her like a sickly plant to be pruned from the monastery.

SISTER GARDENER

Medium humanoid (half-orc), chaotic neutral

Armor Class 11 (16 with barkskin)

Hit Points 32 (5d8 + 10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	14 (+2)	12 (+1)	15 (+2)	11 (+0)

Skills Intimidation +2, Medicine +4, Nature +3, Perception +4

Senses darkvision 60 ft., passive Perception 14

Languages Common, Druidic, Orc

Challenge 2 (450 XP)

Relentless Endurance (1/Day). When Sister Gardener is reduced to 0 hit points but not killed outright, she can go to 1 hit point instead.

Spellcasting: Sister Gardener is a 4th-level spellcaster. Her spellcasting ability is Wisdom (spell save DC 12, +4 to hit with spell attacks). It has the following druid spells prepared:

Cantrips (at will): druidcraft, produce flame, shillelagh



1st level (4 slots): *entangle*, *longstrider*, *speak with animals*, *thunderwave*

2nd level (3 slots): *animal messenger*, *barkskin*

ACTIONS

Quarterstaff. *Melee Weapon Attack:* +3 to hit (+4 to hit with *shillelagh*), reach 5 ft., one target. *Hit:* 4 (1d6 + 1) bludgeoning damage, 5 (1d8 + 1) bludgeoning damage if wielded with two hands.

H5. SUNLIT HALL

This long corridor makes a U-shape through monastery's abbey. Stained glass depictions of St. Ioh's miracles alternate with plain glass, allowing it to stay pleasantly lit when facing the sun. Several doors lead to the center of the monastery, and even more lead further north.

A successful DC 12 Wisdom (Perception) check notices that one section of stained-glass windows (the middle section of the eastern hall) incorporates a single pane from the *Opus Aeterna*.

Development: If the PCs decide to break into the monastery here, they have a much easier time. The plain glass only has AC 13 and 10 hit points. The stained glass is sturdier, with AC 15 and 20 hit points.

H6. MONKS' LODGING

This monastery's monks sleep and keep their personal belongings here. Most of the beds remain unmade, as the parasite-infested monks no longer care about neatness, and the absence of visitors means they have no need to keep up appearances.

H7. KITCHEN & DINING HALL

A smell of mold and rot assaults the senses when this door opens. The stench emanates from dozens of unwashed plates sitting upon a long table.

Monks who underwent conversion by the begedhi mother plant initially continued their daily routine, but soon left uneaten food in the dining hall. Sister Gardener avoids this place because of its current state, feeding herself with fruits and vegetables grown on the monastery grounds and taking her meals in her room (at H4).

H8. SHRINE TO ST. IOH

An overgrown shrine fills this chamber, where a vine-covered statue of a robed young man stands at the northern end of the room. Doors lead north, south, and west.

This shrine to St. Ioh shows little sign of recent tending. Sister Gardener tried to look after it, but the monks passing through this area make her uncomfortable, so she stopped visiting.

Creatures: The mother begedhi plant directed her parasite-infested monks to intentionally cultivate a pair of shambling mounds here as a failsafe protection against anyone visiting the shrine or attempting to access the northern door leading to the mountain trail's cloud walk (at **H10**). The plants keep hidden, but each monk instinctively knows their location, as well as how to avoid them. They use their *entangle* ability to restrain intruders that disturb this holy place.

SHAMBLING MOUNDS (2)

XP 1,800 each

hp 136 each (see SRD)

Entangle. Each shambling mound can cast *entangle* (save DC 13) at will as a bonus action.

H9. PRIOR URSULEC'S ROOM

A damp, earthy smell fills this quiet chamber, where puddles of thick, vibrant-green liquid has collected. It coats nearly every surface, even clinging to the walls and ceiling in smaller patches of growth.

This chamber once served as Prior Ursulec's quarters, but Abbot Redalpo had him murdered when Ursulec grew suspicious of his parasitic infestation.

Hazard: Green slime covers every inch of the floor in this room. Releasing green slime into the chamber helped hide the evidence of the prior's murder as it devoured his remains (and everything else). The parasite-infested monks now use it as a handy means of disposing of any unwanted visitors to the monastery, and likely lead the PCs here if pressed into granting them an audience with the abbot.

H10. CLOUD WALK

This mountain path climbs toward another building built onto the mountainside. Looking down provides a grand view of the entire Barony of the Bloom, a vibrant blend of healthy farms, orchards, and streams.

Two parasite-infested monks keep watch over the mountain approach, positioning themselves just around a small bend in the path.

Creatures: Surprising them requires an opposed DC 16 Dexterity (Stealth) check to avoid being spotted by the monks, which share an empathic resonance with the plants along the hillside. Failure allows them to hear travelers on the trail below, and they quickly prepare a surprise attack with the advantage of the high ground on their side. They attempt to subdue any intruders so they can bring them before Abbot Redalpo (at **H16**) and the mother begedhi plant (at **H17**) for implantation.

Unlike the monks encountered earlier in the assassination attempt, the parasites infesting these monks make no effort to hide their nature if combat occurs, using their vine attacks to supplement the monks' fists and spells.

PARASITE-INFESTED MONKS (2)

XP 1,800 each

hp 71 each (see page 154)

H11. PATIO

The mountain path ends at an open-air patio with low walls. This location provides a breathtaking view of the barony. Besides the mountain path, only a door to the west provides an exit from the patio.

H12. VESTRY

Several robes once worn by the monastery's monks lie in a heap on the floor of this simple vestry. Green residue stains nearly all of them, and a successful DC 10 Intelligence (Nature) check determines it comes from an unnatural, alien source—all resulting from the mother begedhi plant's apotheosis.

H13. OCEAN VIEW

Archways dot this half-oval walkway, ending at a low wall to the south overlooking the sea. Two doors provide a northern and southern entrance to the area already accessible by the open space of the arcing walkway's apex. The southwestern arm of the corridor ends at another door.

H14. INNER GARDEN

This garden, like all others in the monastery, lies opens to the sky above. Flowering desert plants unlike any seen in the barony cover the floor. The air is dry and warm here.

St. Ioh and his successors helped revive and sustain the recovery of many plants in this garden, always with the intent of replanting them in the Barony of the Bloom or to reclaim the Parched Plains. Since the begedhi established dominion over the monastery, it has repurposed the chamber as a nursery for its seedlings.

Creatures: Three parasite-infested monks tend to this garden to protect the eight seedlings. If alerted to the PCs' arrival, they prepare to ambush them before they can reach Abbot Redalpo or the mother begedhi.

PARASITE-INFESTED MONKS (3)

XP 1,800 each

hp 71 each (see page 154)

BEGEDHI SEEDLINGS (6)

XP 25 each

hp 16 (see page 664)

H15. STORAGE SHED

This room holds various gardening implements used—and sometimes wielded—by the parasite-infested monks inhabiting the monastery.

H16. GRANDFATHER OF FLOWERS

Thick, chest-high weeds cover the entrance to this chamber, which remains open to the sky. Exits lead to the east and west.

Abbot Redalpo, the Grandfather of Flowers, spends his time in meditation here. In the past, he did so when communing with the supposed god of Rythes—which unknown to him and the rest of the monasteries throughout the Broken Baronies, is actually a Patron demigod reaching from another dimension to guide and influence the younger civilizations its people left behind. Now, Redalpo only communes with the mother begedhi plant (at **H17**), allowing his parasite to telepathically receive her commands.

Creature: If encountered here, Redalpo feigns surprise at the PCs' arrival, pleading with them to save him from the creatures overrunning the monastery. He also attempts to convince them he had to fool the other monks into thinking he too was controlled by a parasite, so they wouldn't suspect he had actually destroyed the creature before it could take over his mind. He does everything possible to get the PCs to escort him out of the monastery in the hopes of preventing them from reaching the greenhouse (at **H17**).

If asked about the fragments of the *Opus Aeterna*, Redalpo acknowledges the monastery has a great many of them, offering to take the PCs to them. While insincere, Redalpo uses this half-truth to lure the PCs back to the fragment in the sunlit hall (at **H5**) where he hopes to rally any remaining monks against them. Or, he might take them through the shrine to St. Ioh (at **H8**) to fight alongside the shambling mounds, or he could convince the PCs to follow him to Prior Ursulec's room (at **H9**) to feed the PCs to the green slime. If the PCs see through his ruse (with a DC 20 Wisdom (Insight) check or an ability to read his thoughts), he immediately attacks in order to defend the mother plant's greenhouse (at **H17**).

Tactics: His communion with the plants of the hillside alert him to the PCs' approach. He prepares himself with *resistance* and *stoneskin* spells and casts *spike growth* to impede enemies trying to approach through the gardens. He casts *conjure animals* as a 5th-level spell to summon sixteen **giant poisonous snakes**^{SRD} to aid him and prevent PCs from avoiding the *spike growth*. He prefers to keep his distance from enemies, casting spells while his minions fight and resorting to short-range spells only if PCs force him into melee. He uses *call lightning* to damage PCs and bolster shambling mounds fighting them simultaneously. Abbot Redalpo fights to the death to protect the mother plant.

ABBOT REDALPO, GRANDFATHER OF FLOWERS

Medium humanoid (human), neutral evil

Armor Class 17 (hide armor, +1 shield)

Hit Points 97 (15d8 + 30)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (–1)	14 (+2)	14 (+2)	11 (+0)	18 (+4)	13 (+1)

Saving Throws Int +3, Wis +7

Skills Deception +6, Nature +3, Perception +7

Damage Resistances fire

Senses passive Perception 17

Languages Common, Druidic

Challenge 6 (2,300 XP)

Infested Host. The grandfather of flowers is infested with a begadhi parasite.

Regeneration. The grandfather of flowers regains 5 hit points at the start of his turn, if he has at least 1 hit point.

Spellcasting. The grandfather of flowers is a 9th-level spellcaster. His spellcasting ability is Wisdom (spell save DC 15, +7 to hit with spell attacks). The grandfather of flowers has the following druid spells prepared:

Cantrips (at will): *produce flame*, *resistance*, *shillelagh*

1st level (4 slots): *cure wounds*, *faerie fire*, *thunderwave*

2nd level (3 slots): *flame blade*, *heat metal*, *spike growth*

3rd level (3 slots): *call lightning*, *conjure animals*, *dispel magic*

4th level (3 slots): *blight*, *stoneskin*

5th level (1 slot): *contagion*

ACTIONS

Multiattack. The abbot makes one club attack and two vine attacks.

Club. *Melee Weapon Attack:* +2 to hit (+7 to hit with *shillelagh*), reach 5 ft., one target. *Hit:* 2 (1d6 – 1) bludgeoning damage, or 8 (1d8 + 4) bludgeoning damage with *shillelagh*.

Vine. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and the abbot takes 3 piercing damage.

Combat Gear *potions of greater healing* (2), *scroll of animal messenger*, *scroll of goodberry*, *scroll of lesser restoration*; **Other Gear** *hide armor of fire resistance*, +1 shield, diamond dust worth 200 gp, 548 gp

SHAMBLING MOUND

XP 1,800

hp 136 (see **SRD**)

H17. DOMED GREENHOUSE

Sunlight streams through dozens of panes of decorative glass comprising the 30-foot-high, translucent dome of this massive greenhouse. Within the crystalline glass, tiny fractures and lines create a faint tracery of focused light projected onto a riot of luscious green plants below.

A mother begedhi plant grows here under the radiant energy focused through the remaining fragments of the *Opus Aeterna* that comprise the greenhouse windowpanes. It first came to Rythes as a seedling carried by a jagladine agent in service to the Hegemony. While the jagladine perished in the desert wasteland, the begedhi survived by using its suggestive spores to continuously influence those who encountered it, convincing them to always protect and nurture it. In time, others carried the seedling to the Barony of the Bloom, a curiosity none of the monks of St. Ioh had ever seen before. After maturing into a mother plant, it began systematically infesting the monks with parasites, slowly taking over the leadership of the entire barony. Now, it seeks to complete the mission of the agent who carried it to Rythes, slowly drawing every fragment of the *Opus Aeterna* to itself so it can reopen gates to other worlds. With this goal in mind, it eliminates anyone who might pose a threat to its plan to rule Rythes on the Hegemony's behalf.

Likely warned of the approaching PCs by the telepathic parasites inhabiting Abbot Redalpo and the monastery's monks, the begedhi prepares to defend itself by climbing the wall over the doorway to **H16** and clinging to the arch overhead so it can surprise attack anyone who enters. If any parasite-infested minions remain in the mountain complex, it sends a telepathic command calling them to defend it, as well.

Development: PCs examining the remaining plants within the greenhouse may attempt a DC 15 Intelligence (Nature) check to determine that six of them are begedhi seedlings, all of which will soon mature into additional mother plants once they undergo an apotheosis. If the PCs take time to exterminate all the begedhi seedlings (both here and those encountered elsewhere in the abbey), it prevents them from overtaking the Barony of the Bloom and the rest of Rythes.

Tactics: The mother plant initially focuses its attacks on one foe, attempting grab, pin, and implant them with a parasite. When multiple foes move within 30 feet, it releases its spores to draw them closer into its entangling vines so it can strangle them unimpeded.

The seedlings release their spores in small 10-foot bursts from around the greenhouse, attempting to compel any attackers to defend them and the mother plant.

The plant creatures here all fight to the death.

BEGEDHI MOTHER PLANT

XP 7,200

hp 95 (see page 665)

BEGEDHI SEEDLINGS (6)

XP 25 each

hp 16 (see page 664)

SHAMBLING MOUND

XP 1,800

hp 136 (see SRD)

ASSEMBLING THE OPUS AETERNA

With the defeat of the parasite-infested monks, mother begedhi plant, and her seedlings, the PCs can finally reclaim the vast remainder of the fragments from the *Opus Aeterna*. Well over 90 pieces await extraction from the greenhouse dome, and it requires a meticulous effort over 2d6+4 hours. Even after pulling the fragments down, it requires a complex DC 20 Intelligence (Arcana) or Intelligence (Investigation) skill check, requiring 7 successes needed before 3 failures in order to put them together in the right order. PCs may pool their efforts with the Help action, and a successful DC 20 Intelligence (History) check or use of *comprehend languages* grants advantage on one check. With every piece aligned, the end-result creates a thick crystalline tome with a soft eldritch light pulsing within its depths. To awaken the artifact, one of the PCs must be good-aligned and must attune itself to the tome with a successful DC 15 Charisma check, with each check taking 1 hour. Thereafter, a flash of light from the artifact fills a 60-foot radius, imprinting a dozen different constellations on the retinas of every creature within it. With this insight, the PCs acquire a rudimentary understanding of how the interplanetary gates work, and they now have the means to attempt repairs on the Red Gate to return to Argosa. They also receive the following Epic Blessing from the Patrons:

BLESSING OF VITALITY

The Patron enhancements in your genetic code grant rapid cellular regeneration and allow your metabolism to recover from trauma quickly. You have advantage on death saving throws and on saving throws against disease, and you regain maximum hit points from the first Hit Die you spend after completing a short rest.

RESTORING THE RED GATE

The adventure assumes the PCs retrace their steps across the Broken Baronies to reach Fort Buckle and the Red Gate again. If they haven't yet reached 8th level, feel free to include more encounters along the way. Restoring the Red Gate requires careful study of the *Opus Aeterna* to locate the proper pane that identifies the star around which Rythes orbits. After 24 hours of reading and attunement to the artifact, the PCs should be ready to enable two-way travel again to Argosa. Unfortunately, they won't be able to reopen different gates on Rythes yet, as the remaining *Tears of Eternity* haven't finished purging the Principality corruption or were utterly destroyed during the Great Cataclysm. Making the Red Gate operational again requires three successive (and successful) skill checks, a DC 17 Intelligence (Arcana) check, a DC 17 Wisdom (Insight) check, and a DC 17 Intelligence (Investigation) check. Each check takes 1 hour of work, but multiple creatures can perform these checks simultaneously if they are making checks against different skills. Creatures not making the checks themselves can use the Help action to assist their allies.

BACK TO ARGOSA

Because of their unfamiliarity with performing repairs on the Patron gateways, the PCs generate some unusual activity on the other side of the Red Gate as they restore its two-way operation. This alerts Mr. Sarlu and his gang that something unusual is about to happen with the device. As a result, when the PCs step through, Mr. Sarlu's entire crew—greatly diminished now from ongoing conflicts with the Surrat Coterie—has gathered in the Gateway Chamber (at A6). When the PCs arrive, read or paraphrase the following:

Tiny points of light rush towards you, blazing red as they flare into a ring of pure energy. With one final burst that dazzles the eyes and pops your ears, you emerge once again within Mr. Sarlu's compound. Most of his gang have gathered in the chamber, staring in disbelief at your arrival as they look to the sarlu's now familiar aquarium for guidance.

Mr. Sarlu is extremely surprised to see the PCs again, as no one using the Red Gate has ever returned. While his minions gawk, he quickly realizes the portal has become fully operational again, and the gangster's quick mind recognizes the rare opportunity it presents. By controlling a two-way gate, he can finally lay claim to a seat among the ruling Peerage in Zel-Argose and establish himself as the leader of a true Coterie. He welcomes the PCs to put them at ease and then questions them about their trip, subtly using *seek thoughts* and *detect thoughts* to ascertain the truth of their experiences on Rythes. If the PCs share information about the *Opus Aeterna* (willingly or otherwise), the sarlu's greed and visions of grandeur soar even higher, and he quickly concocts a scheme to take the artifact from them, recognizing it could give him an advantage on multiple worlds and not just Argosa. He silently commands Oulek and the rest of his gang to bar the exits from the Gateway Chamber and prepare to subdue their guests. He then attempts to use a silent, telepathic *suggestion* on the PC carrying the codex to place it in his aquarium so he can keep it safe for them. Regardless of the outcome, he directs his followers to seize the artifact.

MR. SARLU

XP 3,900

hp 127 (see page 700)

TACTICS

During Combat Mr. Sarlu remains secure in his aquarium, relying on its hardness to protect him while he wields his considerable mind powers against the PCs. He first casts *feeblemind* in an attempt to hinder an arcane spellcaster while his men move in. Then, he follows with *Crushing Thoughts* against the most effective melee combatants in an attempt to stymie them. If no one approaches his aquarium, Mr. Sarlu pops open the lid to release a jet of alchemical juices. Otherwise, he remains inside, guiding the actions of his men as he uses *suggestion* to turn the battle in their favor. Mr. Sarlu is a survivor in every sense of the word. If forced to abandon his aquarium, he attempts to grab and constrict an opponent, trying to use them as a hostage to force the other PCs to surrender.

Morale If outside his aquarium and reduced to less than 30 hit points, Mr. Sarlu pleads for mercy, cowering before the PCs and acknowledging them as his betters. He attempts to negotiate his way out of the situation, pledging their freedom and the *Opus Aeterna* in exchange for mastery of the Red Gate. He also offers them free use of the portal whenever they want and an ongoing cut of the tariffs imposed on any trade which passes through it. A DC 15 Wisdom (Insight) check determines his sincerity. Mr. Sarlu would rather give up the codex and still gain a seat on the ruling council of Zel-Argose than die.

OULEK

XP 1,100

hp 54 (see page 87)

WOJACK

XP 200

hp 42 (see p page 90)

TOWER GUARDS (3)

XP 700 each

hp 44 each (see page 87)

SARLU'S STREETRUNNERS (3)

XP 200 each

hp 36 each (see page 91)

CONCLUDING THE ADVENTURE

Once the PCs win their way free of Mr. Sarlu, Relstana is overwhelmingly pleased that they recovered the *Opus Aeterna* and invites them to enjoy a much-deserved break in Zel-Argose while she and the Accord scholars apply their own considerable talents to deciphering the codex. Curious or fellow-minded PCs receive invitations to participate in this endeavor, and, a few days later, Relstana summons the PCs to share their findings. Unfortunately, she informs them that even the codex cannot re-enable the gate to Garsilt that brought them to Argosa. That route to their homeworld is now lost forever. However, she has identified another possible path across the Weave that could take them home again. To reach it, they must venture to yet another world long thought lost to them. But, with the power of the codex theirs to command, they can revive a once-dead gate to reach it—an adventure which continues the next chapter of the Legendary Planet Adventure Path.

DEAD VAULT DESCENT

LEGENDARY PLANET: CHAPTER THREE

Flush with newfound knowledge of the multiverse-spanning Weave, the off-world victims of an alien abduction must once again seek an interstellar gate capable of taking them home. This time their journey turns to the lost world of Kylorn, a tidally-locked planet half-scorched by eternal sun and half-frozen by endless darkness. Can the PCs change Kylorn's standstill fate to chart a new way home? Or will they perish at the grisly end of a *Dead Vault Descent*?

ADVENTURE BACKGROUND

Long ago, the Belligren civilization nurtured and developed many worlds, especially those occupying strategic positions across the multiverse which could expand their ever-growing Weave. A hub planet called Kylorn drew their attention in the earliest days of expansion, and they built a massive, multicultural society there by uplifting and inviting other species to join them. As a result, when war eventually arose between the Patrons and their malicious enemies known as the Principalities, Kylorn proved a tempting target, suffering repeated attacks. But the Principalities struggled to conquer the planet by sheer force, and had to settle for a much longer war of attrition, deploying bioweapons and untold horrors across the surface to make Kylorn uninhabitable. These dangers drove the Patrons and their allies deep underground, forcing them to shelter in vast vaults which held much of their civilization's lore. Connected by miles of tunnels, these vaults survived by supporting one another in an ongoing effort to outlast their attackers and keep Patron technology out of the hands of the Principalities.

Unable to penetrate the entrenched positions of the Patron vaults, the Principalities eventually used one of their most powerful weapons in an act of sheer spite, exerting a gravitational force to stop Kylorn's rotation. This action immediately limited the reach and orientation of its planetary gates, preventing the Patrons from receiving further aid and reinforcements. The ecological damage also doomed any remaining resistance on the planet's surface at the cost of rendering the planet useless to the Principalities—a scorched earth tactic before they moved on to seize other worlds from the Patrons. On Kylorn, this act of devastation became known as the End of Time, for it quite literally eliminated the cycle of day and night while also putting immense pressure on the surviving population as each vault's resources ran low.

With the Principalities gone, the remaining Patrons on Kylorn sought to redirect a handful of their planetary gates to lead their surviving allies to safety, but misalignments caused most of the portals to no longer function. The few that did only led to uncharted worlds—many with incompatible environments—or planets which had already fallen to Principality occupation. The Patrons also feared that using the

remaining gates could lead their enemies back to Kylorn with more direct access into the vaults. So, in the end, the Patrons instructed their followers to keep the archives safe while they took on the risk of crossing the Weave to reestablish contact with their own kind. Unfortunately, those Patrons fell victim to the interstellar war and failed to return—an outcome which created vast uncertainty and doubt among those who had loyally remained behind.

As a result, Kylorn's remaining population soon faced planet-wide extinction. Unable to subsist on the limited ecosystems of the vaults, they argued among themselves on how to survive and still keep their commitment to protect the Patron archives. Some chose to transfer their consciousness into artificial bodies, joining with other constructs created by the Patrons to form a sterile society no longer dependent on food and water—becoming known as the Servitors. Others followed the dread command of their ruling Empress Zefora by sacrificing themselves in necromantic rituals to become undead—a vain, desperate act which formed a mostly evil faction now called the Undying. For thousands of years these groups came into conflict with one another, each laying claim to portions of the Patron archives and overall legacy. The Servitors eventually drove the Undying out of the greater vaults and into the tunnels below the sun-blasted wastes on the far side of the planet. And, in so doing, they took up guardianship of the remaining planetary gates on the cold side of Kylorn, ever watchful for the return of the Principalities and the Patrons.

Once again, thousands of years passed. After much deliberation, a leading paragon among the Servitors convinced the others they should resume the work of the Patrons by seeding the surface of Kylorn with the genetic material that encourages sentient life. This activity gave them renewed purpose, and they unlocked one of the ancient vaults holding the proto-material capable of evolving such lifeforms. They then tapped this resource to populate the narrow habitability zone between the two extremes of the planet's surface—a location now called the Sunset Lands. This genesis-like event slowly evolved a host of flora and fauna from which a sentient people emerged to find their own ecological footing. The Servitors then embraced the familiar role espoused by the Patrons to nurture these new natives, unaware that their genesis also brought renewed interest to Kylorn. The Undying soon found their way to the same Sunset Lands occupied by the new species, often satisfying their bloodlust by secretly abducting and feeding upon them like cattle. Likewise, ancient devices left behind by the Principalities activated upon detecting sentient activity on the planet's surface again. It took several generations for these messages to reach the Ultari Hegemony, but once the children of the Principalities heard them, they dispatched scouts to investigate. These agents inevitably came into conflict with the Servitors upon emerging from the long dormant gates of Kylorn. But, in time, they won their way past some of the guardians, determined to invade the ancient vaults and reap the stores of knowledge left behind by the Patrons. The Hegemony's efforts have taken a long time, and their leaders have grown increasingly concerned with the lack of success in

breaching the greater underground vaults. Only recently have they been able to turn some of the Patrons' lesser clockwork creations—autonomous constructs envious of the Servitors' control—to their cause.

Unaware of the current power struggle taking place on Kylorn, the leaders of the Bellianic Accord have their own reasons for turning their attention to the planet. On the heels of the PCs' success in retrieving the *Opus Aeterna* from the planet Rythes in *The Scavenged Codex*, the Accord's leaders have identified the strategic importance represented by the Patron vaults on Kylorn and hope to access them so they too can use their lore to turn the tide against the Hegemony. Fortunately, a long dormant gate on Argosa can be adjusted to reach Kylorn despite the planet's stopped rotation, and the Accord hopes the knowledge from the *Opus Aeterna* can reopen it. This gate currently resides within a compound controlled by the most powerful Coterie in Zel-Argose—the Thanex Coterie. Thus, an old friend in the Accord—the elali seer, Relstanna—contacts the PCs to request their assistance in accessing the Thanex compound, reactivating the gate to Kylorn, and exploring the Patron vaults. She also informs them of an even more compelling reason to lend their aid. The star maps contained in the *Opus Aeterna* also indicate Kylorn holds a planetary gate which could lead directly back to their homeworld. If the PCs still want to rejoin their loved ones by returning home, this may be their best chance.

ADVENTURE SUMMARY

With knowledge obtained from the *Opus Aeterna* in *The Scavenged Codex*, the PCs reopen a dormant path across the Weave to Kylorn in an attempt to find another way home. The only gate leading from Argosa to Kylorn is an inactive portal owned by the Thanex Coterie, but many constructs guard the warehouse sheltering this gate. After using stealth, subterfuge, or simple brute force to access the warehouse, the PCs reactivate the gate and venture to Kylorn.

The PCs arrive on the surface of Kylorn on the planet's cold night side where the gate is sustaining a compatible environment around itself. This oasis has only a limited range, however, and the PCs have to quickly make their way underground to avoid the tremendous environmental hazards they'd endure by travelling overland. Below ground, the PCs discover a network of subterranean vaults and passageways, as well as a secret base leading to the control center for the gateway.

Examining the gate controls reveals that this is a secondary portal, which relies on the planet's primary gate. Kylorn's gates are centrally regulated by the world's primary gate, each gate can open independently but can only have its destination coordinates changed or realigned at the primary gate. This security measure was implemented during the ancient war to prevent the enemy from overrunning a gate and then resetting its destination to bring in overwhelming reinforcements. Kylorn's stopped rotation now means that most gates only align with their destinations intermittently, approximately

once every couple of months and even then only for around an hour or so. With the knowledge the PCs possess, they can manually re-attune a gate's destination but this is only a temporary measure as the destination coordinates slowly shift out of alignment by themselves. What needs to happen is to permanently recalibrate each Kylorn's gates to compensate for the world's lack of rotation by updating the planet's primary gate to reflect this new status.

This means that the primary gate must still be working and that the PCs need to get to this gate to complete their mission. The PCs find a system of tunnels and magically levitating 'trains' that greatly speed their journey across the planet and gets them closer to the main gate.

The tunnels lead to Kylorn's habitability zone and the Sunset lands, where the PCs return to the surface and learn a little about the world they are traveling across. Encountering the lavender skinned natives of Kylorn, the PCs receive directions to the Citadel of the Oracle, a place of learning that may have answers to their questions concerning the location of the primary gate. At the Citadel, the PCs discover that the place has been raided by a group of Hegemony agents who have stolen genetic code samples from the Citadel's vaults. The underground areas of the Citadel have been taken over by a group of hostile intelligent constructs and the PCs need to defeat them to rescue the Oracle. Once free, Pionesis the divymm oracle offers the PCs her assistance. She accesses the Citadel's records and confirms that the planet's primary gate is underneath the harsh burning day side of the planet and that the only way to access it is through the Palace of the Undying Empress.

The PCs journey to the Palace which sits high on a ridge at the edge of the Daylands. Here they must venture into the haunted palace and confront Empress Zefora to gain access to the tunnel leading to the gate. Permanently defeating the lich empress requires the PCs to find and destroy her phylactery as well as facing her in battle. The PCs may find clues to where Zefora hides her phylactery from her scheming undead 'daughters' who all secretly desire the empress's death.

After descending beneath the palace, the PCs again travel great distances via another set of levitating transportation devices to the day side of the planet. The area where the gate sits is deep underground in a scorching area of the planet's crust located close to an active volcano. This area is subject to tremendous earthquakes and seismic activity generated by the volcanic area around it. The PCs are ambushed by the team of hetzuuds, who are struggling to get through a massive portal into the gate complex. Powerful elementals reign here, subservient and respectful toward a mythic young outer vortex dragon named Cilraska. She is using the main gate as a portal to the depths of space, where she ranges over a wide nebula. While not evil, she opposes any interference with the gate which she regards as hers. She presents a formidable combat challenge for the PCs. Ultimately, the PCs find the Ancient gate they seek. But, it is no longer aligned with the path they'd need to follow. The PCs must return to Zel-Argose and on to the next adventure in the Legendary Planet adventure path.

PART ONE: THE THANEX CAPER

Having recovered the *Opus Aeterna*, the PCs now possess the necessary insight to repair and possibly even realign interplanetary gates. The PCs' elali contact, Relstanna, offers her council, reminding them that all gates on Argosa are under the control of various coteries and other factions who are extremely unlikely to allow the PCs to interfere with their operation. However, accessing a non-functional gate—even one belonging to the Thanex Coterie—should prove easier.

This gate has been disabled for over three hundred years. At that time the Hegemony was menacing Zel-Argose and its Peerage of Coteries, seeking to force them to capitulate under the threat of invasion. The Thanex Coterie sacrificed one of the three gates in their possession as a warning that the Coteries possessed the means to destroy gates and would willingly do so to maintain their power and independence.

The Midnight Gate resides in one of their less heavily guarded storage compounds in the northeastern part of Zel-Argose, but requires a specific component that was removed when the coterie deactivated it as a show of force to stave off a Hegemony invasion nearly centuries ago. This component now sits in a display case as part of an exhibit in a Thanex reception hall, and the PCs will need to retrieve it and reinstall it before the gate can be made operable again.

Relstanna points out that attempting to negotiate with the Thanex Coterie for the component, or even their use of the gate, is unlikely to secure their assistance. Thanex is one of the most powerful and ruthless coteries in the city, and the purposeful deactivation of the gate serves as a constant reminder for the Ultari Hegemony to honor Argosa's neutrality in their ongoing war with the Bellianic Accord. Even suggesting the gate can be made operable again would draw Thanex scrutiny into how such a thing is possible, no doubt giving rise to the existence of the *Opus Aeterna* becoming public knowledge. In addition, Relstanna suspects Hegemony agents may have infiltrated the Thanex ranks, and they would quickly report the PCs' intentions to their masters. As a result, she recommends they use subterfuge to access the Thanex reception hall, retrieve the gate's vital component, and then infiltrate the nearby warehouse that houses the gate so they can repair and access it.

PLANNING THE HEIST

Finding the location of the Thanex Guild Manse is not difficult (DC 15 Intelligence (History)). The PCs can easily walk by the location, a large mansion situated on an acre of lawns and manicured gardens (approximately 180 feet wide and 250 feet long), surrounded by a 20-foot-high stone wall. Figuring out how to infiltrate the building and locate the missing component requires investigation and planning, as does formulating a scheme to retrieve it without alerting the Thanex before the PCs have a chance to take the component to the deactivated gate and effect a repair. The following section details the situation as a heist, which presents the situation as a set of challenges that must be overcome by the PCs, and which

can be approached in a number of different ways. Which tactics they choose may be predicated on the specific characters in the party and their abilities, but planning the heist should involve all of the players. Be aware that the PCs may need to split up to most effectively infiltrate the Guild Manse, and in that case you must compartmentalize the action, switching back and forth between different groups as they face their separate obstacles.

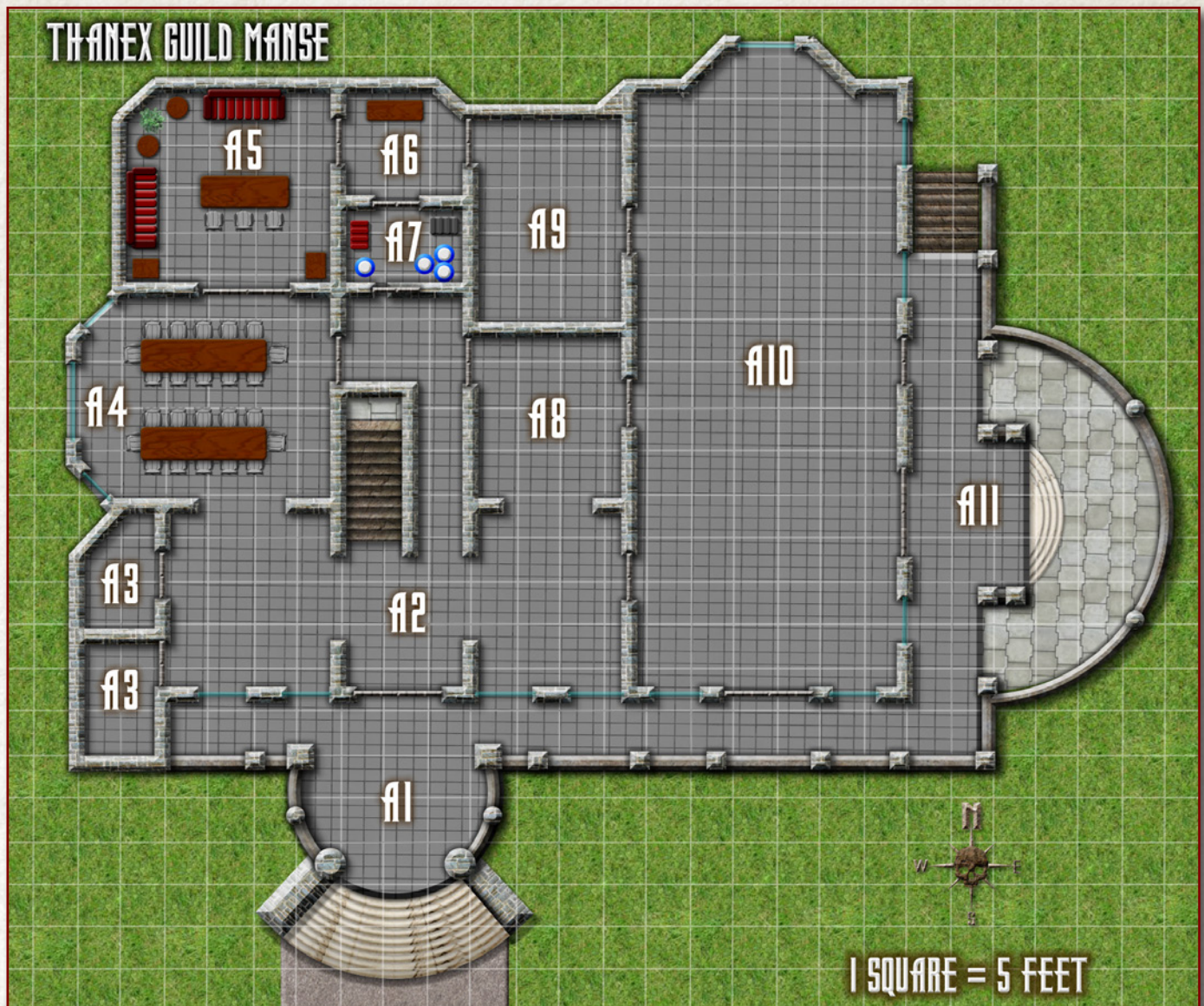
Running a heist requires more narrative momentum than a combat-heavy encounter, and you don't want PCs to hit a dead end in their investigation or negotiation. If a particular negotiation requires multiple skill checks and some succeed while some fail, or if PCs fail an individual skill check by less than 5, you might allow the PCs to have a partial success that may give them partial information or clues, or gets them what they need but with a delay to wait for another character or some other complication. Perhaps their investigation is noticed by others, including guards who might challenge them or other NPCs who might try to divert their attention to something other than their intended mission or who might threaten to reveal them to the target of their investigation.

INVESTIGATION AND RECONNAISSANCE

Before PCs move on the Guild Manse, they may investigate the location and the Thanex with friends and allies, or by gathering information elsewhere in Zel-Argose, in order to gain useful knowledge about the Thanex and how the Guild Manse is protected. The walls prevent easy surveillance, and any creature climbing the wall is likely to be shot by night watch guards patrolling the grounds. Tiny or smaller animals, including familiars, might be ignored if they appear atop the wall or fly overhead briefly and then depart, but the guards are fairly observant (Perception +4) and if they see the same creature return frequently they are more likely to attack and try to kill or capture it.

Neutral Ground: The Thanex Manse is declared as neutral ground for the soiree, and rods, staves, wands, weapons, shields, and armor are forbidden except for the guards. A character wishing to hide a small weapon on her person must succeed on a DC 15 Dexterity (Stealth) check or DC 10 Dexterity (Sleight of Hand) check to hide the item. Items can be hidden with illusion magic, or with extradimensional storage, or other useful magic. Characters wishing to disguise themselves as an innocuous servant, loyal guard, or even an unobtrusive partygoer while smuggling in magical items or with active spells should consider protecting themselves from divinations.

Over the Walls: Getting a look inside the walls requires flight or climbing the wall (Strength (Athletics) DC 13), or the use of spells like *arcane eye*, *clairvoyance*, or *scrying*. A creature observing the grounds must succeed on at least three DC 13 Wisdom (Perception) checks, each taking 1d6 rounds, and a visible observer must succeed on a Dexterity (Stealth) check with a DC of 10 plus the number of rounds spent observing. If spotted, one guard will come investigate while his partner waits and observes, ready to sound an alarm if something happens to his partner.



Success on three checks reveals the type of guards and their general rotation of work. It does not reveal the nature of guards inside the Manse, though exceeding the DC by 5 on at least two checks reveals that there are at least two people inside the Manse.

What Does the Component Look Like? The component from the Thanex gate mechanism should be a set of jointed metallic rods connected by circuit cables and conduits. The PCs have seen active gates in their travels in previous adventures and so can recognize the kind of magical technology involved. The component should radiate conjuration magic.

Who's In Charge? PCs may try to find out who the key players are at the Thanex Coterie. A successful DC 10 Intelligence (History) check reveals that **Tyreene Thanex** is the public face of the Coterie; however, exceeding the check by 5 reveals that she is not the true master of the Coterie, and that an ambitious half-elf named **Revelle Chax** is believed to be an

up-and-coming rival who may unseat her. Exceeding it by 10 reveals that the half-elf **Tyrilious Tindal** is the secret lover of Tyreene Thanex, and while nepotism is nothing new he is considered a liability by rivals in the Coterie as a pretentious and arrogant dilettante more interested in impressing his socialite friends than ruthlessly promoting the business of the Coterie, and his soft-headed thinking has been dragging Tyreene down with him.

BREAKING AND ENTERING

Some PCs may want to take the most direct approach: once the building is located, simply break in and search the place until the item is found. This approach has the advantage of speed, but is fraught with the most danger, as the grounds surrounding the Guild Manse are guarded by regular patrols accompanied by trained velociraptors used to sniff out hidden

or invisible creatures. The Watch Master and Keeper patrol inside the building along with one pair of the night watch and their raptors. The other three night watch patrols comb the grounds for any sign of intruders.

Cover and Concealment on the Grounds: Decorative statuary and shrubbery are scattered around the grounds and provide possible sources of cover or obscurity for making Stealth checks, and at any given time two of the three night watch patrols in the grounds will be hiding (Stealth +4) while keeping watch. PCs can potentially use these areas to hide as well, but the night watch are so familiar with these areas that they have advantage on Perception checks to notice PCs hiding near them. You can place these areas randomly wherever desired in the yard, but each area should be no more than 10 to 15 feet across.

Diversions and Illusions: The raptors can be fooled by illusions, though illusions that lack a scent component (like *major image*) quickly rouse their suspicion and allow an automatic saving throw to disbelieve them when the raptor is within 30 feet, and with advantage if the raptor is adjacent to the illusion. They are trained to trill and bark to signal the night watch both when they sense invisible creatures (which they can smell and hear but not see) and illusions that they can see and hear but not smell.

WATCH MASTER IRAEBU

Medium humanoid (half-orc), neutral

Armor Class 16 (natural armor)

Hit Points 78 (12d8+24)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	14 (+2)	18 (+4)	14 (+2)	10 (+0)

Skills Arcana +7, Perception +5

Senses darkvision 60 ft., passive Perception 15

Languages Common, Orc

Challenge 7 (2,900 XP)

Spellcasting. Iraebu is a 9th-level spellcaster. her spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). She has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *light*, *mage hand*, *message*

1st level (4 slots): *burning hands*, *faerie fire*, *mage armor*, *magic missile*

2nd level (3 slots): *false life*, *scorching ray*

3rd level (3 slots): *counterspell*, *fireball*, *haste*

4th level (3 slots): *greater invisibility*, *ice storm*

5th level (2 slot): *cone of cold*

ACTIONS

Dagger. *Melee Weapon Attack:* +5 to hit, 5 ft. reach. *Hit:* 4 (1d4 + 2) piercing damage.

TACTICS

During Combat Iraebu patrols the interior of the Guild Manse, maintaining contact at all times with the night watch and Keeper Axater using *message*. If she notices combat (Perception +5), she immediately alerts the other patrols and goes to support them, leaving Axater to guard the interior. If the raptors sense invisible creatures, she uses *faerie fire* to reveal their location so the night watch archers can eliminate them.

KEEPER AXATER

Medium humanoid (human, orc), neutral evil

Armor Class 19 (omniweave armor) (21 with *Shield of Faith*)

Hit Points 78 (12d8 + 24)

Speed 30 ft. (20 ft. In armor)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	18 (+4)	14 (+2)	14 (+2)	12 (+1)	8 (-1)

Saving Throws Dexterity +7, Wisdom +4

Skills Acrobatics +7, Stealth +7, Investigation +5, Religion +5, Insight +4, Survival +4

Senses darkvision 60 ft., passive Perception 14



Languages Common, Orc

Challenge 8 (3,900 XP)

Evasion. If the keeper is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the keeper instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Sneak Attack. Once per turn, the keeper deals an extra 4d6 damage to one creature they hit with an attack if they have advantage on the attack roll. The attack must use a finesse weapon or a ranged weapon.

Spellcasting. The keeper is a 2nd-level spellcaster. Their spellcasting ability is Wisdom (spell save DC 11, +4 to hit with spell attacks). They have the following cleric spells prepared:

Cantrips (at will): *guidance*, *resistance*, *sacred flame*

1st level: *bane*, *disguise self*, *shield of faith*

Gear. +1 omniweave armor, potion of invisibility, wyvern poison (1), serpent venom (3), holy symbol

ACTIONS

Assassinate. During its first turn, the keeper has advantage on attack rolls against any creature that hasn't taken a turn. Any hit the keeper scores against a surprised creature is a critical hit.

Instant Double. Once per day, the keeper creates a perfect double of themselves that lasts for 1 minute or until they lose concentration. The illusion appears in an unoccupied space that is within 30 feet. The keeper can cast spells that originate in the double's space. If both the keeper and the double are within 5 feet of a creature that can see the illusion, the keeper has advantage on attack rolls.

Shortsword. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) piercing damage plus poison (10 (3d6) poison damage, DC 11 Constitution save for half).

Needler. *Ranged Weapon Attack:* +4 to hit, ammunition (range 40/120), reload (25 shots), one target. *Hit:* 5 (1 + 4) piercing damage plus poison (24 (7d6) poison damage, DC 15 Constitution save for half).

TACTICS

During Combat Axater is the Keeper of the Guild Manse and its last line of defense and first line of revenge. He observes any combats outside while remaining hidden within, positioning himself relative to any intruders so he will be ready to use his Assassinate ability should they venture into the building.

NIGHT WATCH

Medium humanoid (half-orc), neutral evil

Armor Class 15 (studded leather)

Hit Points 66 (12d8 + 12)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	13 (+1)	12 (+1)	15 (+2)	11 (+0)

Saving Throws Dex +6

Skills Nature +4, Perception +5, Stealth +6, Survival +5

Senses passive Perception 18

Languages Common, Orc

Challenge 5 (1,800 XP)

Keen Senses. The night watch has advantage on Wisdom (Perception) checks.

ACTIONS

Multiattack. The night watch makes two melee weapon attacks or three ranged weapon attacks.

Longsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage.

Longbow. *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage plus 3 (1d6) fire damage.

TACTICS

During Combat The night watch patrol the grounds in pairs. If they spot PCs or if their velociraptor companions scent them, they release the dinosaurs to attack in melee while they shoot arrows and shout for help from the other night watch patrols, who arrive in 1d3-1 rounds. They use their flaming arrows to deal extra damage while also helping mark the location of their targets.

VELICORAPTOR COMPANION

Small beast, unaligned

Armor Class 13 (natural armor)

Hit Points 22 (4d6+8)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	14 (+2)	14 (+2)	2 (-4)	12 (+1)	10 (+0)

Skills Athletics +4, Perception +3

Senses darkvision 60 ft., passive Perception 16

Languages Common

Challenge 1/2 (100 XP)

Keen Scent. The velociraptor has advantage on Perception rolls relating to scent and can detect invisible creatures by scent.

ACTIONS

Bite. *Melee Weapon Attack:* +4 to hit, 5 ft. reach. *Hit:* 4 (1d4 + 2) piercing damage.

Leaping Charge. When a velociraptor moves toward its target before attacking, it can jump up to 10 feet as part of that movement, allowing it to ignore difficult terrain in that space. When a velociraptor attacks at the end of its leap, it can make two attacks with its instead of attacking with its bite: *Melee Weapon Attack.* +5 to hit, 5 ft. reach. *Hit:* 6 (1d6+3) piercing damage.

A SUBTLE SOIREE

If PCs choose to use subterfuge to plan a heist during the soiree, they can make plans for how best to pull off the job. The following sections are designed to provide answers for the most likely options they might pursue in infiltrating the party, locating the component, avoiding notice, and getting out afterwards. Players may, of course, come up with different plans than those described here, and you can use the general difficulty of the options described here as a guide for running with their plans. As players plan out their strategy for the heist, work to make sure that each player has something useful and fun to do along the way. This may include actions that aren't necessarily their specialized skill set, but which can be part of making sure the whole team finds success.

How Do We Get In?

Once the PCs learn about the Thanex soiree, they can use that as their pretext to get into the building hidden in plain sight among the other guests or may choose to infiltrate the building at another time. If the PCs choose to bypass the soiree entirely, go to **Breaking and Entering**. If they wish to attend as guests, however, they'll need to secure an invitation to get in.

Friend of a Friend: If the PCs ask around to any of their friends, Relstanna can secure an invitation for two guests as representatives of the Bellianic Accord. If they'd rather be a bit more inconspicuous about their connection to Relstanna, they can call on their old friend **Andretta** (female aasimar sorcerer 6) from *To Worlds Unknown*, who has made many friends in Argosan high society and has an invitation and can invite one of the PCs to escort her to the soiree. Either Relstanna or Andretta also can show the PCs their invitation if the PCs wish to use Charisma (Deception) to create a forgery.

PCs who have joined one of the other Coteries (other than the Avaar, the bitter rivals of the Thanex) also may ask one of the higher-level guild factors to secure them an invitation, requiring a successful DC 15 Charisma (Persuasion) check and a bribe of 100 gp (reduced by 10 gp for every 3 points by which PCs exceed the DC).

Joining the Guard: The Thanex guard staff in Argosa is primarily comprised of half-orcs, many of whom are rangers with animal companions. A PC must have darkvision and must demonstrate his martial prowess by demonstrating that they can hit an AC 14 target 60 feet away with a ranged attack; they are given five attempts and must succeed at least three times. Once they prove their basic competence, they are interviewed by a Thanex security officer and must succeed on at least two out of three DC 15 Charisma (Deception or Persuasion) checks (or a DC 20 Charisma (Intimidation). The PC gains a +2 bonus on this check if he is fluent in Orc, and even if the interview fails the PC can attempt a DC 15 Wisdom (Insight) check to intuit that the guards use code signals in Orc.

A PC who gets hired as a guard is assigned a red Thanex cloak and armband and are assigned to perimeter patrol around the outside of the grounds, or inside the grounds if

they exceed the DC by at least 5. Whatever their assignment, they are also assigned a partner to keep an eye on them during their probationary employment.

PCs also can use a magical or mundane disguise to impersonate one of the existing guards and simply use Deception checks to pass themselves off as a legitimate guard. The guards may challenge one another using code words in Orc. A PC fluent in Orc can attempt a DC 11 Deception check to satisfy such questioning, but checks in other languages automatically fail for this purpose.

If a PC wishes to actually replace a guard (rather than impersonating one and risking the real guard also showing up), he can discover who works for the Thanex as guards at the Manse with a DC 17 Intelligence (Investigation) check to gather information, or can observe one of the guards directly and track them to their home with a DC 20 Wisdom (Survival) check and either attack them there, or attempt a DC 10 Intelligence (History) check to pick out an ideal location to intercept and ambush them en route to or from their home. If the guard is incapacitated, its clothing, gear, and uniform can be used to improve a disguise, granting advantage on Deception checks to appear and act as that guard. If the guard was dealt lethal damage during the attack, the uniform must be repaired with a DC 15 Dexterity check, *mending*, or other magic in order to grant this bonus.

On the Rooftop: One or more PCs may remain outside the soiree, perhaps using flight and/or invisibility to enter the grounds and taking up a position on top of the Thanex Guild Manse. From there, they can wait ready to deliver supplies to characters inside who have passed through the secured



entrances or to pick things up from them. This character also can help coordinate communication and/or provide a rescue if a character gets into trouble. A cohort, companion, or familiar can be used in this role, as can a druid in wild shape. As long as a character remains atop the building, they are unlikely to be noticed by the raptors' sense of smell, but if coming down to a window to deliver or pick up something, they typically have only 1d6 rounds between patrols where they could be spotted. The half-orc night watch all have darkvision, so shadows provide no concealment for making Stealth checks. Climbing up or down the walls requires a DC 15 Strength (Athletics) check; the high windows are only 5 feet from the edge of the roof. Moving up or down the sloping tile roof requires a DC 10 Strength (Athletics) or DC 15 Dexterity (Acrobatics) check, and requires a Stealth check opposed by the guards' Perception to avoid making any sound. If a character rolls a natural 1 on this Stealth check, she dislodges a tile which crashes noisily to the ground and may alert guards to her location. A flying creature must hover at a window in order to deliver or receive something from inside.

Sneaking: PCs can attempt to sneak into the party invisibly, but all entrances are monitored with velociraptor companions using scent to seek out invisible creatures and barking out a warning when they notice them and hunting them with their handlers. In addition, the party is very crowded, and it is difficult for invisible creatures to move about without constantly bumping into partygoers. Invisible creatures treat all areas within the Manse, including the verandas, halls, and patios, as difficult terrain) and in a combat situation there is a 50% chance per round that an invisible creature may be targeted with a shove made by a creature blundering into them (+4 bonus)

Stolen Invitation: A PC can simply dress in a noble or courtier's outfit, looking suitable for the soiree, and while mingling with the crowd can use Dexterity (Sleight of Hand) to steal another creature's invitation and pass it off as his own. An escort, merchant, or socialite has only a 50% chance to have an invitation of their own rather than as a companion to a higher-ranking invited NPC. Attempts to steal an invitation from such creatures automatically fail but may be noticed by them or other creatures nearby.

Once an invitation has been stolen, the PC can attempt a DC 15 Charisma (Deception or Intimidation) check with the guards and Major Domo to gain entry with the invitation. The PC takes a -3 penalty on this Deception check if the stolen invitation is for a different race or gender than his own; these penalties stack. If the actual invitee gets to the entry first and cannot find their invitation, they create a commotion that makes the guards more suspicious, imposing an additional -5 penalty on Deception or Intimidation checks made against them for the next 10 minutes.

An ally can create a distraction in line by attempting an appropriate check against the invitee, such as knocking them down with a shove. An ally also could attempt a Deception check to create a distraction, allowing the PC stealing the invitation to slip past unnoticed and get ahead of the invitee in line. Two allies also could stage a mock fight or argument, blocking the

invitee's path as they push each other around. Bystanders will call for the guards to intervene but it takes 1d4 rounds for them to arrive. If a PC has infiltrated the guards, there is a 25% chance that the PC is one of the guards asked to intervene. Characters creating a ruckus are asked to leave unless they succeed at a DC 20 Charisma (Deception or Intimidation) check to persuade the guards it was just an accident and it won't happen again, and that they are very important people who must not be blocked from attending the event.

With the Band: The Thanex have hired numerous musicians and performers to provide entertainment at the soiree. A DC 15 Intelligence (Investigation) check and one day of checking (requiring 3d6 gp in bribes and rounds of drinks) around can locate one of these entertainers. The PC could use this opportunity simply to bribe the entertainer to take their place at the soiree with a successful DC 15 Charisma (Persuasion or Intimidation) check and a bribe of 100 gp, decreasing by 10 gp for every 5 points by which she exceeds the DC. A check failed by less than 5 results in the performer demanding a bribe of 1d4+1 x 100 gp, but they flatly refuse if the check is failed by 5 or more. A DC 15 Wisdom (Insight) check on a refused check indicates the offended artist is likely to spread rumors about the PC attempting to bribe them. The DC can be reduced by 5 and the amount of the bribe reduced by 75% if a PC simply asks to see the performer's contract and pass to the party in order to create a forgery.

The PC can force the performer to cooperate, such as by following them to a discreet location and assaulting them (perhaps with one or more other PCs as accomplices) or using mind-affecting magic such as *charm person* or *suggestion*. If only a save is required, treat the entertainer as having a save of +3. If full statistics are required, treat the performer as a **spy**^{SRD}. If the PC borrows some of the performer's own items as part of a disguise and is proficient in at least one of the same instruments as the performer, he gains a +2 bonus on checks to impersonate that performer.

Once at the soiree, a performer will be required to perform for 1d4 x 10 minutes at a time, usually assigned to a position in the Grand Ballroom, with breaks of 1d4 x 5 minutes before having to perform again. Unlike most guests, a performer is allowed to bring in a container for his instruments, costume changes, comedic props, and the like. Such containers are inspected, but an entertainer gains advantage on Deception checks to avoid close scrutiny. Items also can be smuggled inside of a musical instrument, including placing a *bag of holding* or similar item inside, as instruments will not be closely inspected.

Working the Party: PCs can gain entry to the Manse as part of the catering and service company preparing and serving food and drink to the guests. **Baedin** and **Caeftin**, the caravan guards the PCs may have rescued in *To Worlds Unknown*, have extensive contacts with food, wine, and spice merchants, and can get PCs hired as servants with the providers working the party. This requires a successful DC 15 Persuasion check and a bribe of 100 gp (reduced by 10 gp for every 10 points by which PCs exceed the DC). Servant staff are provided with servant uniforms, so any weapon or similar item must be hidden with Sleight of Hand.

D12	TYPE OF GUEST	CR	WIS	CHA	DECEPTION	PERSUASION	INTIMIDATE	PERCEPTION	INSIGHT
1	House Staff	5	+1	+1	+0	+0	+0	+1	+1
2	Courtesan	2	+2	+3	+5	+5	+3	+5	+5
3-4	Socialite	2	+3	+2	+4	+4	+2	+5	+5
5-7	Merchant	3	+3	+1	+5	+5	+1	+5	+5
8	Officer	6	+3	+0	+0	+2	+3	+5	+5
9	Politician	7	+4	+2	+5	+5	+5	+7	+7
10-11	Coterie Factor	7	+4	+1	+4	+4	+4	+7	+7
12	Diplomat	8	+4	+4	+7	+7	+7	+7	+7

WHO WILL BE THERE?

The PCs can learn about the guest list for the party with a successful DC 13 Investigation or Persuasion checks or a DC 10 History check. Each successful check takes 1d4 hours and reveals one name from those listed below, plus an additional name for every 2 points by which the check exceeds the DC. Most NPCs are indifferent to PCs, or unfriendly if they are dressed as guards or servants. The jagladine are hostile but do not turn violent.

- **Jaheera Fire-Eyes**, the High Auditor of Zel-Argose.
- **Torgrimm** the purple-skinned star titan, using magic to reduce his size.
- **Tyreene Thanex**, the public spokeswoman for the Thanex Coterie, though not its true leader.
- **Mr. Sarlu** from *The Scavenged Codex* (if he survived).
- **Khedri** the krang, who returned from Rythes with the PCs after the events of *The Scavenged Codex* and continues serving the Bellianic Accord.
- **Relstanna** the elali from *To Worlds Unknown*, here as the official representative of the Bellianic Accord.
- **Andretta** the aasimar sorceress from *To Worlds Unknown*, here as a socialite, with **BR-N3R** her arachnid robot.
- **Essog Sr'rlin** and **Qurux Yallin**, jagladine diplomats from the Hegemony.
- **Graydin Umbarda**, a lecherous old merchant of great wealth and one of the Peers of the Nambrin Coterie.
- **Tyrilious Tindal**, a half-elf dandy (and secret lover of **Tyreene Thanex**), a lesser factor in the Thanex Coterie.
- **Revelle Chax**, a serious, no-nonsense half-elf who is considered one of the rising stars of the Thanex Coterie behind the scenes for her keen mind.
- **Grifokk Huz**, a scarlet-scaled zvarr factor of the Casticar Coterie.
- **G'uurul Faa**, the tall blue-skinned efreeti overseer of the Thanex slave prison in the asteroid colonies known as the Shattered Zone.
- **Xerb Hiflorn**, a tretharri cybernetic technician from the Beacon colony in the Shattered Zone, accompanied by his ragged dog, **Ja'ama**, given a wide berth by most guests at the soiree.
- **Claigllood**, an elderly locathah historian from the water-world of Vereen.

There are representatives of other coterie in Zel-Argose, with the notable exception of the Avaar, the bitter rivals of the Thanex; those listed above are simply the most famous attendees, or the most relevant to the PCs' interests, of course; there are over 200 guests at the soiree and the PCs may well encounter other characters on short notice. Whenever the PCs must interact with an unnamed partygoer at the soiree, roll 1d12 and consult the following table to determine the type of guest. The house staff represent butler, chef, sommelier, and similar supervisors of the general servant staff. Typical servants use spy stats.

HOW DO WE FIND THE COMPONENT?

If PCs break into the Manse, they must explore the various rooms to find the component in **A9**. Both doors to **A9** are locked at night. If they look for it during the soiree, they can circulate through the various rooms at the Manse looking for it or can query some of the guests to see if they know where it is or try to convince them to show the PC the item. A Coterie Factor or Diplomat that works for the Thanex (50% chance) knows it is displayed in **A9**, and any other attendee if made friendly suggests finding such a person, and with their assistance the PCs get an introduction to a Thanex Factor or Diplomat (equal chance of either) within 2d4 minutes.

Showing Off: Thanex Factors and Diplomats are shrewd traders but also boastful and proud. If asked about the broken gate and the component they tend to belabor the history of the Thanex and their preeminent role in safeguarding Argosa from outside interference. They relish banter and wordplay but are always looking for an angle. They can be persuaded to show the component to a PC who can best them in two out of three opposed skill checks: Persuasion versus Persuasion (to flatter their ego), Intimidation versus Intimidation (to flaunt their power and position, and the risk of angering them), and Deception versus Insight (to manipulate the conversation their way). A PC offering the Thanex leader an exotic drink (which can be obtained from the House Staff for 1d6 x 10 gp) gains a +2 bonus on all opposed checks.

If the PCs' persuasion succeeds, the Thanex leader escorts them to **A9**, accompanied by 1d4 random partygoers using the table above. The PC can bring one other guest, but other PCs can attempt to slip into the library with them with a successful

Stealth check (with a +2 bonus if the Thanex leader has accepted an exotic drink). The Thanex leader shows PCs the display case with the decoy component, lauding its glorious history and telling the tale again of how the Thanex saved Argosa. PCs can take this opportunity to inspect the display case and search for traps. A PC closely examining the component with a DC 16 Intelligence (Arcana) check recognizes that the decoy component does not match the gate technology they have seen elsewhere, such as on the gates connecting Argosa to Rythes in *The Scavenged Codex* or to the prison planet of Garsilt in *To Worlds Unknown*, and is likely a fake.

PCs accompanying the one engaging the Thanex leader's attention can search elsewhere in the library and may find the real secret compartment on the north wall. PCs carefully examining the three statues in the room may discover their eyes seem to follow creatures around the room (DC 15 Perception, but only if actively inspecting them). A DC 14 Intelligence (Arcana) check reveals that they are caryatid columns. After touring the library for 1d4 minutes, the Thanex leader escorts the PC and his associates out. If any other PC attempts to stay behind in the library, a Stealth check is required; if more than one attempts to stay behind, the Stealth checks for all PCs take a -5 penalty for each PC after the first.

Not What It Seems: A few people know the decoy component is not real. **Tyreene Thanex** and **Revelle Chax** know this but will not reveal this information unless magically compelled. However, some others may reveal the information:

If **Tyrilious Tindal** (a Diplomat) is made friendly, he can be persuaded by flattering him about his fashion sense and natural leadership (opposed Deception vs. Insight) while also goading him about his tenuous position within the Coterie from those jealous of him (opposed Intimidation vs. Insight). Mentioning his romantic entanglement with Tyreene Thanex grants a +2 bonus on these opposed checks. If both succeed, he whispers conspiratorially about how the component in the display case is a fake and how he's seen the real one, in a secret compartment on the other side of the library, and even describes its length (3 feet long).

Graydin Umbarda (a Coterie Factor) was part of a secret merchant council that recommended destroying the gate, and he watched it happen. He knows what the component looks like and that the decoy isn't it. He doesn't willingly share this information, but he can be seduced with flirtation into revealing secrets. His initial attitude is unfriendly to male characters and indifferent to female characters with Charisma of 15 or less, but friendly to those with Charisma

16 or greater. If made helpful, he can be plied with flirtatious comments and salacious innuendo by succeeding on two out of three Deception checks opposed by his Insight. These may include promising future favors to be provided by another character. This could even be one the PC does not know but points out in the crowd (or even an illusion), though this results in a disadvantage on such Deception checks unless the PC has arranged with that character to give some sign of recognition like a wink and a smile.

If a PC talks to Graydin about the component, the fact that it is a fake comes into his surface thoughts and can be learned with *detect thoughts*. While he knows the decoy is fake, he does not know where the real one is, though his best guess is that it is located elsewhere in the library.

Grifokk Huz (a zvarr Coterie Factor) has been shown the decoy component by Thanex leaders but has noticed it is a fake, and also that the statues in that room are caryatid columns. Given the presence of construct guards, he is fairly certain there is either a poisonous or mind-affecting trap as well. If made friendly while PCs are asking about the component, he offers to trade what he knows for money, either 100 gp immediately or a promise for 500 gp in the future. If PCs offer gems or other items, Grifokk appraises them to verify their value (+8 Investigation bonus). If made helpful, the bribe required is halved.

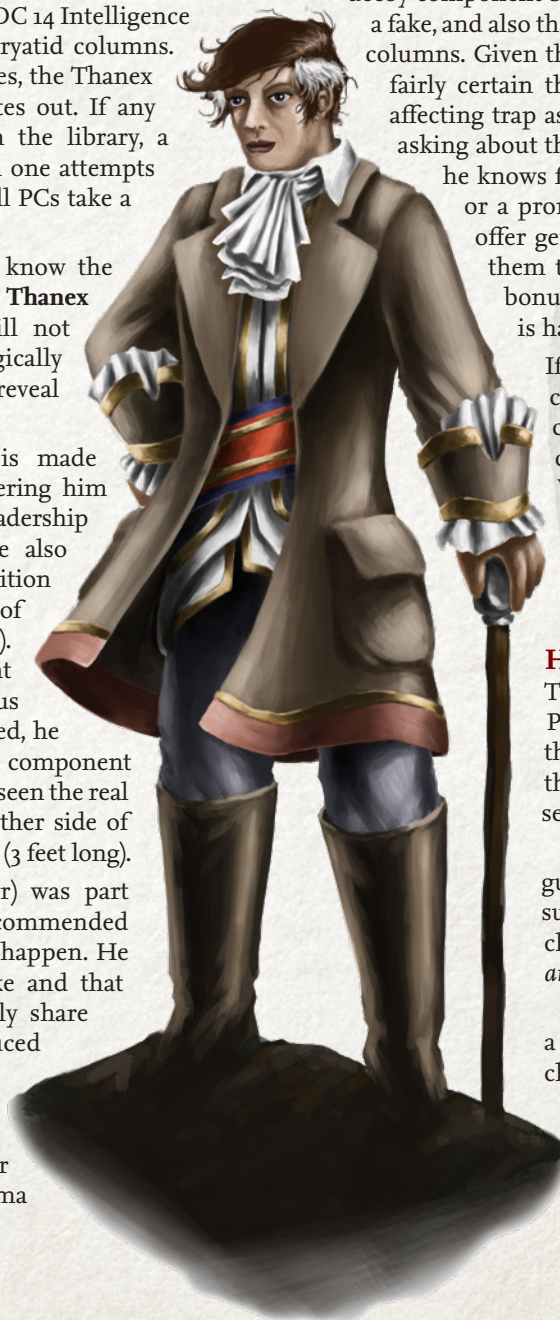
If a PC talks to Grifokk about the component, the fact that it is a fake comes into his surface thoughts and can be learned with *detect thoughts*. While he knows the decoy is fake, he does not know where the real one is, though his best guess is that it is located elsewhere in the library.

How Do We Avoid Notice?

The crowds at the soiree grant cover to PCs trying to use Stealth to blend into the crowd. However, they can enhance their chances of going unseen in several ways.

Calm the Beasts: The velociraptor guard-beasts can be pacified with a successful DC 20 Animal Handling check, as well as spells like *charm animal*.

Create Distractions: At any point, a PC can create make a Deception check to a distraction in which to hide, slipping into the crowd and moving away. In addition, a PC can create a distraction to help an ally with a surreptitious maneuver such as a





theft or a shove. If the maneuver succeeds, the ally can make a Dexterity (Stealth) check to hide.

Disguised as the Help: PCs disguised as servants or guards gain advantage on Dexterity (Stealth) checks to hide in a crowd.

Magical Research: A successful DC 16 Intelligence (Arcana) check reveals that illusion magic can be used on a door to make it appear to be shut when really open (or vice versa). A DC 18 Investigation check locates an underworld group selling a scrolls of *silent image* for 150 gp per scroll.

Such organizations also sell *potions* and *oils* that could be used to magically conceal the PCs, or their gear.

Special Delivery: Rather than trying to smuggle in their gear, PCs can arrange for an ally (see **On the Rooftop** above) to deliver key items through a window at a prearranged time or prearranged signal. See **Out the Window** below for rules on getting creatures or objects through the windows.

The Side Door: PCs wishing to slip unnoticed into the library can enter through the locked door from A6. The room is often unoccupied, and slipping from the kitchen into A6 requires only a DC 15 Dexterity (Stealth) check (DC 10 if dressed as kitchen help). The door from A5 to A6 can be jammed shut with Dexterity (Sleight of Hand) or spells like *arcane lock* to buy the PC time to unlock the door to the library without interruption.

Entering the library unnoticed from the eastern door into the ballroom at A10 is much more difficult, requiring a DC 25 Dexterity (Stealth) check regardless of the character's dress. This is reduced to DC 20 (or 15 if dressed as a servant or guard) if *silent image* or similar magic is used to make the door appear to be shut even as the PC enters. This door can likewise be jammed shut to buy time to investigate and explore.

How Do We Get Out?

Before PCs move on the Guild Manse, they may investigate the location and the Thanex with friends and allies, or by gathering information elsewhere in Zel-Argose, in order to gain useful knowledge about the Thanex and how the Guild Manse is protected.

Create a Diversion: The PCs can utilize their talents to create a massive distraction in some portion of the Manse. This could include using illusions, mentally controlled or summoned creatures, mind-affecting area effects like *confusion* or *fear*, or anything else they devise. The diversion could range from having a lone singer crash the music stage and begin drunkenly bellowing their favorite tune or arguing with the musicians to starting an impromptu dance competition, knocking over buffet tables and trays of drinks, or inciting a

brawl. The PCs may do this themselves or may command a charmed or otherwise mentally influenced character to do so. Once the diversion begins, there will be 2d4 rounds of panic and confusion, during which time all Perception and Insight checks made by NPCs take a penalty of -2 or -5, depending on the scope of the diversion. Once this initial wave of panic passes, all guards and Thanex NPCs become more suspicious, gaining a +2 bonus on Perception and Insight checks for the next 10 minutes, and everyone entering or leaving the Manse will be carefully searched.

Off Duty: If PCs have entered the soiree in disguise as entertainers, guards, or servants, they will be challenged if they attempt to leave before the soiree is over, requiring a DC 20 Deception, Persuasion, or Intimidation check to allow them to leave without raising an alarm. If a disguised PC smuggles in a courtier's outfit, noble outfit, or creates a disguise as a socialite or merchant, she can escape notice with a DC 15 Deception check.

Out the Window: The windows facing the south and east sides of the building are large, offering sweeping views of the gardens, but all other windows are small and mullioned in hexagonal pattern, with each pane only six inches across. Individual panes can be broken out (break DC 13, hp 3), but breaking a space large enough for even a small creature to wriggle through is more difficult (break DC 23, threshold 10, hp 20). The windows are also set high on the walls, at least 10 feet above ground level, requiring a DC 15 Athletics check to reach.

However, if the component is recovered from the library, a single pane could be knocked out and the component shoved out the window to a waiting accomplice and the window then repaired with *mending* (or just left broken, requiring a DC 5 Perception check to notice it). A Tiny creature such as a familiar could squeeze through a single pane with a DC 20 Dexterity check. A failed check causes 6 points of piercing damage from bits of broken glass.

Smuggled Out: A PC can use Sleight of Hand to slip the component into another object, such as a musical instrument for a performer, or a garbage container for someone posing as kitchen help, and then carry that object out. This functions like Sneaking Out, but grants the PC a +2 or +5 bonus on Sleight of Hand checks to avoid notice, subject to the GM's discretion on their efforts to hide the item in a way that fits with their disguise.

Sneaking Out: A PC can use Sleight of Hand to hide the component on their person and simply carry it out. However, its length makes it difficult to hide, imposing a -10 penalty on this check. If the component is broken into smaller pieces (break DC 23, threshold 10, hp 10), this penalty is eliminated but the component must be repaired with *mending* before being installed into the gate. The item can be carried out by a character who becomes invisible, and the item itself can be targeted with *invisibility*, granting the person carrying it a +10 bonus on Sleight of Hand checks to keep it out of sight.

Teleportation: The PCs can use teleportation to enter or exit the Thanex Guild Manse. Exotic metals worked into its construction make this more dangerous than normal: a character using *teleport*, if they somehow have access to it, must roll twice and take the worse result when determining if the teleportation was on-target. Creatures using teleportation effects that normally have no chance of error, such as *dimension door*, have the same chance of error as a *teleport* spell (though they need not roll twice).

COMPLICATIONS

In addition to the guards at the doorways, there are a number of dangerous NPCs roaming the soiree with their eyes and ears very alert. Whenever a PC rolls a natural 1 on any check within the Manse, they attract the attention of one or more of the following NPCs.

D6 ROLL	NPC
1	Revelle Chax
2-3	Arica Pellicer
4-7	Thanex Blade
8-9	Night Watch guard with velociraptor (see Breaking and Entering , page 164)
10	Keeper Axater (see Breaking and Entering , page 164)

REVELLE CHAX

Medium humanoid (elf, human), neutral

Armor Class 9

Hit Points 49 (9d8+9)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	15 (+2)	12 (+1)	12 (+1)	16 (+3)	16 (+3)

Saving Throws Wis +5

Skills Arcana +3, Deception +11, History +3, Insight +11, Intimidation +9, Perception +9, Persuasion +7

Senses darkvision 60 ft., passive Perception 13

Languages Celestial, Common, Draconic, Dwarven, Elven, Gnome, Halfling, Infernal

Challenge 1 (200 XP)

Expertise. Revelle gains double her normal proficiency bonus on Deception, Insight, Intimidation, and Perception checks.

Fey Ancestry. Revelle has advantage on saving throws against being charmed, and magic can't put it to sleep.

Silver Tongue (1/Day). When Revelle makes a Charisma check, for 1 minute whenever it makes a Charisma check, it can roll a 1d4 and add it to the total.

ACTIONS

Multiattack. Revelle makes two attacks with her rapier or hive pistol. The second attack has disadvantage.

Rapier. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Hive Pistol, normal. *Ranged Weapon Attack:* +4 to hit, ammunition (range 50/100), reload (7 shots), one target. *Hit:* 7 (1d6 + 4) piercing damage.

Hive Pistol, special. *Ranged Weapon Attack:* +8 to hit, ammunition (range 20-foot cone), reload (7 shots), all targets in 20 ft. cone. *Hit:* 7 (1d6 + 4) piercing damage. Using this ability expends all ammunition in her hive pistol and cannot be reused until she reloads the weapon fully, taking two actions.

Get 'Em (1/Day). A creature within 30 feet that Revelle can see may use its reaction to move up to its speed and make a single attack.

REACTIONS

Parry. Revelle adds 2 to her AC against one melee attack that would hit it. To do so, the half-elf must see the attacker and be wielding a melee weapon.

Behavior Revelle is the most cautious and perceptive of the Thanex factors at the soiree, and the most difficult to trick. She

mostly concerns herself with political dealings with the more important guests at the soiree, but her keen intellect is quick to notice anything amiss and she may interrogate any guest who seems suspicious, signaling the nearest Thanex Blade to come to her side if she does not get immediate satisfaction.

AIRICA PELLICER, MAJOR DOMO

Medium humanoid (human), lawful evil

Armor Class 11

Hit Points 38 (5d8+10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	13 (+1)	15 (+2)	14 (+2)	19 (+4)

Saving Throws Dex +5, Cha +8

Skills Acrobatics +2, Animal Handling +3, Arcana +3, Athletics +0, Deception +7, History +5, Insight +3, Intimidation +5, Investigation +3, Medicine +3, Nature +3, Perception +5, Performance +7, Persuasion +5, Religion +5, Sleight of Hand +2, Stealth +4, Survival +3

Senses passive Perception 15

Languages Common, Dwarvish, Elvish

Challenge 3 (700 XP)

Linguistic Legerdemain. Airica is a wordsmith and entertainer, gaining advantage on Performance checks related to poetry and speaking. In addition, once per day as a free action she may use her clever wordplay to gain advantage on a single Deception, Intimidation, or Persuasion check.

Spellcasting. The court poet is a 5th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 15). It has the following bard spells prepared:

Cantrips (at will): *light*, *mage hand*, *minor illusion*

1st Level (4 slots): *charm person*, *detect magic*, *silent image*, *sleep*

2nd Level (3 slots): *detect thoughts*, *heat metal*, *see invisibility*

3rd Level (2 slots): *dispel magic*, *fear*

ACTIONS

Light Revolver. *Ranged Weapon Attack:* +5 to hit, range 80 ft./320 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage.

Dagger. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 20 ft./60 ft., one target. *Hit:* 3 (1d4 + 1) piercing damage.

Behavior Airica monitors the main entry at **A1** during the first hour of the soiree, when most guests are arriving, and thereafter spends the rest of the soiree patrolling the various rooms using *see invisibility*. If PCs attract her attention, she uses *detect thoughts* (DC 16) to see if she can uncover their plans and *charm person* (DC 16) to convince a PC to reveal their true identity or tell her their plans. If she spots an invisible creature or object, she signals to one of the Thanex Blades to accompany her and apprehend that creature. She may use her scroll of *glitterdust* to



reveal an invisible creature, though she is loath to use it in the midst of a crowd.

THANEX BLADES (4)

Medium humanoid (human), neutral evil

Armor Class 18 (omniweave armor)

Hit Points 49 (9d8+9)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	12 (+1)	13 (+1)	10 (+0)	8 (-1)

Saving Throws Dexterity +8, Intelligence +5

Skills Acrobatics +12, Athletics +6, Sleight of hand +8, Stealth +12

Senses passive Perception 14

Languages Common, Thieves' Cant

Challenge 4 (1,100 XP)

Sneak Attack. Once per turn, the Thanex blade deals an extra 5d6 damage to one creature they hit with an attack if they have advantage on the attack roll. The attack must use a finesse weapon or a ranged weapon.

Supreme Sneak. If the Thanex blade moves no more than half their speed on a turn, they have advantage on Dexterity (Stealth) checks.

Evasion. If the Thanex blade is subjected to an effect that allows her to make a Dexterity saving throw to take only half damage, she instead takes no damage if she succeeds on the saving throw, and only half damage if she fails.

Gear. +1 omniweave armor, +1 rapier, light revolver with 12 bullets, *potion of healing* (2), *potion of invisibility*, smoke grenade (2), thieves' tools, 64 gp.

ACTIONS

Rapier. *Melee Weapon Attack:* +8 to hit, reach 5 ft., finesse, one target. *Hit:* 6 (1d8 + 2) piercing damage.

Hand Crossbow. *Ranged Weapon Attack:* +5 to hit, range 30/120 ft. *Hit:* 5 (1d6 + 2) piercing damage.

BONUS ACTIONS

Cunning Action. The Thanex blade can take a bonus action on each turn. This bonus action can only be used to take the Dash, Disengage, Hide, or Use an Object action, or to use thieves' tools to disarm a trap or open a lock.

Kip Up. The Thanex blade can stand up from prone as a bonus action.

REACTIONS

Uncanny Dodge. When an attacker that it can see hits the Thanex blade with an attack, the Thanex blade can use its reaction to halve the attack's damage against it.

Behavior Thanex Blades are hired killers that serve the coterie when their enemies require elimination. There are four Thanex Blades in attendance, and they patrol the Guild Manse during the soiree; if you wish to place them in

specific locations, roll 1d10 (treating a result of 9 as area A11). The blades attempt to blend into the crowd while observing those around them. If they notice suspicious activity, they will attempt a DC 15 Charisma (Deception) check to signal another blade or Revelle if they are in the same room (DC 20 if in an adjacent room) before going to investigate. If they see through a PC's disguise, they assume they are thieves and use a tanglefoot bag to try to trap them, then if PCs do not surrender use Spring Attack each round to attack and then melt back into the crowd using a Dexterity (Stealth) check. If the Thanex Blade succeeds on a DC 10 Dexterity (Sleight of Hand) check, the crowd around them does not notice their attack (the PCs and any named NPCs in the same room automatically notice the attack).

PCs who state they are looking for hidden guards can attempt Wisdom (Perception) checks to oppose the blades' Dexterity (Stealth) checks. If they notice a blade in their room, they can attempt a Wisdom (Insight) check opposing their Charisma (Deception) check to reveal that they are clearly being stealthy on purpose and seem to be carefully observing the rooms around them, or a second Wisdom (Perception) check opposing their Dexterity (Sleight of Hand) checks to notice they are carrying concealed weapons.

In addition, Revelle Chax and the guards will sweep the house after the soiree ends. If PCs have been careful, their theft may not be noticed right away. Assume they have a lead of 1d4 hours, or 2d4 x 10 minutes if they created a major diversion to aid their escape. Then reduce the amount of their head start by 5 minutes for every failed check they made during the heist (10 minutes for a natural 1), and for each object that was broken and not immediately repaired, to a minimum of a 5-minute head start. If the shattered caryatid columns are found, that reduces time by 1 hour. If the speed of the slowest party member is greater than 30 feet, increase their lead by 5 minutes for every 10 feet over 30. If all PCs traveled to the Thanex Warehouse by teleportation, increase the base lead time to 1d8 hours or 3d4 x 10 minutes. Once the Thanex notice the theft, Revelle Chax immediately summons Keeper Axater and sends him and several Thanex Blades and/or Night Watch (as many as you feel appropriate to challenge the PCs) to the Thanex Warehouse.

A1. GRAND ENTRANCE

A splendid staircase from the manicured grounds and gardens leads up to a semicircular plaza backed by massive, red-painted doors inlaid with the Thanex Coterie insignia in burnished gold. Delicate alien flowers in red and gold sprout from carved vases along the balustrades to either side, while a plush carpet of deep crimson leads up the steps. Liveried guards stand at attention with leashed velociraptors to either side as guests make their entrance or make small talk around the entry. A long colonnaded veranda runs the length of the building as guests mingle in front of the hexagonally mullioned windows. To the east, another set of great doors stands open and sounds of merriment can be heard.

During the soiree, a pair of night watch guards and their velociraptor companions (see page 166) flank the main entrance, plus an additional night watch guard and companion just outside the entrance to the Grand Ballroom (A10). The raptors use their scent constantly to look for invisible creatures. At any given time, there are 3d6 merchants roaming around this area in conversation.

A2. FOYER

This grand atrium has a high ceiling with five crystal chandeliers each gleaming with heatless flame reflected from mirrored facets. The floor here is tiled in overlapping hexagons of crimson, gray, and gold, with a long staircase leading up to a pair of dark-stained wooden doors. Archways lead west towards a bustling buffet and dining area, and east towards a long salon filled with the sound of laughter and music. A long hallway extends north flanking the rising staircase.

The doors atop the stair are locked (DC 20 Dexterity check to open with thieves' tools). The second floor is not mapped and contains unoccupied meeting rooms and guest chambers.

This area is filled with constant traffic heading in every direction.

A3. RESTROOMS

These stylish lavatories are well-appointed with polished white marble veined with streaks of silver, along with basins of polished tin. A variety of bottled soaps and astringents are available for guests to use.

There is nothing of interest here, but the area can serve as a quiet area to talk away from prying eyes and ears or to change into a disguise.

A4. DINING HALL

Long tables of polished stone are lavishly set with crystal ewers of wine and spirits accompanied by alabaster goblets, with mirror-bright polished utensils and dishes of delicate porcelain for serving out an array of delicacies, many delectable to human palates and others decidedly alien in appearance. Chairs in a variety of shapes and sizes flank the tables and are placed around the walls and windows for the comfort of all manner of guests.

The dining area is well-trafficked with guests, and PCs have a 25% chance per minute of encountering one of the named NPCs. If the PCs have not previously made contact with Andretta, Baedin, or Caeftin, they may encounter them here.

In addition, in this room they are likely to encounter **Claiglool**, an amphibious locathah of great age. He seems unhappy and is drowning his sorrows in food and drink, while most guests give him a wide berth. He has a strong briny aroma

and his skin glistens wetly. He is indifferent if approached (Charisma modifier +3), but if made friendly he reveals he is a historian from the water-world of Vereen, traveling here on formal business from his Council and is hoping to make favorable connections with the Thanex, having already been turned away by the Avaar.

If made helpful, he reveals that there have been alien incursions on Vereen by a tentacled race never seen before, wielding strange technomagical beam weapons. These raids have been sporadic, always targeting small outposts and outlying settlements, but there is worry they may develop into something more. The council is reaching out to find potential allies on Argosa. Better to be prepared for the worst and hope for the best. He is appreciative of them taking the time to listen and asks if they have any Coterie connections that might be of use. If they offer to refer him to Relstanna and the Bellianic Accord or any other Coterie contacts they have made on Argosa, he thanks them profusely and offers a *scroll of water breathing* (CL 5th) penned on eel skin by way of thanks.

A5. KITCHEN

This bustling kitchen is filled with the clatter of dishes being prepared or washed, with the steam of cookpots and saucepans mingling with curt chatter between the kitchen staff and servers.

PCs not in disguise as servers or kitchen staff find the servants here mostly unfriendly, as they are extremely busy managing the event and do not wish to be interrupted. If PCs have not previously made contact with Baedin and Caeftin, there is a 75% chance per minute to encounter one of them here.

A6. PARLOR

The walls of this room are covered in heavy wooden cabinets, mostly devoted to liquor storage, interspersed with tastefully framed artwork and oddly fashioned stone statuettes. Small padded chairs and tables provide space for small groups of guests to be entertained in relative quiet. A swinging door leads into the kitchens to the west, while additional doors with decorative locks split the south and east walls. Narrow clerestory windows provide natural light during the day, while crystal lamps provide illumination by night.

There is a 25% chance when PCs arrive that one of the named NPCs may be here entertaining 1d4 Thanex merchants. If no one is here, check this chance only once per hour thereafter. There is a 25% chance per minute of servants coming into this room to retrieve additional liquid or something from the storeroom; if guests are here, reduce his chance to 5%.

The door to the storeroom is unlocked, but the door to the library is locked (DC 30 Disable Device).



Treasure: The Thanex Coterie has an extensive liquor and wine cellar below this room, with the racks stored below the floor and raised and lowered by an elaborate winch and pulley system in each cabinet. A PC can spend 1d4 rounds retrieving a wine rack and examining the contents with a DC 10 Intelligence (Investigation) check. A successful check uncovers a bottle worth 1d4 x 10 gp, plus an additional bottle for every 3 points by which she beats the DC. If she rolls a natural 20, one of the bottles is an exceptional vintage worth 1d4 x 100 gp.

A7. STOREROOM

This capacious pantry has but one door, leading back into the parlor. This chamber is densely packed with crates, casks, racks, shelves, and hanging baskets containing all manner of food and drink, with almost everything meticulously labeled and organized.

While most of the party supplies are already staged in the kitchen, there is a 25% chance per minute that a servant comes to the storeroom to retrieve something. The door to the storeroom has a lock, but it is not locked during the soiree due to the constant traffic. If there are guests in the parlor, reduce this chance to 5%.

Treasure: The Thanex Coterie has a substantial collection of rare and exotic foodstuffs here. A PC wishing to purloin some choice delicacies can spend 2d4 rounds making a DC 10 Intelligence (Investigation) check. A successful check retrieves 1d4 pounds of high-quality food and drink worth 5 gp per pound, plus an additional 1d4 pounds for every 3 points by which she exceeds the DC.

A8. SALON

This long salon is festooned with tapestries and paintings and is divided by a partially curtained archway. The inner chamber boasts a small stage where an attractive female prances about with a fiddle and an array of hats, wigs, and masks dangling from her costume, switching through a succession of roles in a one-woman show of salacious skits. A dozen guests stand nearby admiring her antics, with one pulled upon stage now and then to get pulled into the act. Doors lead out of the inner salon to the west and east, while the outer salon offers multiple archways giving egress to the front hall and foyer of the manse and a door leading east.

Yinni Bricala provides entertainment here for the guests, while also keeping an eye on them and on people moving into and out of the Grand Ballroom.

YINNI BRICALA

Medium humanoid (half-elf), neutral evil

Armor Class 14 (studded leather)

Hit Points 65 (10d8+20)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	14 (+2)	14 (+2)	10 (+0)	15 (+2)	14 (+2)

Skills Deception +5, Insight +5, Performance +5, Persuasion +5

Senses passive Perception 12

Languages Common, Elf

Challenge 3 (700 XP)

ACTIONS

Multiattack. Yinni makes two melee or ranged attacks.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

Hand Crossbow. *Ranged Weapon Attack:* +5 to hit, range 30/120 ft. *Hit:* 5 (1d6 + 2) piercing damage.

Behavior Yinni poses as a simple minstrel and storyteller, using her fiddle to accent scandalous tales and act out bawdy skits; however, she is a member of the Thanex Coterie and uses Wisdom (Insight) constantly to scan the crowd in areas A8 and A10 to see if anyone seems to be acting unusually. If she sees anything odd, she attempts a DC 15 Charisma (Deception) check to alert the nearest Thanex Blade or Revelle (DC 20 if in an adjacent room).



Bob Groganstein

A9. PRIVATE LIBRARY

This rectangular chamber is furnished with hundreds if not thousands of books of every size and description, filling the dark wood shelves built into the walls. Pedestals in three corners of the room display alien sculptures in curious poses, while a dark-paneled door stands in the northwest corner of the room and another in the center of the east wall. Ceiling-height shelves cover the remaining walls, with glass-fronted display cases showing off strange artifacts and relics from a dozen worlds, from primitive carvings and masks to strange and incomprehensibly complex mechanisms of twisted metal etched with strange markings. Cushioned chairs and small tables provide a place for rest, reflection, reading, and conversation.

This quiet room is usually unoccupied, though there is a 25% chance that 1d4 random guests are here when PCs arrive. Likewise, there is a 25% chance per minute that 1d4 random guests will wander into the library to marvel at the artwork collected here. If the door has been jammed shut when such guests attempt to enter, there is a 50% chance they will simply wander off to do something else; otherwise, they knock on the door and ask what is going on in there for 1d4 rounds. PCs can confabulate a reason for needing private use of the room with a successful opposed Charisma (Deception) or Charisma (Intimidation) check against the highest Wisdom (Insight) check in the group of guests. Each time a group comes to the door and asks for entry, the PCs take a cumulative -3 penalty on their Charisma (Deception) or Charisma (Intimidation) check; if the check fails, the guests demand entry and if not granted they leave for 1d4-1 rounds and return with some type of security (see **Complications**, page 172).

The door in the northwest corner to A6 is locked (DC 20 Dexterity check to open with thieves' tools, AC 15, damage threshold 5, hp 30, Strength DC 23). A display case in the south wall contains a number of magical objects, including what appears to be the missing piece of the gate mechanism prominently displayed on a velvet mount inlaid with the Thanex insignia. The display case itself is securely locked (DC 30 Dexterity check with thieves' tools, AC 15, damage threshold 5, hp 10, Strength DC 18) but the case itself is not actually trapped. However, the component inside the display case is a decoy, and touching it triggers a *symbol of sleep* engraved on it.

SYMBOL OF SLEEP TRAP

Magical Trap

Effect All creatures within the room fall asleep for 3d6 x 10 minutes and cannot be awakened by nonmagical means (DC 13 Wisdom saving throw negates).

Creatures: Touching the decoy component causes the three caryatid column sculptures to animate. They attack creatures adjacent to the component when possible, but if not threatened by an opponent a caryatid column attempts to slay unconscious creatures.

CARYATID COLUMN (3)

Medium construct, unaligned

Armor Class 17 (natural armor)

Hit Points 58 (9d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	10 (+0)	11 (+0)	10 (+0)

Skills Athletics +5, Perception +2

Senses passive Perception 12

Languages -

Challenge 3 (700 XP)

False Appearance (Object Form Only). While the caryatid column remains motionless, it is indistinguishable from an ordinary object.

Shatter Weapons. If struck by a nonmagical weapon, the wielder must make a DC 10 Dexterity check or the weapon is destroyed and deals no damage.

ACTIONS

Multiattack. The caryatid column makes two longsword attacks. If it has a shortsword drawn, it can also make a shortsword attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.
Hit: 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target.
Hit: 6 (1d6 + 3) piercing damage.

Treasure: The actual component is secured inside a secret compartment in the bookshelves on the north wall of the room, where a false set of book bindings disguises the door of the compartment (DC 30 Wisdom (Perception) to notice, DC 30 Disable Device to open). A quartet of poison dart traps within the secret compartment are triggered if the compartment is opened; each trap requires a separate check to find and disarm.

POISON DART TRAPS (4)

Mechanical Trap

Effect When the fake compartment is touched, a poison dart is shot at the person opening it. The dart has an attack bonus of +8, inflicts 1 piercing damage, and the target must make a DC 13 Constitution saving throw or be put to sleep (as *sleep*) for 3d10 minutes.

If a creature touches the real component, the caryatid columns activate to kill that creature and return the component to its secret compartment, closing it. They ignore other creatures unless they are attacked by them or unless they are blocking their path to the creature that touched the component. However, the caryatid columns operate by sight; a successful DC 20 Dexterity (Sleight of Hand) check or rendering the component invisible or otherwise hidden prevents them from noticing the theft and activating.

The actual component is a set of interlocked metal rods 3 feet long. They can be reduced in size with *enlarge/reduce* or hidden with *invisibility*; these invisible objects will not be noticed by the scent of the velociraptor guards. Due to their length, they impose disadvantage on Dexterity (Sleight of Hand) or Dexterity (Stealth) checks to hide them, though they can be broken in half (DC 20 Strength check, damage threshold 10, hit points 10) in order to negate this penalty, repairing them later with *mending*.

A10. GRAND BALLROOM

This vast, high-ceilinged ballroom is paved in an elaborate tile pattern of overlapping crimson, gray, and gold. Skylights pierce the roof at regular intervals, with long silken hangings draping below in the colors of allied trade companies and guilds that are part of the Thanex Coterie. Throngs of guests stand at cocktail tables or lounge upon divans around the perimeter of the room. A dais at the northern end of the room holds a band performing jaunty music, with dozens of guests sashaying about in dances as servants circulate to refresh their drinks.

This immense banquet hall is filled with guests, between 100 and 200 at any given time. Most of the named NPCs the PCs may have learned about during their investigation of the soiree can be found here most of the time, though they occasionally wander to the dining area and salon or onto the verandas.

A11. PORTICO

A vine-covered pergola stands over the elaborate columned lintels of the veranda on the eastern end of the building, with a set of stairs at the northeastern corner of the building leading down to the water garden beyond. A wide set of curved stairs lets out onto a spacious patio paved in hexagonal flagstones. Widely spaced columns around the patio's edge hold crystal sconces burning with heatless flame.

During the soiree, two pairs of night watch guards and their velociraptor companions (see page 166) stand guard here, one set atop each set of stairs, to ensure no invisible creatures sneak into the soiree from the patio. Guests regularly come out for a bit of air before returning within, so at any time there is a 50% chance of finding 2d6 random guests and 1d4 servants here.

Development: One of the guests from off world has found the party not much to his liking and can be found here. **Xerb Hiflorn** is a four-armed tretharri “body shopper” from an asteroid colony called Beacon in the far-off Shattered Zone, a specialist in crafting and installing cybernetic body modifications for members of the auttaine race. He is accompanied by **Ja’ama**, a riding dog, a mangy cur who is his closest companion. Xerb is unfriendly to most, but if his dog can be made friendly or helpful Xerb’s reaction also improves by one step in a positive direction. If they can cure his dog’s fungal infection (DC 20 Wisdom (Medicine) check to notice it or treat it with *lesser restoration*), his attitude is improved by two places. If made friendly, he reveals that he was invited here by **G’uurul Faa**, the overseer of the Thanex Slave prison on Beacon in the Shattered Zone. While there are many auttaine to service in the Shattered

Zone, he seeks better prices for his services in an area with less competition and perhaps a healthier environment for himself and his pet.

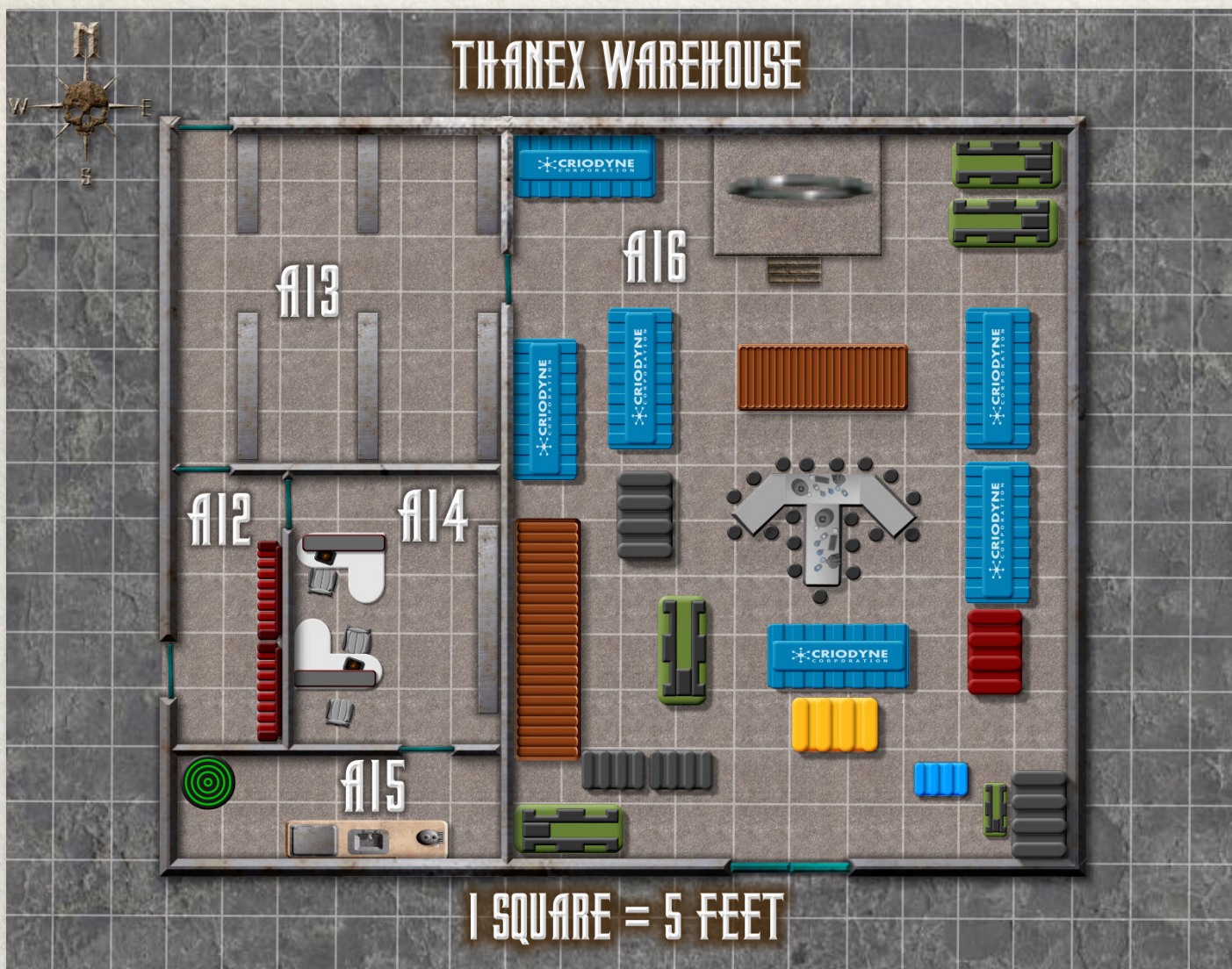
If made helpful, he offers any auttaine in the party to sample his wares at a 10% discount, either now or later at his shop in Beacon.

Xerb enjoys discussing the finer points of engineering and mechanics and engages any PC willing to talk about them in an extensive conversation and debate. Treat this as making three DC 18 Intelligence or tool proficiency checks; a PC can substitute one Charisma (Deception) check to pretend expertise. If the PC succeeds on at least two checks, Xerb is impressed and his reaction improves by another step. In addition, the information gleaned in this conversation grants that PC a +1 bonus on ability checks or skill checks to activate or repair gateway technology and allows them to perform such checks in half the normal amount of time.

THE THANEX WAREHOUSE

After securing the necessary component to repair the Midnight Gate and taking their leave of the reception, the PCs should have at least a few moments for a quick change into their armor and other gear. The Thanex warehouse is located in northeastern Zel-Argose right at the foot of steep cliffs that ascend to a plateau above. Constructed with superior masonry, the facility’s exterior walls are 3 feet thick, and the interior walls are 1 foot thick. All exterior doors count as very strong wooden doors. The large cargo door is securely barred, and the two smaller exterior doors are locked with exceptional locks (DC 25). The interior doors are the equivalent of strong wooden doors and are normally unlocked. The ceilings are 20 feet high, with a narrow crawlspace between the ceiling and roof. The warehouse is unlit, except where indicated. Any surveillance by the PCs reveals that no one enters or leaves the place on a daily basis. If the PCs watch for a longer period, they discover that once a week a small group of coterie guards briefly visits to deliver a package of alchemical reagents to the western door, but they never enter the warehouse.

If the PCs knock on the western door leading to **A12**, the android Dyosin (from **A15**) greets them after a brief delay, accompanied by two clockwork guards (from **A13**). Dyosin’s orders require him to prevent anyone from entering the warehouse without the appropriate paperwork bearing a Thanex blood seal. Dyosin has difficulty discerning deceit in others, however—due to his low Wisdom (Insight) skill—but regardless of what the PCs say, he has to receive written orders before even considering allowing the PCs inside. Such documentation does not require a specific person’s handwriting but Dyosin is very familiar with the Thanex blood seal, giving him advantage on Intelligence (Investigation) checks to detect a forgery. If the PCs start a fight, Dyosin immediately retreats to his quarters to sound the alarm.



A12. ENTRY

This cramped hall has a long bench for seating opposite the main entryway. A series of empty pegs runs along the western wall.

This disused area once served as a waiting room for visitors to the warehouse as well as a break area for workers. Dyosin can hear anyone knocking on the exterior door from his quarters and he comes to deal with visitors as listed above.

A13. SECURE STORAGE

Rows of tall cluttered shelves divide this room. There are small unlit lanterns set next to the northern and southern doors.

Creatures: A trio of clockwork sentinels guards this area. These Small-sized automations have the appearance of mechanical apelike creatures with oversized hands. They attack anyone entering the room, except for Dyosin or the other clockwork creatures guarding the warehouse. In combat,

they readily clamber over shelves to get to enemies. They are programmed to only follow orders from authorized users, and Dyosin is the only authorized user currently present at the warehouse.

Treasure: Higher quality and more compact trade goods are stored here, as opposed to in the main warehouse. If the PCs choose to loot the area, these goods are worth an average of 10 gp per pound. However, if the PCs spend time searching for more costly goods, a successful DC 15 Intelligence (Investigation) check which takes 5 minutes locates 2d6 pounds of goods worth 20 gp per pound. Attempting to sell these pilfered goods in Zel-Argose is very likely to draw repercussions from the Thanex Coterie.

Development: If the clockwork guards hear sounds of combat in the main warehouse, they open the western door and investigate. If combat breaks out here and Dyosin is in his quarters (A15) he can make Wisdom (Perception) checks to hear the sounds of battle (modified for distance and the walls in the way).

CLOCKWORK GUARDS (3)

Medium construct (clockwork), unaligned

Armor Class 17 (natural armor)

Hit Points 90 (12d8+36)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	15 (+2)	16 (+3)	1 (-5)	11 (+0)	1 (-5)

Damage Immunities poison, psychic

Damage Resistance bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

Damage Vulnerabilities lightning

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 60 ft.; passive Perception 10

Languages understands the languages of its creator but can't speak

Challenge 6 (2,300 XP)

Brute. A melee weapon deals one extra die of its damage when the clockwork soldier hits with it (included in the attack).

Latch. Clockwork soldiers have specially designed hands that easily grasp and lock onto weapons and objects. A clockwork soldier has advantage on Strength (Athletics) checks to grapple, and on a successful check can disarm a target's weapon rather than grappling them.

Magic Weapons. The clockwork soldier's weapon attacks are magical.

Winding. A clockwork soldier can function for two weeks every time it is wound. A Small or larger creature can use an action to wind the clockwork soldier, restoring to it 1 hour of operating time.

ACTIONS

Multiattack. The clockwork soldier makes two weapon attacks.

Halberd. *Melee Weapon Attack.* +8 to hit, reach 10 ft., one target. *Hit:* 16 (2d10 + 5) slashing damage.

Grapple Shock. A clockwork soldier can use its action to grapple, and it deals 7 (2d6) lightning damage to a creature it successfully grapples. A creature grappled by a clockwork soldier takes this damage each round at the end of its turn that it does not escape.

Standby. A clockwork soldier can place itself on standby.

While on standby, a clockwork soldier cannot move or take any actions. It remains aware of its surroundings but has disadvantage on Wisdom (Perception) checks. Time spent on standby does not count against the soldier's wind-down duration. A clockwork soldier can exit standby as a bonus action—if it does so to initiate combat, it gains advantage on its initiative check.

A14. BACK OFFICE

A bookcase holding numbered ledgers and two wide desks take up much of the space in this small office.

This office holds accounts and registers of the items stored in the warehouse. These records are of little value to the PCs as they only list legitimate coterie operations; Thanex has backups of these records stored offsite.

Traps: Dyosin has trapped the four squares of this (placed as desired) with alchemical land mines. These mines deal sonic damage which minimizes damage to the furniture. Dyosin clambers over the desks to avoid the mines when he moves through this room.

Development: The noise of a land mine going off automatically alerts Dyosin.

SONIC MINES

Mechanical Trap

Effect Dyosin has created several explosive devices that explode and create damaging sound waves in the process, to eliminate intruders. Anyone stepping in a square with one of these devices takes 18 (4d4+8) thunder damage and must make a DC 15 Constitution saving throw or be deafened for 1 minute. Creatures adjacent to the explosion take 9 (2d4+4) thunder damage, or half that with a successful DC 15 Constitution saving throw. The mines may be spotted with a successful DC 15 Wisdom (Perception) check.

A15. QUARTERS

A glass sphere set in the ceiling provides light to this narrow room. Alchemical and mechanical apparatus, paperwork, and glassware cover a large table along the wall opposite the room's only door. A multi-limbed robotic device sits motionless in one corner and a humanoid-shaped metallic frame rests in another.



This is Dyosin's living quarters and where he spends most of his time when not maintaining the warehouse's clockwork guardians. The metallic frame is Dyosin's rest station where he recharges and 'sleeps.' The robotic device is a wound down clockwork servant that he programs to perform menial tasks. Dyosin uses its repair ability to fix any damage to the warehouse's clockworks but otherwise leaves it deactivated unless needed.

Creature: Dyosin is an android 'employed' by the Thanex Coterie as a security guard for this warehouse. Acquired by the coterie several years ago, Dyosin had his neural interface severely 'restricted' by coterie scientists, effectively turning him into a virtual slave. He holds no loyalty to the coterie but is bound to follow his current orders and currently lacks the free will to even consider escape. His only outlets for individuality are researching new alchemist extracts and creating alchemical materials, which the coterie sells.

If alerted to a break-in, Dyosin activates the *chimes of warning* resting on the table to sound the alarm at the Thanex coterie's main stronghold. He then prepares himself before seeking out and confronting the intruders.

Treasure: The glass globe has *continual flame* cast on it. The table holds a full alchemist's lab as well as a set of tinker's tools and 5 sets of alchemist's supplies. Underneath several pages of research notes is Dyosin's alchemical notebooks and a *scroll of fly*. In the center of the table is an alembic holding a *potion of greater healing* that Dyosin has just finished the distillation process on. Lastly, a magical *chime of warning* hangs from a small stand at the end of the table. Dyosin's orders are to strike the chimes to alert the coterie if there is any intrusion in the warehouse. If he strikes the chime, an identical chime in the main stronghold sounds in similar fashion.

Development: If an alarm goes out from the magic chime, the PCs have 45 minutes before a large heavily armed coterie response team arrives at the warehouse. This is more than sufficient time for the PCs to repair the gate and step through it. When response team arrives, they imprison any intruders still in the warehouse, and ruthlessly slay any who resist. If the PCs capture Dyosin, he readily explains anything the PCs want to know about the warehouse, including whether the *chimes of warning* have been activated, and the probable arrival time of the response team. PCs interacting with Dyosin who succeed at a DC 20 Wisdom (Insight) check can recognize his constrained behavior is due to some form of neural restraint, in a similar way to sensing an enchantment effect on a character. Android PCs gain advantage on this check. Removing Dyosin's neural inhibitors requires specialized knowledge of android anatomy and several hours of delicate surgery. However, this is potentially possible at the Citadel of the Oracle (see page 195). If the PCs manage to remove the inhibitors, Dyosin is deeply indebted to them, becoming an ally and possibly even a cohort to one of the PCs in the future.

DYOSIN

Medium construct (android), neutral

Armor Class 16 (*barkskin*)

Hit Points 97 (14d8 + 28)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-2)	15 (+2)	14 (+2)	18 (+4)	12 (+1)	8 (-2)

Saving Throws Wis +5, +1 to all other saving throws (see special equipment)

Skills Arcana +7, History +7, Investigation +7, Perception +4

Condition Immunities

charmed, exhaustion, frightened, petrified, restrained*

Languages Common, Draconic, Giant, Gnoll, Orc, Sylvan, Undercommon

Challenge 6 (2,300 XP)

Alchemical Extracts. Dyosin is a 7th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). It regains its expended spell slots when it finishes a short or long rest. It knows the following spells. Unlike other spellcasters Dyosin's spells are stored in potions called extracts which it drinks to activate:

1/Day: *cure wounds*, *expeditious retreat*, *barkskin*, *invisibility*, *lesser restoration*, see *invisibility*, *displacement*(as the magic item *cloak of displacement*), *fly*

Alchemical Preparation. Dyosin carries special potions called mutagens. He always has the following alchemical effects active – *false life* and *freedom of movement*. The mutagen's affect is included in android demolitionist's ability statistics.

Emotionless. Dyosin has disadvantage on all Charisma-related checks.

Gift of the Machine God. For the purposes of effects targeting creatures by type (such as a ranger's favored enemy and bane weapons), androids count as both humans and constructs. The android has advantage on saving throws against enchantments, and the paralyzed, poisoned, and stunned condition, and are immune to disease and and magic can't put it to sleep.

Nanite Surge (1/Day). Dyosin may add a d6 to any d20 roll per day. His "tattoos" glow when he uses this ability.

Special Equipment. Dyosin has the following equipment ready or on hand: *potion of greater healing*, *potion of lesser restoration*, +1 *mithral chain shirt*, masterwork dagger (+1 to hit, critically hits on a 19 or 20), *cloak of resistance* (+1 to all saving throws, included).

ACTIONS

Multiattack. Dyosin makes two attacks –using either his dart gun or masterwork dagger–and makes Bomb attacks whenever he is able.

Masterwork Dagger. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one. This weapon scores a critical hit on a 19 or 20.

Dart Gun. *Ranged Weapon Attack:* +5 to hit, range 80/320 ft., one target. *Hit:* 9 (1d8 + 5) piercing damage, and the target must make a DC 13 Constitution saving throw or be affected by a strange mutagenic fluid. Roll 1d4 to determine the effect, which lasts one round: 1 – blinded, 2 – deafened, 3 – poisoned, 4 – gain one level of exhaustion.

Bomb (Recharge 4-6). Dyosin throws a bomb that explodes in a blast of bludgeoning, fire, cold, or thunder damage in a 20-foot sphere. Determine the damage type randomly or select one. Each creature in that area must make a DC 13 Dexterity saving throw, taking 14 (4d4 + 4) of the selected damage type on a failed save, or half as much damage on a successful one. On a failed save each bomb type has a secondary effect:

- Bludgeoning knocks targets prone.
- Fire ignites the target which burns for 3 (1d6) fire damage each round until an action is used to put it out.
- Cold reduces the movement of the targets by 10 feet for 1d4 rounds.
- Thunder deafens the targets for 1 minute.

Instead of using the bomb as an immediate-use explosive, Dyosin can convert it to a fused bomb. He throws the bomb as usual, but it does not detonate for up to 1 minute. For each round Dyosin delays detonating the landmine its damage increases by d4.

REACTION

Hard Smoke. As a reaction when hit by an attack the android demolitionist may smash an extract at his feet, creating a techmagic smoke that has substance and provides protection. Until the start of its next turn, the android demolitionist has a +5 bonus to AC, including against the triggering attack, and it takes no damage from poison.

A16. MAIN STORAGE AREA

This large chamber houses rows of crates and piles of crates, barrels, chests, and other items. A tall rune-scribed arch stands on a low stone dais at one end of the storeroom.

Creatures: A pair of clockwork drones methodically patrol the main warehouse following a preset pattern, one scuttling on the ground through the stacks of crates, the other fluttering in the air above. These clockwork drones are similar in form to clockwork spies but also have a tail ending in a needle-sharp stinger. They investigate any disturbance in warehouse, and if they spot any intruders, they use their alert message ability to inform Dyosin before attacking.

Treasure: The goods stored in this chamber are part of the coterie's tribute accumulated through the decades. These goods are bulky but are still worth an average of 5 gp per pound. If the

PCs spend time hunting for more costly goods, a successful DC 15 Intelligence (Investigation) check which takes 5 minutes locates 2d6 pounds of goods worth 10 gp per pound. If the PCs search, they can also find useful low-cost adventuring gear such as silk rope or any common set of tools with a DC 20 Wisdom (Perception) check.

Story Award: If the PCs manage to bluff or sneak their way into the warehouse and activate the gate without a fight, award them 9,000 XP.

CLOCKWORK ASSASSIN DRONES (3)

Tiny construct (clockwork), unaligned

Armor Class 19 (natural armor)

Hit Points 35 (14d4)

Speed 30 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	22 (+6)	10 (+0)	13 (+1)	14 (+2)	11 (+0)

Damage Immunities lightning, poison, psychic

Damage Resistances fire, necrotic, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities exhaustion, poisoned, unconscious

Senses darkvision 120 ft., passive Perception 12

Languages understands the languages of its creator but can't speak

Challenge 3 (900 XP)

Record Vision. The assassin drone records up to 2 hours of everything it sees and hears and can play it back as if using *programmed illusion*. This recording must be one 2-hour block and cannot be split up. Its master determines under what conditions it will begin recording.

ACTIONS

Multiattack. The assassin drone makes two attacks with its sting.

Sting. *Melee Weapon Attack.* +8 to hit, reach 5 ft., one creature.

Hit: 1 piercing damage, 2d8 poison damage, and the target must succeed at a DC 10 Constitution saving throw or be poisoned for 1 round.

REPAIRING THE GATE

With the help of the *Opus Aeterna*, repairing the gate proves surprisingly easy. The gate's components show no discernable damage, and the main task requires the reactivation of the gate's instrumentation panel after reigniting its internal power source. Realigning the gate's destination presents a more complex problem, however. Due to Kylorn's stopped rotation, the gate now has only one destination point available to it, and fine tuning the panel's sensors to Kylorn again takes significant work as the coordinates conflict with the gate's original orientation for the planet when it still had a planetary rotation and a different gravitational influence. Repairing the gate requires a single DC 20 Intelligence (Arcana) check to reattach the components and activate its power source and three DC 20 Intelligence (Arcana)

or Intelligence (Investigation) checks (checks against either skill can be used to aid the creature making the primary check with either skill). Each check, whether or not it succeeds, requires 2d6 minutes to complete. If Keeper Axater and his minions arrive (see **Complications**, page 172) before the task is complete, they enter the warehouse stealthily and he tries to get into position to study one of the PCs to make a death attack, which is the signal for his allies to attack as well. If he or his allies are spotted, they fight to the death, flanking whenever possible, while sending one Night Watch ranger back to the Thanex compound with descriptions of the PCs.

The gate activates correctly when the PCs trigger it, but the portal remains dark, giving no indication of what lies on the other side. Once the PCs pass through, they have a feeling of effortlessly falling from an incredible height into blackness. All sense of time and space is lost as a strange numbing chill and a mournful vibration comes from all around. Tiny pinpoints of white light start to streak towards each PC, engulfing them in warmth and radiance that rises to a fiery brilliance. The metallic tang of ozone assails their senses and a tremendous sensation of raw energy surges through their bodies—a growing effect attributed to their inherent mythic power. An instant later, each PC strikes solid ground with a suddenness that knocks the breath from their lungs.

Immediately upon arrival, the PCs' Morphic Nature blessing alters their physical nature to suit this new environment. The air on Kylorn is cleaner than Argosa but much thinner, the equivalent of high altitude (see **Chapter 5: Adventure Environments** in the official 5E GM's Guide). Kylorn's gravity is only slightly heavier than that of Argosa. The PCs even acquire some adaption to Kylorn's extreme range of temperatures, gaining a Legendary Blessing that allows them to tolerate extremes of temperature between of 0 and 110 degrees F. This effect does not extend to their equipment if it is separated from them.

PART TWO: THE DARK SIDE OF KYLORN

The PCs arrive on the world of Kylorn at one of the few gates which survived the ancient cataclysm that stopped the planet's rotation. Known locally as the Midnight Gate, the portal lies deep in the frozen night side of Kylorn, far from the thin band of habitability between it and the scorching day side of the planet. A new ecosystem has slowly reached equilibrium on the planet's surface. The day side remains too hot for habitation by most species, but not so super-heated as to boil away the atmosphere, leaving the landmasses there to become scorched, lifeless deserts. Likewise, the night side of the planet is now a dark, frozen wasteland. Primitive lifeforms gather around the heat of geothermal vents to survive the intense cold. Meanwhile, the habitability zone, known as the Sunset Lands, represents the best place for new life to sustain itself.

You stand on a low dais at the center of an empty stone concourse with a cold night sky above. Stretching out in all directions beyond is a dark and desolate arctic wilderness of ice and snow. Encircling you, inset into the stone on which you stand is a circular metallic frame imprinted

with abstract symbols and ancient runes. A fierce wind shrieks, driving an icy sleet with the intensity of an impending blizzard. However, around the dais seems to be an oasis of refuge. No snow falls close to the dais, and the wind is merely a light breeze. Several hundred feet away the low crumbling remains of what must have been a building pushes through the surrounding sheet ice.

The gate structure is horizontal, embedded in the smooth surface of the surrounding stone platform on which the PCs stand. The gate provides a protective aura around itself in a 50-foot radius, keeping out the bitter freezing cold and reducing the force of the harsh boreal winds whistling across the ice. This protective field also prevents ice or snow from covering over the area. The temperature inside the gate's aura is a chilly 25 degrees F, but due to the PCs' mythic Morphic Nature this isn't even uncomfortable. However, outside the gate's aura of protection the temperature is bitterly cold (–75° F). These conditions function as extreme cold (see **Chapter 5: Adventure Environments** in the official 5E GM's Guide) and are beyond the power of ability of their Morphic Nature to resist, causing creatures exposed to the cold to take 3 (1d6) cold damage per round, with a Constitution saving throw required at the end of each minute rather than each hour to avoid gaining a level of exhaustion. Freezing sleet causes creatures to have disadvantage on Wisdom (Perception) checks based on sight, and ranged attack rolls against targets more than 10 feet away also have disadvantage. The slippery ice on the stone concourse is treated as difficult terrain, and any creature moving faster than half speed must succeed on a DC 10 Dexterity saving throw or fall prone at the midpoint of their attempted movement. Strength (Athletics) or Dexterity (Acrobatics) checks to avoid being shoved have disadvantage.

Attempting to interact with the gate, or realign it, isn't possible from here. The PCs need to find the gate control instruments which are most likely underground, somewhere underneath the gate. While the PCs might briefly consider exploring overland, the tremendous environmental hazards and lack of any other clear objective in sight should encourage them to move toward the ruins.

Creature: The activation of the gate has roused one of the elemental beings that inhabit this frozen wilderness. Irritated by the energy burst and unwelcome 'heat' from the gate's activation as well as the intrusion of unwelcome warm creatures, an ice elemental accosts the PCs as they get close to the ruins. The elemental swims through the thick sheet of ice which makes up the ice field surrounding the gate, bursts up behind the PCs and demands (in Aquan) that the PCs explain themselves and cease trespassing on its territory. The elemental starts with an attitude of hostile and angrily attacks unless the PCs can hastily defuse the situation.

Development: Reaching the ruins provides some cover from the freezing windblown sleet. The aboveground level of the building is in ruins, the fallen stones worn smooth by ages of exposure to the environment. However, a wide stairway leads down into a basement area.

ICE ELEMENTAL

Large elemental, neutral

Armor Class 14 (natural armor)

Hit Points 228 (24d10 + 96)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+3)	18 (+4)	6 (-2)	10 (+0)	8 (-1)

Damage Resistances acid, bludgeoning, piercing, and slashing from nonmagical weapons

Damage Immunities cold, poison

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses darkvision 60 ft., passive Perception 10

Languages Aquan

Challenge 10 (5,900 XP)

Ice Form. The ice elemental can move through snow and ice. Its movement is never slowed by snow or ice, and it can see through falling snow, hail, or sleet as if it were not there.

ACTIONS

Multiattack. The elemental makes two slam attacks.

Slam. *Melee Weapon Attack.* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage plus 13 (3d8) cold damage.

Morale The elemental uses its ice glide ability to retreat by diving back beneath the ice if reduced below 40 hit points.

B1. BASEMENT

Even though the stairs have some protection from the elements, a thick layer of ice obstructs the entryway at the base of the stairs. The ice is 5 feet thick but there is a faint light visible on the other side. The ice (AC 10, hp 900 [Damage vulnerability fire], Break DC 60) may take the PCs some time to hack their way through. Inside is a tall bare chamber with two archways blocked by rubble and a set of circular steps leading down in its center. The temperature is less frigid than outside, only -40° F, which is treated as extreme cold as above. Dim illumination comes from a smooth pale crystal (worth 50 gp) set in the roof. It is imbued with a *continual flame* but this spell has faded over the long ages and now only gives out illumination the equivalent of a candle. The steps lead down for 150 feet before opening onto area B2.

B2. INTERSECTION

The steps from the surface open out here and the temperature here is slightly warmer, around 10° F.

B3. DIGGER JUNCTION

The roughewn walls of this natural cavern show clear signs of expansion work by large digging implements. A series of perfectly circular passageways exit the chamber.

Creatures: A pair of tunnel-digging constructs were left stored here long ago in the in the east and west side tunnels and time has covered them in a thick layer of dust and mineral debris. However, these automatons are still fully functional, and the last order given to them was to defend against intruders. They attack using their trample ability as soon as they notice the PCs.

Treasure: The tips of the drillers are fitted with adamantite drill bits worth 1,500 gp each.



DARK SIDE TUNNELS

1 SQUARE = 5 FEET



ANIMATED DRILLER

Huge construct, unaligned

Armor Class 17 (natural armor)

Hit Points 133 (14d12 + 42)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	14 (+2)	16 (+3)	1 (-5)	3 (-4)	1 (-5)

Damage Immunities poison, psychic

Condition Immunities blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 6

Languages —

Challenge 7 (2,900 XP)

Antimagic Susceptibility. The driller is incapacitated while in the area of an antimagic field. If targeted by dispel magic, the driller must succeed on a Constitution saving throw against the caster's spell save DC or fall unconscious for 1 minute.

False Appearance. While the driller remains motionless, it is indistinguishable from a normal driller.

ACTIONS

Drill. *Melee Weapon Attack.* +9 to hit, reach 10 ft., one creature.

Hit: The creature takes 42 (12d6) piercing damage and must succeed on a DC 17 Dexterity saving throw. Creatures failing their save are restrained until the beginning of the driller's next turn, as they are pinned against the nearest surface.

Trample. The driller moves up to its full speed and may move through Large or smaller creatures. Creatures in the driller's path take 22 (4d10) damage, or half with a successful DC 17 Dexterity saving throw.

ANCIENT BASE

This area was once a secret base built to protect the gate's controls during the ancient war and to prevent it falling to the enemy. This part of the planet was once a remote forested wilderness far away from any city. While the gate itself is immovably locked into its position on the surface, the ancient Kylornians built their base underground to make it harder to spot from the air.

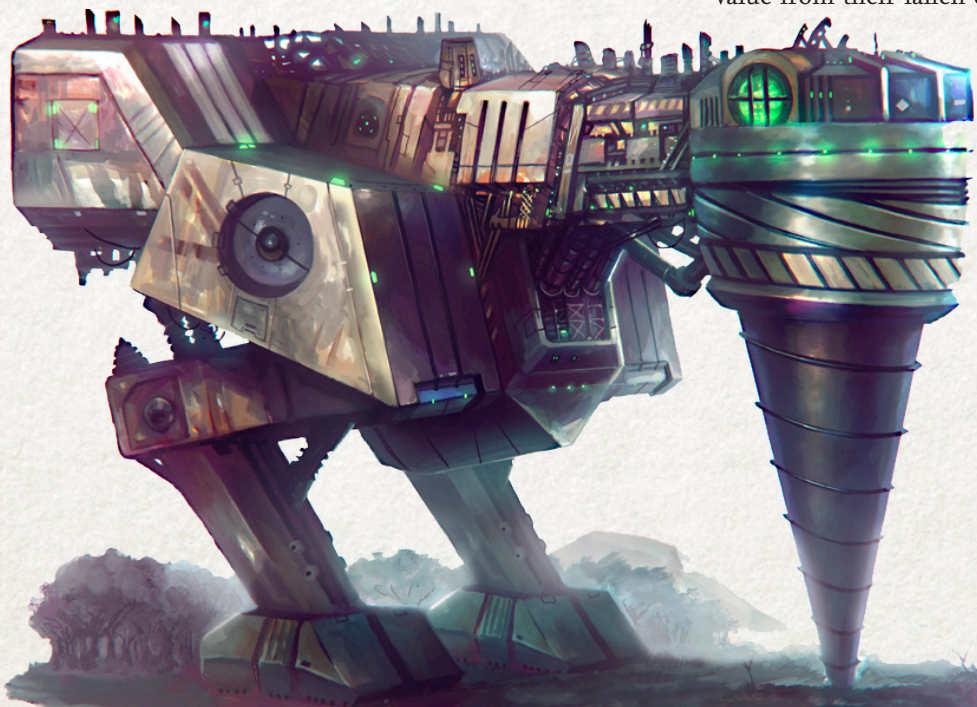
A modified *forbiddance* spell covers the entire underground base but not the trapped area in front of the portal. This variant *forbiddance* still prevents extradimensional travel but allows any creatures to enter the area without taking damage.

B4. ENTRANCE PORTAL

A huge metallic portal blocks the end of a wide walkway. It shows no signs of corrosion or rust in spite of the copious layer of dust which covers the floor and exposed surfaces of the chamber. At the western end of the walkway rests a small pile of dusty remains.

The small pile is a set of humanoid bone shards that have been cleanly cut into small pieces. Joining pieces of skull together and succeeding at a DC 15 Intelligence (History) check reveals this is the remains of a tretharri. The tretharri was part of a group who came through the intermittent portal to Argosa when it was still operating. When this tretharri fell prey to the trap, the group's survivors retreated after taking anything of value from their fallen companion's body. The portal is 1 foot thick, made of an incredibly durable alloy, and has been magically treated. It is also locked with a superior lock and warded with an *arcane lock* spell (spell level 6th). The portal has threshold 25, hit points 720, DC 30 Dexterity check to pick (20 if *arcane lock* is suppressed). Digging through the nearby walls is somewhat easier but these have been magically treated and enhanced to resist spells. They gain a saving throw against spells that could affect them (save bonus +10, with advantage). Fifteen feet in front of the walkway under a flagstone is a panel containing a carved magical glyph (DC 25 Wisdom (Perception) check to find). This glyph can be used to deactivate the trap on the portal.

Trap: Anyone moving adjacent to the portal triggers a trap.



SLICING BARRICADE

Magic trap

Two *walls of force* spring up, one directly in front of the portal, the other 20 feet in front of the first, blocking off the passage. A *blade barrier* also appears next to the southern *wall of force*. Each round, the *blade barrier* moves from one end of the area to the other and anyone trapped in the area between the two walls of force takes damage as if they had passed through the *blade barrier* (DC 14 Dexterity saving throw for half). Activating a magical glyph hidden under a floor panel (see page 186) neutralizes the trap. The procedure to activate the glyph was lost long ago but a successful DC 15 Intelligence (Arcana) check can blindly activate it, which disables the trap indefinitely. There was also another magical procedure to reactivate the trap using the glyph, but this has also been lost to the ages. This trap can be detected with a DC 20 Wisdom (Perception) check, and the effects lasts for 12 rounds once activated. It is activated whenever someone is next to the portal, even if it just finished its prior activation.

B5. SECURITY BARRIER

Seismic disturbances in the past have triggered this two-stage security barrier separating B4 from the inner corridors beyond in the corridor. This barrier is controlled by a combination of technology and magic, and while it was originally designed to merely block the corridor in case of an emergency, the malfunctioning controls now make it potentially lethal. The first stage is a heavy metallic barrier that rises on runners up into a slot in the ceiling. Currently this part of the barrier is down and but is free to slide up or down; it does not lock in place even if raised. It is extremely heavy, weighing 1,000 pounds. It is 3 inches thick and has threshold 10, hit points 90. Once lifted, it exposes the barrier's second stage, another barrier of similar construction that splits vertically in two and slides into slots on either side of the corridor. This second stage is secured with a large locking device in the center of the barrier (Dexterity DC 20, thieves' tools apply). The lock has multiple security mechanisms and requires 2 successful Dexterity checks to open.

Trap: As soon as the first barrier is raised the barrier's magical sensors detect this and unless the PCs either quickly disable the trap or unlock the second barrier, 3 rounds after the first barrier is raised the trap triggers. In the round before the trap triggers, a *magic mouth* shouts, "Warning! Danger!" in an ancient language the PCs can understand due to their Morphic Nature blessing. Disabling these traps takes 2d4 rounds apiece while opening these locks takes 1 round apiece.

Hazard: When the trap triggers the malfunctioning barriers also become highly magnetically charged. The combination of this hazard and the electrocution trap greatly increases their lethality. Creatures wearing or utilizing a large amount of metal are likely to be dragged into contact with the barriers and then take large amounts of electricity damage.

ELECTRIC SHOCK TRAP

Magic trap

When touched, this trap electrifies the barrier 3 rounds after the first trap is activated. All creatures touching the barrier take 14 (4d6) lightning damage per round, or half with a successful DC 17 Dexterity saving throw. This trap may be detected with a DC 20 Wisdom (Perception) check and disarmed with a DC 20 Dexterity check using thieves' tools. The trap electrifies the barrier for 1 minute.

MAGNETIC BARRIERS

Mechanical trap

Any steel or iron within 20 feet of the barriers is drawn toward them. Medium-sized creatures carrying 30 or more pounds of ferrous metal are pulled toward the barriers. Small creatures or smaller are pulled if they have 15 pounds of metal, and Large creatures or larger if they have at least 60 pounds. Affected creatures must roll a Strength contest against the trap (Strength modifier of +7). Creatures wearing metallic armor suffer disadvantage on this roll. Affected creatures are pulled up to 20 feet and slammed against the barrier for up to 7 (2d6) bludgeoning damage and gain the grappled condition (escape DC 18). Metal-wearing creatures that aren't grappled by the magnetic force can move away from the barrier or perpendicular to it at only half speed, though they can still move toward it at normal speed. Creatures not carrying large amounts of metal but holding metal items in their hands must make DC 17 Strength checks or these items are ripped free. Freeing a stuck item requires a successful DC 17 Strength check.

B6. STORAGE VAULT

A passage opens into a small space with alcoves inset into the walls on both sides. A web of deep cracks crisscrosses the compartment's ceiling and walls. A heavily corroded metal door dominates the far wall.

This was once a security checkpoint at the entrance to an armory where weapons and other important gear were stored. Both the door and its lock mechanism are fused and rusted solidly shut. The rusted door is 3 inches thick, has threshold 10, hit points 65. The combination of an unstable ceiling and the vault's magical trap makes this area a potent danger.

Hazard: One of the main dangers here is the unstable roof. The door is currently providing structural support for the weakened ceiling and breaking open the door causes the roof to collapse moments after the PCs smash it open. PCs who examine the room (DC 18 Wisdom (Perception) check) may notice the weak ceiling and characters with the Stonecunning racial trait (such as most dwarves) make such a check automatically.

Trap: Beyond the door, the vault's magical defenses are still intact. Opposite the door is an ancient *symbol of weakness* set to trigger if it sights unauthorized personnel. When the PCs break or otherwise open the door, the symbol triggers, affecting everyone within 60 feet. The PCs affected by the trap will be

delayed in pulling other PCs out of the rubble and PCs that are both affected and buried may find it almost impossible to dig themselves out. The PCs' intrusion also triggers a *magic mouth* that repeatedly yells, "Intruders!" for 3 minutes in an ancient language which the PCs can understand due to their Morphic Nature blessing, but this is likely the least of their problems.

Treasure: Much of the vault's useful weaponry and contents were removed in the distant past or have crumbled to uselessness over time but buried underneath a pile of corroded melee weapons is an adamantite warhammer, and in one corner covered in layers of dust are 4 *atmosphere visors* (see page 548). In addition, buried beneath rubble (DC 15 Wisdom (Perception) check to notice) is a stone box containing an *energy blade* (see page 547). This box was once secured with an elaborate locking mechanism that has long since corroded shut, but it can be pried open with a successful DC 14 Strength check.

CAVE-IN

Mechanical trap

If the vault door is broken down, the ceiling collapses. Anyone within a 15-foot radius is buried, and must make a DC 12 Dexterity saving throw or take 28 (8d6) bludgeoning damage. Those who succeed are still buried but take only half damage. Anyone within 10 feet of the buried area take 10 (3d6) bludgeoning damage and must succeed a DC 10 Dexterity saving throw or be buried. Buried creatures cannot breathe. A buried creature can dig its way out with a successful DC 15 Strength check (1 check per minute). A creature who is not buried may dig out one buried creature in a number of minutes equal to 6 minus the digging creature's Strength modifier.

SYMBOL OF WEAKNESS TRAP

Magic trap

This particularly potent *symbol* reduces the Strength of any target within 60 feet by 3d6 (minimum 1) for 15 minutes, unless the target succeeds at a DC 16 Constitution saving throw.

B7. GATE CONTROL CENTER

Four passages, one from each of the cardinal directions enter this circular domed room. In the center of the area is a raised dais with a large cylindrical machine made of smooth curving metal and fluted crystals that reaches up to the ceiling. While dusty, the device itself seems unblemished by the passage of time. There are runes etched into the machine and a set of controls on the western side with a delicate cubic framework above them.

This is the control device for the gate up on the surface above. The controls are currently shut down but are still functional and can be reactivated (see Development below).

Trap: A magical scene manifests when a living creature enters the chamber, showing an event from the cataclysm during the End of Time. The PCs have the chance to interact with this event and can even prevent some of its effects. As heroes, the PCs can potentially affect the result of the magical scene, which in turn affects how events actually played out in the past! See "Change the Past?" below for details.

When this event triggers, a ghostly translucent scene forms, overlaying itself over the chamber and its contents as described below:

The scene shows a pair of robed humans with angular features standing at the gate controls. The framework above the equipment is illuminated and shows a three-dimensional image of the gate on the surface above. However, this shows a sunny day in a temperate climate with trees in the background. On the projection, a wary group of soldiers in ornate armor are protectively escorting what looks like a group of nervous civilians toward the steps leading up to the gate. Suddenly, an immense shadow covers the sun and both the pair of humans and the group on the screen fall as the entire world seems to tilt on an angle. Of the pair in the chamber, the robed woman manages to catch herself by grabbing a protuberance on the floor, while the man lands heavily, injuring himself. She yells, "It's an attack!" The PCs can understand her words due to their Morphic Nature blessing.

At the start of the next round, on the screen, some of the civilians and soldiers have managed to grab on to something and are huddled on the steps leading up to the gate frantically clinging to each other. The robed man shouts, "We've got to open the gate!" as he frantically struggles to find something grab onto and then slides away down into the eastern passage. The woman desperately tries to hold on and pull herself up the gate equipment.

Next round, the woman makes some progress climbing, but then loses her grip as the chamber's gravity increases and she hangs swaying by only one hand. The scene on the display shows massive pieces of debris flying through the air and incredible winds buffeting the group on the surface.

One round later, depending on the PCs' actions, the woman either manages to climb up and press the control to activate the gate at the end of the round, or her grip gives out and she falls. If she successfully manages to press the control, then the PCs can catch a glimpse on the screen of civilians diving into the activated gate and disappearing. If the PCs aided her, the woman may look around and stare straight at the PCs for an instant as if she can actually see them. Gravity returns to normal at the end of the round as all light sources, including those carried by the PCs, are extinguished. Nonmagical light sources can be relit normally and magical light sources reactivate after one round.

CHANGE THE PAST?

While it may not be obvious, due to their mythic nature the PCs can influence the events in front of them. While the robed pair are in a different time and are virtually insubstantial to the PCs, this doesn't mean that the PCs can't aid them. While the PCs pass intangibly through the robed pair of gatekeepers if they try to touch them, there is however a faint resistance. GM Note: Placing miniatures for the gatekeepers on the battlemat may help key the players into the idea that their characters can interact with these 'ethereal' humanoid. Also consider allowing the PCs to make DC 15 Intelligence (History or Religion) checks to recognize that this is an unusual temporal phenomenon and that it may be possible to meaningfully interact with it.

A PC who is close enough to interact with one of the figures can make a DC 15 check using appropriate skill to assist them, similar to using the Help rules. For example, a PC climbing next to a figure could make a Strength (Athletics) check to assist, or a PC who casts a spell such as *fly* or *levitate* on one of the figures could aid by making an Intelligence (Arcana) check. This aid only has a small effect on the gatekeeper and is barely noticeable, but this may be enough to change the scene's outcome. One thing that won't work is for the PCs to simply press the gate controls, it has to be a gatekeeper that reaches up and activates the gate. If the PCs succeed at two or more checks to assist before the final effect activates then the woman succeeds at activating the gate and the trap is immediately destroyed.

Reward: If the PCs succeed in heroically altering the events of the past then those PCs who aided the gatekeepers and rescued the ancient Kylornians from the End of Time gain a potent temporal charm in return. This boon functions as an epic **Boon of Invincibility**, as the PC can cause time to skip a moment, just enough to avoid a single attack or effect completely (even one that does not deal damage). Each PC can make use of this boon's benefit only once. Additionally, award the PCs 7,200 XP

Development: Examining the gate controls here reveals numerous useful facts. This gate is actually only a secondary gate; it receives much of its power and many of its major functions from a primary gate which is elsewhere on the planet. This also means that the primary gate must still be active. The secondary gate can only have its destination recalibrated or changed at the primary gate. If the PCs have figured out that the planet they are on is tidally locked then the reason for why aligning this gateway has been so difficult begins to make sense. The gates need to be recalibrated to compensate for Kylorn's lack of rotation. Until this is done, the two ends of the gate to Argosa will only line up intermittently, approximately once every couple of months and even then only for around an hour or so. While the map schematics aren't to scale, it appears that the primary gate is literally on the other side of the planet.

TEMPORAL DISASTER

Magical trap

In the first round the chamber becomes a **high gravity** area with much of this increase coming from the east wall, making the room seem to tilt on an angle. Treat the room's angle as a steep slope. The gravity increase means that all creatures in

the chamber now weigh twice as much, can only move at half speed, jump only half as far as normal, and can lift and carry only half as much as normal. *Freedom of movement* negates these effects. The ranges of ranged weapons are halved.

On the second round, the gravitational effects intensify dramatically. Treat the chamber's gravity as if the east wall is now the ceiling and the west wall is the floor. Falling creatures now take 1d10 damage for every 10 feet fallen. All Strength and Dexterity checks take a -2 penalty, as do all attack rolls. Any flying creature plummets to the ground unless it succeeds at a DC 15 Strength (Athletics) check to remain in the air.

On the third round, all creatures in the area must succeed at a DC 15 Dexterity saving throw or take 71 (13d10) falling damage; those that succeed take half damage. Creatures take this damage regardless of their position in the chamber and even if they are flying or otherwise unable to fall. *Feather fall* does not prevent this damage, but other effects that reduce falling damage function normally.

B8. TRANSPORT PLATFORM

Rubble strewn steps descend into a wide corridor with a structured trench next to it. In the trench is a 30-foot-long cylindrical device of glass and metal. In spite of its obviously massive weight, the huge device magically floats in the trench several feet above the bottom. At the end of the trench a circular passage disappears off into darkness.

This platform was once used to transport Kylornians vast distances underground during the ancient war. The cylindrical device is a transport tube that moves at great speed through the network of tunnels below the surface. Sliding doors in the sides of the device allow the PCs to enter and there is plenty of seating for dozens of Medium-sized creatures.

Creatures: One of the many monstrosities released during the ancient war to exterminate Kylorn's population was the sinister cloaker. These aberrations survived the End of Time and multiplied. A male and a female have migrated here to perform a complex mating ritual, spawning a trapper that lairs at the bottom of the steps and the two cloakers have carved away part of the ceiling above the trapper. Much of the rubble from this excavation has been concealed in the trench underneath the transport tube. Angry at being interrupted, the three creatures attack as soon as at least one PC reaches the base of the steps.

Development: The ancient transport tube still functions after all this time. A combination of spells effects, including a permanent *levitate* spell provide the motive power for the device. Thankfully it operates with very little interaction from a driver. Activating the device requires some knowledge of ancient artifacts, but fortunately the *Opus Aeterna* can assist here. Once the device is activated and directed to move, the doors close and it moves along the tunnel gradually accelerating to a tremendous speed. The transport device has benches and seats for sitting or resting, the temperature is pleasant, and there are private alcoves for waste disposal. There is no food, but the other features serve to make the long journey bearable. The device can detect obstructions in the tunnel ahead at long distances and automatically slows to avoid striking any obstacle.

CLOAKERS (2)

XP 3,900 each

hp 78 (see SRD)

TRAPPER

XP 1,800

hp 104 (see page 710)

AROUND THE WORLD

This tunnel extends a massive distance, leading toward Kylorn's habitability zone but it hasn't been used by a transport tube since the war long ago. Even at the incredible speed that the transport tube can achieve, it still takes a roughly 8 days to make this journey across thousands of miles. The PCs occasionally spot side tunnels leading off from the main transport tunnel, but these flash by in an instant and are outside the scope of this adventure. The journey itself is monotonous, except on the fifth day when the tube rapidly decelerates, startling the PCs but not causing any harm. The transport tube stops 100 feet short of a blockage in the tunnel up ahead.

B9. TUNNEL BENEATH THE OCEAN

This area is strewn with layers of glistening crystal formations as well as a profusion of stalagmites and stalactites which obstruct much of the tunnel. The sound of dripping water hangs in the dank air.

This area of the tunnel is not marked on the map. This region lies deep underneath one of Kylorn's oceans and a combination



of geological forces combined with condensation and water seepage over the ages have slowly formed these mineral formations. The obstructions on the floor of the cavern make it difficult terrain and the dampness makes surfaces slightly slippery (+2 to the DC of Dexterity (Acrobatics) checks).

Creature: Drawn to this area because of its high concentration of certain mineral elements, a carnivorous crystal lurks in the middle of the area among the stalactites on the roof 20 feet above. The sentient crystal remains behind cover and attacks as soon as a PC gets within 20 feet of it.

Treasure: A DC 14 Knowledge (History) check or any PC with Stonecunning recognizes clusters of glimmering crystalline formations as seams of valuable gemstones. There is a total of 900 gp of citrine, quartz, and tourmaline crystals to be found here.

Development: Getting the transport past this blockage requires 16 person-hours of hard work clearing the track but certain spells, such as *stone shape*, can help significantly with this.

CARNIVOROUS CRYSTAL

Medium ooze, unaligned

Armor Class 15 (natural armor)

Hit Points 210 (20d8 + 120)

Speed 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	14 (+2)	22 (+6)	1 (-5)	3 (-4)	1 (-5)

Damage Immunities cold, lightning, poison, psychic

Condition Immunities blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned

Senses blindsight 120 ft. (blind beyond this radius), passive Perception 6

Languages —

Challenge 11 (7,200 XP)

Subsonic Hum. At the start of each of the crystal's turns, each creature within 10 feet of it must succeed at a DC 15 Constitution saving throw or be stunned for 1 round. Creatures who succeed at their saves are immune to this hum for 24 hours.

ACTIONS

Slam. *Melee Weapon Attack.* +9 to hit, reach 10 ft., one creature.

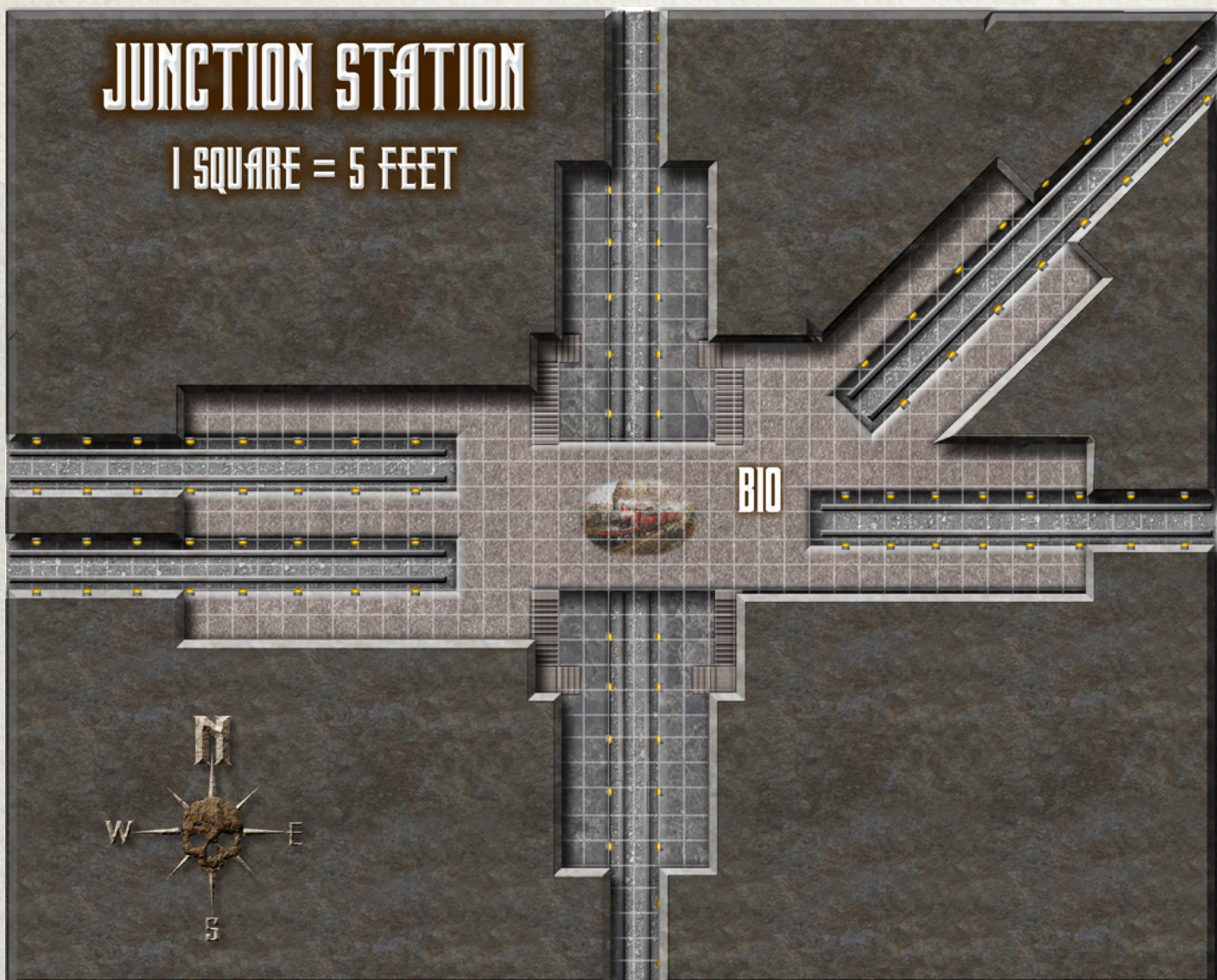
Hit: The creature takes 47 (12d6+5) bludgeoning damage and must succeed at a DC 15 Dexterity saving throw. Otherwise, they are restrained by a crystal lattice for 1d10 rounds, until the crystal is dealt 20 damage, or until the creature takes an action to make a DC 15 Strength saving throw and succeeds.

REACTIONS

Split. When a carnivorous crystal that is Medium or larger is subjected to thunder or bludgeoning damage, it splits into two new crystals if it has at least 10 hit points. Each new crystal has hit points equal to half the original crystal's, rounded down. New crystals are one size smaller than the original crystals.

JUNCTION STATION

1 SQUARE = 5 FEET



B10. JUNCTION STATION

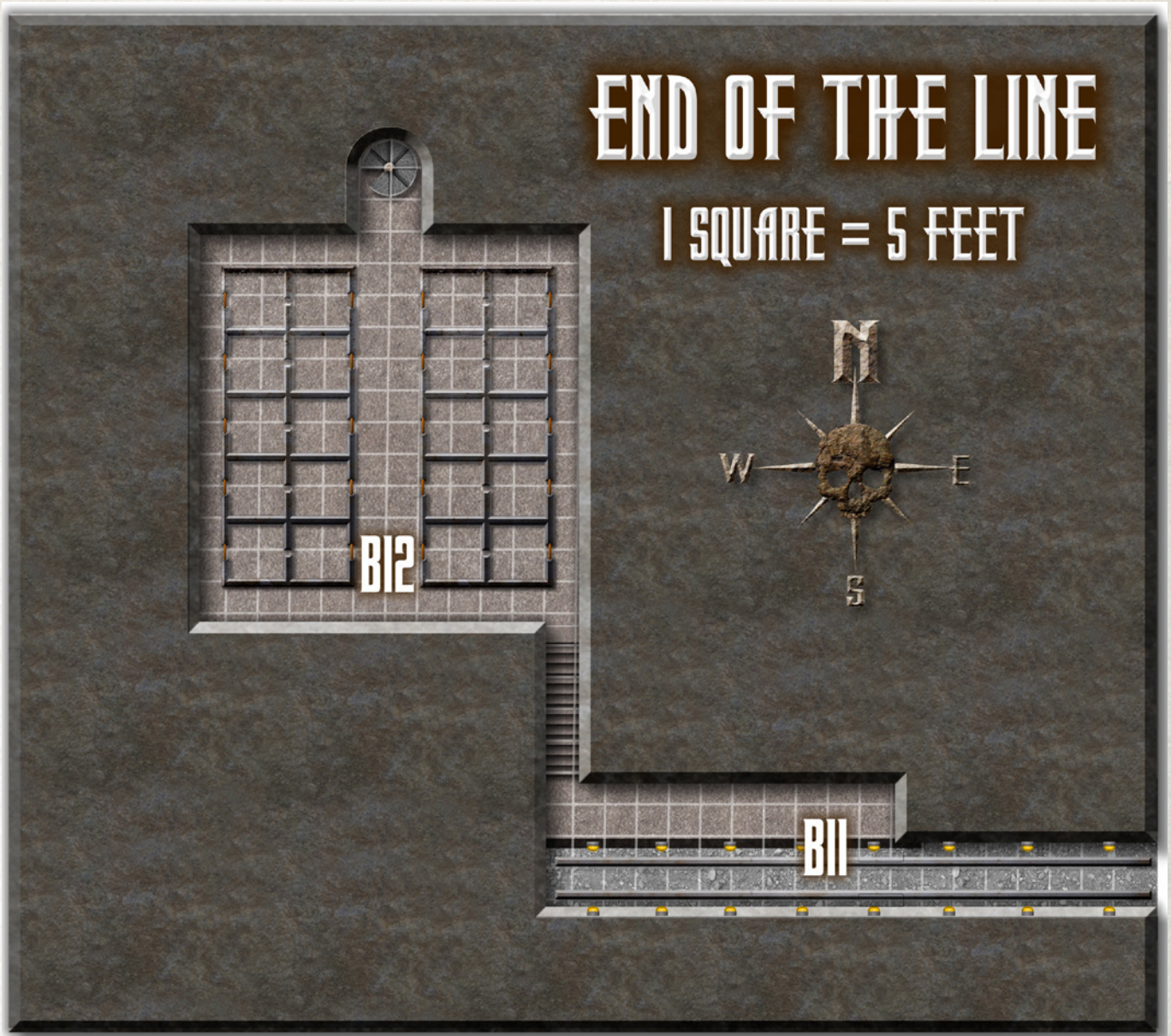
Eventually the transport tube slows and arrives at its destination, one of a series of connected open platforms with transport tunnels spreading out in a half a dozen directions. The PCs can alight from their tube and start to explore, but the strong breeze and noise of their arrival has already awoken a deadly mechanical weapon that scourged this area of life in a past age.

Creatures: Two swarms of insectoid robots known as amalgamites lurk here. Having completed their mission to eradicate all opposition in the station area long ago and not having received any new orders since, the swarms have been dormant for millennia. Unfortunately, in order to maintain themselves the amalgamites have slowly devoured all the transport tubes that were once here as well as every speck of metal in the area. The swarms are initially dispersed in the lower platform area, but quickly reform and scuttle forward to follow the last instruction they were given: Destroy all living creatures!

Development: Moving through the area, the PCs definitely notice the lack of any metal, but they also discover an informative mosaic in the floor at the center of the connecting walkways. Time and the elements have both done substantial damage to the mosaic, but the PCs can recognize that it represents a directional map of the surrounding tunnels. While much of the mosaic is illegible, the PCs can decipher the symbol for 'surface exit' from the northeastern tunnel. The transport tube the PCs arrived in only services the tunnel leading back to the Midnight Gate. Unless the PCs can come up with an incredible plan to shift the massive transport tube over to another tunnel, walking is the most likely option. The PCs may consider exploring some other tunnels but given the distances these tunnels stretch this is likely to be a very long side trek.

END OF THE LINE

1 SQUARE = 5 FEET

**AMALGAMITE SWARMS (2)**

XP 3,900 each

hp 84 each (see page 659)

B11. SUFFOCATION TUNNEL

The southwestern transport tunnel is only 60 miles long but much of it is permeated with an invisible danger, air which is filled with low-oxygen gases. Noticing this hazard requires a DC 15 Wisdom (Perception or Survival) check. Creatures breathing the air must succeed at Constitution saving throws (DC 10 + 1 per previous check) each hour or gain 1 level of exhaustion. After a creature becomes exhausted, slow suffocation sets in. Medium creatures can breathe easily in this area for 6 hours, but after that begin taking 1d6 damage every 15 minutes. Each

additional Medium character or significant fire source (a torch, for example) proportionally reduces the time the air will last. Small characters consume half as much air as Medium characters. There are various means for the PCs to circumvent this danger including the *air visors* that the PCs might have found in the dark side base.

Hazard: Thirty miles along the tunnel is the cause of the lack of oxygen in the tunnel, a magical hazard known as an asphyxiation mote. This floating black planar rent sucks oxygen from its surroundings, leaving only unbreathable gases behind. Another remnant of the ancient war, this hazard is immobile, but it hangs 20 feet above the tunnel's floor making it more difficult to access.



ASPHYXIATION MOTE

Magic trap

Any living, air-breathing creatures within 30 feet of an asphyxiation mote have the oxygen sucked from their bodies. Each round these creatures can attempt a DC 12 Constitution save to resist the mote's effects. Creatures that succeed at this initial saving throw are merely incapacitated for 1 round as they gasp for breath. Creatures that fail this initial saving throw begin to suffocate. On the creature's next turn, it is reduced to 1 hit point. One round later, it drops to 0 hit points and is dying. One round after that, the creature dies. Each round, creatures that have failed their initial saves can delay that round's effects from occurring by making a successful DC 17 Constitution save but failing moves the creature one step further along the track to suffocation. It isn't possible to defeat the mote's effects by simply holding one's breath; the mote can directly extract the air from a creature's lungs. While sucking the air from creatures, the asphyxiation mote emits a shrieking tone, making it easy for any creature that can hear to locate. Immersing an asphyxiation mote in water for 1 minute destroys it, as does a targeted *dispel magic*.

B12. RETURN TO THE SURFACE

The transport tube tunnel finishes at another platform. Following the stairs up from the platform leads to a series of small interconnected cubicles what might have been offices or living areas in the past but time has turned any furnishings which were once here into dust. At the far end of these, a stone door that stands ajar leads into a spiraling stone staircase going up. The stairs ascend for hundreds of feet but have broken off in parts including the bottom 40 feet of stairs, leaving a large pile of stones and rubble at the base of the shaft. The walls of the stairwell are smooth, but the broken remnants of stairs provide plenty of handholds (DC 10 Strength (Athletics) checks to climb).

Creature: A living bioweapon from the ancient war lairs here. This toxic eradicator often ventures out into the many tunnels and vaults that run beneath the surface of the planet, but it always instinctively returns here, where it finds the small air vents which run between the rooms reassuring. The toxic eradicator attempts to ambush the PCs as they move through the area using the air vents to get behind them.

Development: At the top of the stairwell is small chamber with a sealed stone cap in the ceiling with a series of inset handholds leading up to it. There are 8 feet of dirt on top of the cap making it nearly impossible for the PCs to lift, but it can be broken through (threshold 8, 360 hit points). A cascade of dirt falls but eventually the PCs get to see the sunlight of Kylorn for the first time.

TOXIC ERADICATOR**XP** 5,000**hp** 123 (see page 709)**During Combat** The eradicator focuses its attacks on one PC until he or she is dead.**Morale** The eradicator withdraws using the air vents if reduced below 50 hit points or if all the remaining PCs seem to be immune to its poisons. If the PCs chase it, the eradicator retreats up the stairwell, striking with hit and run tactics if the PCs are unable to swiftly ascend past the broken area of stairs. If near death, the eradicator flies back out to the platform and flees the area for good.**PART THREE: THE SUNSET KINGDOMS**

When the PCs arrive on the surface in the Sunset Lands, they find themselves in a rural area near a small village called Cludin which is part of an agrarian monarchy named Gamraeg. The PCs can interact with astonished farmers and learn a little of the world they now travel through. Even though the PCs understand the common language, the locals speak it with a noticeable accent which is likely to make the PCs stand out as strangers even if they try to disguise themselves. This is because the PC's Morphic Nature blessing has given the PCs the knowledge of an ancient version of the Kylornian language and the natives have slowly changed and modified the language over time.

TELL THE TALE

Whether the PCs actively draw attention to themselves or not, word about them spreads and a well-traveled lyricist named Kery Briona hears of the PCs and then seeks them out. Kery is currently wandering, seeking worthy material to compose what he hopes will become an epic ballad which will make him famous and earn him a fortune.

Kery cautiously approaches the PCs astride his narav lizard, shouting out his peaceful intentions and setting aside his weapons when he draws near. If the PCs are hostile, he flees, but assuming they hear him out Kery dismounts and engages them in conversation. Kery is happy to answer any questions he can as long as the PCs reciprocate a little to help satisfy his own curiosity. When the PCs tell him of what they seek, Kery explains that only the Oracle would know things as unusual as what the PCs describe.

Kery offers to personally guide the PCs to the Citadel of the Oracle. He is well known throughout Gamraeg and the surrounding kingdoms as a likeable rascal and travelling with him smooths over much of the apprehension that the Kylornian natives may otherwise have toward the strange and alien PCs. As Kery gets to know the PCs, he starts to see them as the heroic main protagonists in his ballad, and as a rakishly handsome young man, he may also find himself becoming romantically involved with one or more of the PCs. Kery is quickly able to procure domesticated narav lizards (see below) as mounts for

the PCs to speed their travel as well as basic food and lodgings if the PCs require. While travelling, Kery can describe what is commonly known about the surrounding lands and the PCs' destination, the Citadel of the Oracle.

While Kery is a confident and plucky fellow he's also well aware of his own mortality; he sings about legendary heroes, but he certainly doesn't believe he is one himself. When the PCs reach their destination, Kery is happy to stay and mind the lizards while the PCs perform their heroic deeds. If asked, he is willing to go with the PCs into the Citadel, but he points out that he isn't a powerful warrior like the PCs are and knows that he should stay at the back to provide support. Whether or not Kery follows the PCs into the citadel, he offers to cast *heroism* spells on up to four of the PCs before they enter.

When the PCs decide to approach the Palace of Eternal Sunset, Kery is extremely apprehensive, telling the PCs what little he knows about the place, and stating that to his knowledge no one in living memory has ever gone into the palace and returned. He still offers his blessing in the form of *heroism* spells before parting ways with them a number of miles from the Palace. Kery tells the PCs he will make a concealed camp here and wait at least a week for their return before he regretfully assumes they have perished.

KERY BRIONA*Medium humanoid (human), neutral***Armor Class** 15 (studded leather armor)**Hit Points** 31 (7d8)**Speed** 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	14 (+2)	10 (+0)	13 (+1)	8 (-1)	18 (+4)

Skills Deception +6, Insight +1, Perception +1, Performance +8, Persuasion +8**Senses** passive Perception 11**Languages** Common, Dwarven, Elven**Challenge** 3 (700 XP)**Savvy.** Kery has advantage on saving throws against being charmed.**Song of Rest.** If Kery or any friendly creatures who can hear their performance regain hit points at the end of the short rest by spending one or more Hit Dice, each of those creatures regains an extra 1d6 hit points.**Spellcasting.** Kery is a 6th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 14, +6 to hit with spell attacks). Kery has the following bard spells prepared:Cantrips (at will): *light*, *mage hand*, *minor illusion*1st level (4 slots): *charm person*, *cure wounds*, *longstrider*, *thunderwave*2nd level (3 slots): *calm emotions*, *enthrall*, *shatter*3rd level (3 slots): *hypnotic pattern*, *tongues*

ACTIONS

Multiattack. Kery makes two rapier attacks.

Rapier. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Shortbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

NARAV LIZARD

XP 700

hp 93 (see page 695)

CITADEL OF THE ORACLE

The Citadel of the Oracle is a long stone building complex built to catch as much sun as possible in its large windows. Various support buildings and housing surround the main building. The place gives the appearance of a monastery or temple, but it is a secular place, similar in some ways to a university, devoted to the proliferation of knowledge, wisdom, and learning. The Citadel is positioned on the border between several of the larger Sunset Kingdoms and is a neutral entity offering improvements and peaceful technologies to improve the lives of all nearby lands.

The Citadel is an important focal point for the Servitors, a diverse society of constructs, including clockwork automatons, intelligent golems, and the divymm, who all served the Patrons prior to the End of Time. The Servitors were charged with guarding over knowledge repositories and alien libraries of ancient knowledge, many of which are still sealed in vaults far beneath the surface. Some of these vaults also serve as a storehouse of the evolutionary 'seed materials' which the Patrons used to foster new life on other planets. The Servitors tapped into this resource in an effort to re-seed the surface world and continue carrying out the purpose the Patrons set for them, and it was here at the Citadel that they initiated this reseeded process. Most of the Servitors see the new natives as a fragile ecosystem of sentient life that must be nurtured, protected, and preserved and continue to aid them by providing knowledge, advice, and even mechanical devices to help improve the civilization of the Sunset lands.

The Servitors limit their direct interaction with the natives, preferring to allow them to find their own way, but offering their guidance from the Citadel of the Oracle. The voice of the Oracle, as the people of the Sunset lands call her, is that of a divymm named Pionesis, one of the leaders of the Servitors. She resides in an underground vault below the surface Citadel and communicates with the natives via technological devices. The Servitors prefer to keep their non-biological nature from the natives and none of the Kylornians on the surface have ever seen Pionesis' face. She provides general advice on a broad range of topics, except those of a military or warlike nature, and acts as neutral third party in negotiations between political entities. The Citadel is considered neutral ground, which none of the kingdoms would dare violate as they know that the Oracle

would withdraw her wisdom from their lands. The Citadel also preserves knowledge, using esoteric technologies to transfer and store the memories, acquired learning, and wisdom of wizened elders whose lives are near their end into non-organic receptacles to pass on to new generations.

RECENT EVENTS

A team of shapeshifting Hegemony agents, composed of an alien race of ooze creatures known as the hetzuud, have been sent on a mission to Kylorn. They arrived through a different gate than the one the PCs arrived through and have traversed many hundreds of miles through the underground vaults and tunnels to the habitability zone. Their gate also only opens intermittently so this strike team is here for a long-term mission with little support. Their goals are to obtain the genetic data that the Ancients planted on this world long ago and find a way to reactivate a more reliable gate as a prelude to assimilation and invasion.



UNDERGROUND CITADEL OF THE ORACLE



This isn't the first Hegemony mission to Kylorn and the hetzuuds are well aware of the societal structure of the Sunset Kingdoms, the Servitors, and the Undying. While extracting the genetic information from the current native population would be trivial, previous missions have determined that the current population's genetics have mutated and no longer hold the code, only the pure genetic data of the original inhabitants from before the End of Time had this vital information.

The hetzuuds have managed to court an adversarial hardline faction of the Servitors, led by a soulbound shell named Hartaxian. This faction believes that reintroducing a native population to the planet was fundamentally a mistake. Hartaxian's faction argues that the Servitors should cut ties with the natives and watch them revert to barbarism and then most likely die out. When the hetzuuds made contact with Hartaxian, they offered him way to strike at the main line of Servitor support for the natives—the Citadel of the Oracle. All the hetzuuds wanted in return was some of the genetic data stored in the Citadel's archives.

A combination of subterfuge and brute force allowed Hartaxian and the hetzuuds to invade and take over the underground facility. Hartaxian timed his attack well; he was able to capture Pionesis the Oracle while she was alone completing routine maintenance. However, the hetzuuds diverged from Hartaxian's plan once they were inside the Citadel, breaking into the chamber holding the genetic seed information and stealing it. The hetzuuds then caused heavy damage to the Citadel in an attempt to destroy any other copies of the data. Hartaxian is currently busy trying to repair and regain control of all the malfunctioning systems.

When the PCs reach the Citadel, they discover the place in a state of confusion with Kylornians in all manner of dress milling about outside and robed workers attempting to maintain order. A combination of the PCs' strange appearance and Kery's persuasive nature allow the PCs to quickly find out what is going on.

Several days ago, the Oracle stopped speaking and no one has been able to determine why. After some negotiation, Kery is able to get the PCs in to see **Jonan Nessa** (NG female human **noble**^{SRD}), the head administrator of the aboveground Citadel. The sudden silence of the Oracle has deeply rattled Jonan who was born and raised near the Citadel and has known the voice of the Oracle for nearly all of his life. Unsure as to what course to take, he listens to the PCs' tale before asking for their help. Jonan has no idea why the Oracle has stopped speaking.

There was no unusual activity at the Citadel, and nothing has changed recently in the political state of the nearby kingdoms. Jonan has racked his mind but the only thing he can think of is that a group of four envoys from the far north arrived shortly before the Oracle went silent. Thinking back, Jonan felt there was something off about them, but he couldn't quite put his finger on it (these envoys were the disguised hetzuuds). The fact that they disappeared at the same time and were not seen leaving the Citadel has heightened his misgivings about them. Jonan suspects that something has happened to the Oracle herself.

Unless the PCs have been purposefully insolent to Jonan, he has a good feeling about them, in spite of their strange looks and manner, and asks if they will help. Jonan offers to aid the PCs in any way he can if they can restore the Oracle's voice. Jonan is thankful when the PCs agree, and in gratitude he gifts them an *orb of venerable memory* (see page 550) which holds the memories of his grandmother Eliana.

Jonan guides the PCs through several private areas to a room deep in the heart of the building. A large part of the room is taken up with a 15-foot metal cube with steel doors on one side. Jonan explains that this is where gifts to the Oracle are delivered, and that the cube is a magically augmented lifting mechanism that transports these gifts deep below the Citadel. Normally the cube is sealed tight and can't be opened from the outside, but currently the doors are unlocked and the PCs can enter the elevator's interior. The PCs are likely to be familiar with the concept of this device from their time on the prison world of Garsilt in *To Worlds Unknown*. A single control mechanism closes the doors and sends the elevators down several feet to the underground level of the Citadel.

UNDERGROUND FEATURES

The underground level of the citadel has the following features unless otherwise noted. The stone walls are concealed behind 2 inches of rustproofed gray steel (AC 20, damage threshold 10, hp 60, break DC 23). All doors are made of the same material but are 3 inches thick (AC 20, damage threshold 10, hp 90, break DC 28) and are magnetically locked. These doors slide open to the sides and remain open for 1 minute before sliding closed again. A magnetically locked door can be opened with the correct magnetic key or a DC 20 Dexterity check with thieves' tools, this check has disadvantage unless the user has several strong magnets to use as tools or another magnetic key to work with. Dealing 5 or more hit points of electricity damage to a door "short circuits" the magnetic lock, causing the door to open and remain stuck in the open position. These magnetic doors can also be forced open with a DC 25 Strength check, but this triggers an alarm in the control center. Damaging a door (except for electricity damage) or failing a Dexterity check with thieves' tools to open a door by 5 or more also triggers the control center alarm. If the PCs trigger an alarm the constructs in the control center send the stone golem from area C3 to investigate. Corridors and rooms are 15 feet high and are well-lit by bright lighting set into the ceiling.

C1. ENTRY CHAMBER

The dull metal doors open into a chamber with walls of gray metal and lit by panels in the ceiling. To one side are stacked crates and small wooden barrels. There is a panel with intricate runes glowing on the wall next to the lift doors.

The barrels are filled with fine oil and the crates hold ingots of smelted iron. These are offerings from grateful patrons of the Oracle. In one of the crates of ingots is a bag of magnetized iron nuggets that may be useful in opening the doors on this level. The glowing panel is an audiovisual communication

device Pionesis that can still use. If the PCs interact with it or stand in front of it for a minute, she notices them and speaks in a gentle melodious voice. While Pionesis can hear the PCs and see those within 30 feet of the panel, there is no visual sensor at her end so she can't show herself, only talk. She is cautious at first, hoping that the PCs are not in league with her enemies, but seeing she has little choice, she outlines the current situation. She asks for help and willingly agrees to any reasonable deal the PCs make, including searching the Citadel's records to find where Kylorn's primary gate is, in return for her freedom.

She explains that she only has limited access to the communication system, but she is very familiar with the layout of the underground citadel can give the PCs enough detailed directions for them to draw a rough map. She can explain how the magnetic doors work and suggests the PCs could potentially use magnets to open them. She warns them of the stone golem security system and about Hartaxian himself, but she has no knowledge of the clockwork mages or the clockwork golem in the passageway of this chamber.

The eastern passageway ends after 20 feet in a wall of cogs and gears, which whirl to life as soon as anything moves within line of sight. This mechanical wall is actually a clockwork golem (see below).

Creature: This clockwork golem is currently in its wall of gears form and has been set here by Hartaxian to prevent anyone from the surface from moving past it. When a creature gets within 10 feet, the golem transforms back into its normal form and attacks. It ignores creatures further away unless they manage to damage it.

Development: As soon as the PCs set off the alarm, the clockwork mages in the control center lock down the elevator to prevent any further intrusions from the surface.

CLOCKWORK GOLEM

Large construct (clockwork), unaligned

Armor Class 17 (natural armor)

Hit Points 178 (17d10 + 85)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	9 (-1)	20 (+5)	3 (-4)	11 (+0)	1 (-5)

Damage Immunities poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 120 ft., passive Perception 10

Languages understands the languages of its creator but can't speak

Challenge 12 (8,400 XP)

Magic Resistance. The golem has advantage on saving throws against spells and other magical effects.

Magic Weapons. The golem's weapon attacks are magical.

ACTIONS

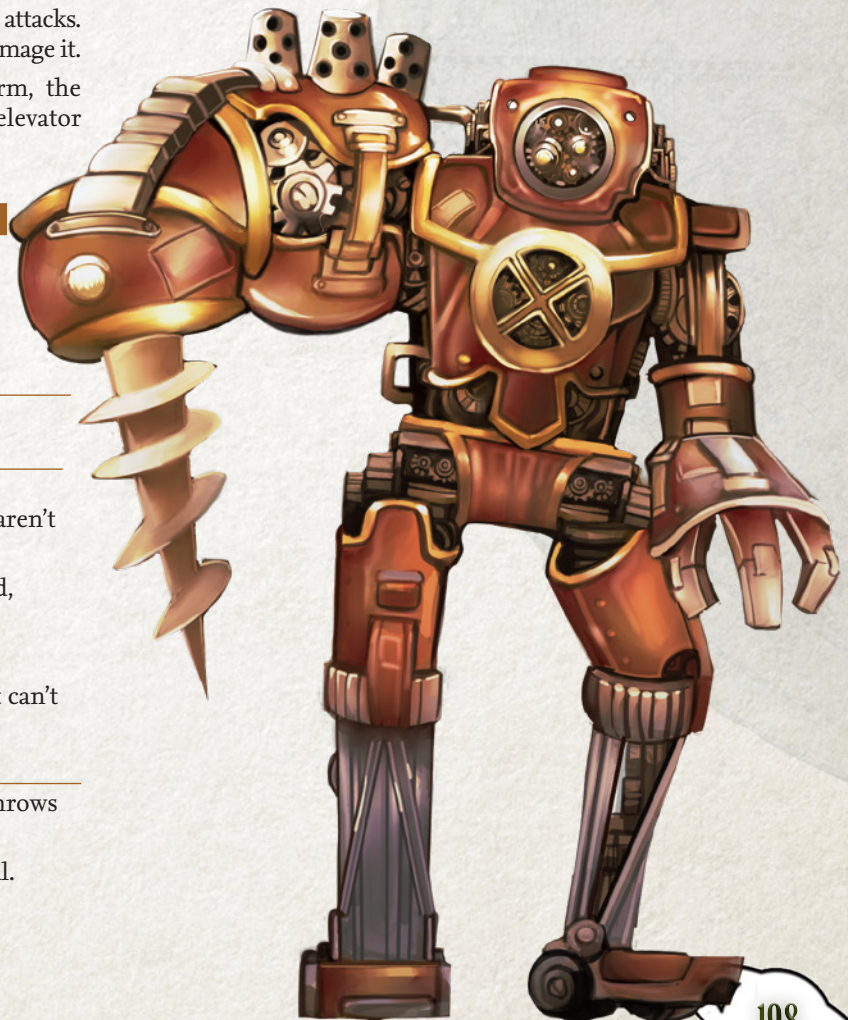
Multiattack. The golem makes two slam attacks.

Slam. *Melee Weapon Attack.* +10 to hit, reach 5 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage and the target is grappled (escape DC 18). Grappled targets immediately take an additional 21 (2d8+12) points of slashing damage as razor-sharp gears and blades emerge from its body to grind and slice its foe.

Wall of Gears. A clockwork golem can fold into a whirling wall of grinding gears measuring 10 feet by 10 feet or 5 feet by 20 feet. Anyone passing through the wall takes 49 (14d6) points of slashing damage. If the wall appears in a creature's space, that creature can attempt a DC 18 Dexterity saving throw. If it succeeds, it leaps to one side and avoid the damage entirely. The clockwork golem can take no actions while in this form except to resume its normal form as a bonus action. A clockwork golem's AC and immunities remain the same while it is in this form.

REACTIONS

Death Burst. When a clockwork golem is reduced to 0 or fewer hit points, it explodes in a shower of razor-sharp gears and debris. All creatures within a 10-foot sphere take 42 (12d6) points of slashing damage — a successful DC 18 Dexterity save results in half damage.



C2. ARCHIVE CHAMBER

A half open door shows a scene of chaos. Rows of metal shelves holding glowing crystal facets connected by fine wires have been smashed or tipped over. To one side, fast moving apparatus whizz over large oval receptacles of ceramic and metal that stand in a shallow bath of green liquid. Dangerous electrical sparks ripple over the liquid's surface. At the other end of the chamber is a series of metallic surgical tables with long tentacles of metal thrashing from the walls and floor.

The roof of this room is 25 feet high with various gantries and supports crisscrossing the upper parts of the room. There are audiovisual sensors outside both doorways and Pionesis can communicate with the PCs through these. She can sense that the biologic processor is hostile and recommends that if the PCs have to go this way that they either sneak through by somehow fooling the pressure sensors in the floor and the biologic processor's visual sensors. If that is not possible, she advises the PCs to incapacitate the biologic processor before disabling any malfunctioning equipment. She asks that the PCs try not to deal too much collateral damage to the room itself but admits that there are backups for most of what is stored in the archive and understands if the PCs have to smash their way through.

Trap: The archives have a variety of automated machines that normally assist with experiments, procedures, and help provide access to records. These are now dangerously malfunctioning or have been maliciously programmed to deal serious injuries to anyone in the room. These devices normally only respond to movement on the chamber's pressure sensitive floors, but the artificial biologic processor (see below) keeps triggering them.

Creature: The bulk of the work done in the archives was performed by the massive biologic processor, a low-grade sentient mechanism able to assist a user with a variety of tasks. A complex scientific machine, it was able to analyze or harvest genetic material, and it could even initiate the intricate process of recreating life from the Patron's genetic 'seed.' It has suffered serious impairment to its programming from both Hartaxian's attack on the central core and from damage to its systems caused by the hetzuuds. The biologic processor normally positions itself above well above the floor to provide support but remain out of the way, but it has wrenched itself free and now blocks much of the room. Currently it sees its primary goal as restocking the genetic material stored here by extracting it from any creature that enters. It waits until a creature enters the room before attacking. The biologic processor is too large

to leave the room, but it can use its impressive reach to grab creatures in the corridors and pull them into the room. Part of its faulty programming causes it to repeatedly retrigger the malfunctioning apparatus to 'assist' it in its task.

Development: If the PCs still have the android Dyosin from the Thanex warehouse, he can have his neural inhibitors removed here once the place is repaired and restored. Both these processes take a significant amount of time, so the PCs may have to leave the android here in Pionesis' care while they continue with their own mission.

MALFUNCTIONING APPARATUS

Mechanical Trap

All creatures in the room are attacked by a mechanical apparatus every turn they are inside the room. It attacks with a +8 bonus and deals 13 (3d6+3) bludgeoning damage plus 2 (1d4) lightning damage.

A malfunctioning apparatus is usually encountered with a robot or other automaton that is likewise malfunctioning and hostile. When that construct is destroyed, the malfunctioning apparatus likewise ceases to attack.

BIOLOGIC PROCESSOR

Gargantuan construct, unaligned

Armor Class 16 (natural armor)

Hit Points 280 (16d20+112)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	6 (-2)	24 (+7)	8 (-1)	1 (-5)	1 (-5)

Damage Immunities poison, psychic

Condition Immunities blinded, charmed, deafened, frightened, paralyzed, petrified, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Common (cannot speak)

Challenge 9 (5,000 XP)

Fluid Sampling. When the mechanism starts a turn grappling a creature, the creature takes 21 (6d6) piercing damage

ACTIONS

Slam. *Melee Weapon Attack.* +9 to hit, 15 ft. reach. *Hit:* 44 (6d12 + 5) bludgeoning damage. The target is grappled (escape DC 16).



C3. SECURITY STATION

This alcove is the sentry position for one of the complex's defensive guardians, a stone golem. The area is unadorned except for an intricate bronze cylinder that extends 2 feet out from the back of the alcove at a height of 8 feet. The bronzed cylinder connects to the back of the golem's head and allows for communication and delivery of orders to the golem from the panels in the control center (C6).

Creature: A stone golem with smooth limbs and a featureless visage stands here. It has orders to report any non-construct creatures it sees. This communication through the cylinder to the clockwork mages in the control center takes 3 rounds before they instruct the golem to destroy the intruders. If the PCs trigger an alert by tampering with a magnetic door then the clockwork mages in the control room activate this stone golem and send it to investigate that door, giving it orders to kill any intruders it finds.

Development: The golem carries a thin rod constructed from smaller metallic segments. This is a magnetic key that can open all doors on this level except for the doors to area C8.

STONE GOLEM

XP 5,900

hp 178 (see SRD)

C4. UNDERGROUND ENTRANCE

The remains of several clockwork creatures lies scattered over the floor here. The metal walls show scorch marks and other signs of battle.

The remains here are those of three clockwork soldiers and a clockwork servant set to guard this entrance to the complex. They were killed by a combination of spells from Hartaxian and his clockwork mages, combined with bludgeoning damage from the clockwork golem.

Treasure: Among the debris lies a +1 glaive which belonged to the leader of the clockwork soldiers.

C5. UNDERGROUND PASSAGE

A dull metal set of stairs descend for hundreds of feet before opening out into an underground vault and splitting off in several directions. These lead to underground areas controlled by the Servitors and are outside the scope of this adventure.

C6. CONTROL ROOM

A series of metal counters set with detailed buttons and levers divide this long room. Various screens on the walls show intricate runes, flickering lines, and strange diagrams.

This is the central control area for the underground complex. By manipulating the controls, a proficient user can open, lock, and monitor doors, activate and send orders to the stone golem guardian at C3, operate the elevator (C1), and communicate with a variety of devices on the surface to provide advice to the Kylornians there.

Creatures: These two automatons are part of Hartaxian's group. They are here monitoring and operating the mechanical panels and they attack as soon as they spot non-mechanical lifeforms. One of the clockwork mages spends a move action to activate the controls that summon the stone golem from area C3 to aid them. It arrives 3 rounds after being summoned.

Treasure: Each of the clockwork mage's crystal wands can be extracted from its torso casing. One is a *wand of lightning bolts* and the other is a *wand of fireballs*.

Development: When Hartaxian hears the sound of combat from the core chamber (C7) he comes to investigate after casting a series of preparatory spells.

Tactics: The clockwork mages move behind the control panels for cover and avoid being flanked. They work together to take down the most dangerous threat first.

CLOCKWORK MAGES (2)

Medium construct (clockwork), unaligned

Armor Class 16 (natural armor)

Hit Points 104 (16d8+32)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	6 (-2)	14 (+2)	18 (+4)	10 (+0)	10 (+0)

Damage Vulnerabilities lightning

Damage Immunities poison, psychic

Condition Immunities charmed, exhaustion, frightened, poisoned, stunned, unconscious

Senses darkvision 60 ft., passive Perception 10

Languages Common

Challenge 9 (5,000 XP)

Wand Magic. Each clockwork mage may cast spells powered by wands stored in internal compartments. These spells are cast with DC 16 and +8 to hit. The spells are determined by the wand stored. Some of the most common wands are as follows:

Wand of Lightning Bolts:

- 3/Day each: *shocking grasp*, *thunderwave*
- 2/Day each: *blindness/deafness*, *lightning bolt*, *shatter*

Wand of Fireballs:

- 3/Day each: *burning hands*, *color spray*
- 2/Day each: *fireball*, *flaming sphere*, *scorching ray*

Winding. A clockwork mage can function for one week every time it is wound. A creature of at least Small size can use an action to wind the clockwork mage, restoring to it 1 hour of operating time; Tiny or smaller creatures are generally unable to wind the leviathan.

ACTIONS

Slam. *Melee Weapon Attack.* +5 to hit, 5 ft. reach. *Hit:* 8 (2d6 + 1) bludgeoning damage.



C7. CORE CHAMBER

The metallic walls of this circular chamber arch up around a central cylindrical core of elaborately plated steel. A solid door shaped panel on the eastern side of the core and illuminated panels on the walls show wavering lines and other symbols.

The panels monitor and control the flow of power to various parts of the complex. One of the panels is an audiovisual panel that Pionesis can see and communicate through. Not wanting to distract the PCs, Pionesis remains quiet if they are fighting Hartaxian unless she can point out something critical that will help the PCs gain an advantage. After they defeat Hartaxian, she warns the PCs how she is being physically controlled and to not open the door unless they are well prepared.

Creature: Currently Hartaxian here is trying to determine how to shut down power to the archives so he can regain control of that area. His long-term plans are to remove anything of value from the archives, to shut down the power core, remove the valuable power crystal, and finally to collapse the elevator shaft with *disintegrate* spells to prevent other Servitors from reactivating the Citadel or communicating with the Kylornians on the surface.

Treasure: Hartaxian's soul gem is a flawless black opal worth 5,000 gp. Pionesis is uncomfortable with the PCs taking this gem because she wants to see Hartaxian imprisoned for his crimes and placed where he can never harm others again. She gladly admits that the gem is the PCs' by right of battle but offers to exchange it for 5,500 gp worth of gold, platinum, gems, or possibly even magic items. She can even be convinced with a successful opposed Charisma (Persuasion) check to go as high as 6,000 gp. It takes her 24 hours to contact other members of Servitor society and for them to deliver whatever reward the PCs' decide on.

Development: Hartaxian has Pionesis' magnetic rod key in his possession which can open all doors in the complex, including the door to the central core.

Tactics: When Hartaxian hears the sound of combat in the room next door, he casts these spells in the following order before moving to room C6: *fly*, *mirror image*, and *fire shield*.

Unwilling to surrender to inferior organic lifeforms this close to victory, Hartaxian fights to the death.

HARTAXIAN

Medium construct, neutral evil

Armor Class 18 (natural armor)

Hit Points 153 (18d8 + 72)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	13 (+1)	18 (+4)	20 (+5)	10 (+0)	13 (+1)

Skills Arcana +13, History +13

Damage Vulnerabilities psychic

Damage Resistance damage from spells

Damage Immunities poison

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 60 ft., passive Perception 10

Languages Common, Deep Speech, Draconic

Challenge 12 (8,400 XP)

Magic Resistance. Hartaxian has advantage on saving throws against spells and other magical effects.

Programmed Mind. Hartaxian's prepared spells were fixed at the time of his creation and cannot be changed thereafter. He cannot learn new spells.

Spellcasting. The soulbound shell is a 12th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 17, +9 to hit with spell attacks). It has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *light*, *mage hand*, *prestidigitation*, *shocking grasp*

1st level (4 slots): *detect magic*, *identify*, *magic missile*, *protection from evil and good*

2nd level (3 slots): *detect thoughts*, *mirror image*, *misty step*

3rd level (3 slots): *counterspell*, *fly*, *lightning bolt*

4th level (3 slots): *banishment*, *fire shield*, *stoneskin*

5th level (3 slots): *cone of cold*, *scrying*, *wall of force*

6th level (1 slot): *disintegrate*

ACTIONS

Dagger. Melee or Ranged Weapon Attack. +5 to hit, reach 5 ft. or range 20/60 ft., one target. Hit: 3 (1d4 + 1) piercing damage.

C8. CENTRAL CORE

This cramped metallic cylinder has glowing glass and metallic tubes extending from the roof to the floor. A large symmetric crystal hangs in a support structure from the ceiling. The crystal glows with extremely bright white light and has a variety of wires and glass tubes coming from it.

There is an audiovisual communication device here, but the visual part has been smashed allowing only audio communication. Under Hartaxian's orders, one of the clockwork mages broke the device but lacked the intellect to realize it had not completely destroyed the panel.

Creature: This is where Pionesis the Oracle is imprisoned. Countless years ago, as a scholastic young woman, Pionesis' soul once resided in a rapidly failing biological body, but Patron scientists transferred her consciousness and soul into a mechanical form. While Pionesis' personality has matured and her mechanical form has altered in a multitude of ways since then, she still sees herself as a teacher who finds fulfillment in guiding and mentoring others. As one of the eldest of the Servitors, she holds a position of respect and is considered one of their leaders. In spite of her longevity, Pionesis still sees the fresh joy in life and enjoys discovering new things. She finds interacting with non-mechanical creatures gratifying as she still sees herself as being a vibrant person residing in a metal body and not a cold, unfeeling machine.

Hartaxian has attached a highly prohibited construct control device to Pionesis' neck and torso. This device has control over Pionesis' limbs but not over her mind or voice. The device currently has Pionesis programmed to attack any biological life forms she sees. Hartaxian isn't sure exactly how much control he actually has over her, so he doesn't risk releasing her to aid him when he is fighting the PCs. Pionesis warns the PCs of what Hartaxian has done before they open door and begs them to smash the device or disable it. Pionesis doesn't know exactly what the domination device can do and she is unaware that it has an electrical defense mechanism. The domination device has threshold 15, and 30 hit points. The device can be sundered or it can be disabled with a DC 20 Dexterity check with thieves' tools, but a PC must make 4 successful checks as actions that each provoke opportunity attacks. Beating the DC by 5 or more counts as an additional successful check. Each time a PC damages the domination device or fails a Dexterity check on it, the device emits an electrical surge of that deals 35 (10d6) lightning damage to Pionesis and anyone else touching the device or Pionesis. The PCs can make a DC 12 Dexterity saving throw for half damage, but Pionesis takes full damage from this with no saving throw.

Development: Pionesis aids the PCs in checking that there are no more enemies in the underground complex and rewards them with a Servitor treasure hidden in a concealed compartment (DC 25 Wisdom (Perception) check to notice) in the central core. This is a +1 *longsword* forged from rare substance known as void crystal—a pale crystalline substance which has the same properties and weight as steel but drains negative energy from life forces powered by this type of energy. It deals an additional 2 (1d4) radiant damage to undead and creatures that are especially vulnerable to radiant energy.

XP Award: If the PCs free Pionesis from the domination device without killing her, award them 4,800 XP as if they had defeated her in battle.

PIONESIS THE ORACLE

Medium construct, unaligned

Armor Class 18 (plate)

Hit Points 130 (20d8+40)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	12 (+1)	15 (+2)	18 (+4)	19 (+4)	11 (+0)

Condition Immunities exhaustion, paralyzed, poisoned

Senses passive Perception 14

Languages Common, Ancient Patron, Celestial, Divymm, Draconic

Challenge 8 (3,900 XP)

Spellcasting. The divymm oracle is a 9th-level spellcaster.

Her spellcasting ability is Wisdom (spell save DC 15, +7 to hit with spell attacks). She has the following cleric spells prepared:

Cantrips (at-will): *light*, *mending*, *sacred flame*, *thaumaturgy*

1st level (4 slots): *cure wounds*, *guiding bolt*, *sanctuary*

2nd level (3 slots): *hold person*, *lesser restoration*, *spiritual weapon*

3rd level (3 slots): *dispel magic*, *spirit guardians*

4th level (3 slots): *death ward*, *guardian of faith*

5th level (1 slot): *flame strike*, *greater restoration*

Unity Lifeforge. The divymm oracle can instantly recognize other divymms on sight. It instinctively knows that they serve a common purpose and while they may have differences of opinion, it cannot knowingly attack or harm another of its kind.

ACTIONS

Multiattack. The divymm oracle makes three slam attacks.

Slam. *Melee Weapon Attack:* +7 to hit, reach 5 ft. *Hit:* 11 (2d6+4) bludgeoning damage.

WISDOM OF THE ORACLE

Once rescued, Pionesis can access the Citadel's records and is quickly able to determine that the gate the PCs seek is one of the few which is likely to have survived the End of Time. It is underground on the day side of Kylorn and the only access tunnel that still connects to it leads from the from the Undying Empress's Palace. Pionesis briefly explains some of the history of Kylorn, why both the Undying and Servitor factions arose, and how there has been a 'cold war' between the two for many years. She warns that Empress Zefora is a powerful undead lich capable of rising again if her material form is destroyed. If the PCs intend to face her then they should find her phylactery, the source of her eternal power, and destroy it.

Pionesis is also able to call up a few images of the recent attack and show the PCs how the 'humans' (actually the hetzuud) assisting Hartaxian were able to change shape into the form of clockwork creatures to gain access to the complex. She is also able to determine that these aliens were after some kind of genetic data from the original inhabitants of the planet and that they stole this information on several crystal facet storage devices. She can't determine what the invaders want with this data, but she can tell that they ran several tests on it as if they were looking for something specific.

In the long term, Hartaxian's use of the domination device is considered the gravest of criminal offenses by Servitor society because it forces a sentient creature to act like a mere machine. Hartaxian's hardline faction never recovers from the political ramifications of this outrage. Pionesis says that she will call on several other divymm to help her restore the underground Citadel and recommences communication with the surface as soon as she can. Pionesis can operate the surface elevator from the control center and uses this to return the PCs to the surface once they are ready to leave.



PART FOUR: THE PALACE OF ETERNAL SUNSET

The sky slowly lightens as the PCs journey southwest from the Citadel of the Oracle toward the sunset and the Empress' Palace. The region they travel through is desolate and uninhabited by the Kylornian natives due to its barren and unproductive soil.

HUNTER ENSNARED

Several days into their journey the PCs hear the sounds of combat from over a low rise. As the PCs come into sight of the conflict, they see a lavender-skinned Kylornian human with orange hair fighting a losing battle against four large hovering creatures that look somewhat like flying manta rays with eyestalks which hold two of the creatures' four eyes. A dead narav lizard wearing a saddle lies nearby. The human staggers out of a pale cloud covered in sticky gunk that slows his movement. Meanwhile the flying creatures seem set to swoop down toward him.

Bram Roark is a Kylornian hunter who ventures out into the wilderness to hunt strange creatures that threaten the edges of civilization. He was hot on the trail of a disenchanter, one of the many dangerous creatures released on this world before the End of Time. Bram was hunting the disenchanter for its valuable hide and to keep the population of these menaces down. He stumbled into the nesting site of a pack of sporewings, who aggressively attacked him and his narav lizard mount in defense of their offspring and territory. Out of sight in a thicket of nearby bushes 40 feet away from the battle is a nest containing three young sporewings that are roughly the size of halflings. Currently Bram is trying to retreat, but he is entangled by sticky spores and the sporewings are riled up and ready to continue attacking him.

Creatures: The sporewing is an airborne variation of an aquatic ray-beast called a cuero. In spite of their short stubby finlike wings, sporewings are extremely agile in the air due to sacs of buoyant gases within their bodies which provide them with much of their lift. Sporewings have a dusty orange skin with lighter shading on their underbellies and a long tail that splits into either four or six bulbs which hold the creature's spores. Bram doesn't actually want to kill the sporewings as they have a majestic appearance and unlike the disenchanter, they aren't a threat to civilized lands. If the PCs intervene to help him Bram tries to convince them that they should all retreat away from the creatures' nest. If the PCs seem powerful, he suggests that they should try to disable the sporewings without killing all of them. If the PCs don't interfere, Bram is set on and quickly knocked unconscious by the sporewings.

XP Award: If the PCs manage to rescue Bram from the sporewings, award them 1,600 XP as if they had defeated him in battle. If the PCs heed Bram's advice and are able to disable the sporewings or safely withdraw out of their nesting area, award them experience points as if they had defeated all the sporewings in combat.

SPOREWINGS (4)

Large aberration, neutral

Armor Class 15 (natural armor)

Hit Points 152 (16d10+64)

Speed 10 ft., 40 ft. fly

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	18 (+4)	6 (-2)	15 (+2)	9 (-1)

Skills Stealth +5

Senses blindsight 15 ft., darkvision 60 ft., passive Perception 12

Languages Common

Challenge 6 (2,300 XP)

Camouflage. A sporewing gains double the normal proficiency bonus on Stealth checks in natural surroundings when vegetation is present. If prone in such terrain, it gains advantage on Stealth checks.

ACTIONS

Slam. *Melee Weapon Attack.* +8 to hit, reach 10 ft. *Hit:* 14 (2d8 + 5) bludgeoning damage. Instead of dealing damage, the sporewing can grapple the target (escape DC 15).

Blood Drain. As a bonus action, a sporewing can use its lamprey-like mouth to drain the blood from a grappled, incapacitated, or restrained target within 5 feet. This attack automatically hits and deals 14 (2d8 + 5) piercing damage, plus the target gains one level of exhaustion due to blood loss.

Sticky Sporecloud (1/Day). An area with a 20-foot radius is affected as if by *fog cloud*. All Medium or smaller creatures must make a DC 12 Strength saving throw or be restrained for 1 round. All non-sporewings must also make a DC 12 Wisdom saving throw or be stunned for 1 round. These spores also stick to creatures for 1 minute, making invisible creatures visible and causing creatures coated in spores to suffer disadvantage on Stealth checks.

BRAM ROARK

Humanoid (human), neutral good

Armor Class 15 (studded leather)

Hit Points 66 (12d8 + 12) [currently 28 hp]

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	13 (+1)	12 (+1)	15 (+2)	11 (+0)

Saving Throws Dex +6

Skills Animal Handling +3, Nature +5, Perception +5, Stealth +6, Survival +5

Senses passive Perception 18

Languages Common

Challenge 5 (1,800 XP)

Favored Enemy. Bram has two favored enemies (aberrations and beasts), as the ranger class feature.

ACTIONS

Multiattack. Bram makes two melee weapon attacks or three ranged weapon attacks.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Longbow. *Ranged Weapon Attack:* +6 to hit, range 150/600 ft., one target. *Hit:* 9 (1d8 + 3) piercing damage.

NARAV LIZARD

XP 700

hp 93 (see page 695)

ONWARD TOWARD THE SUN

If Bram survives, he heartily thanks the PCs and chats with them. He is curious about the PCs' unusual appearance but doesn't push if they seem hesitant to tell him. Bram explains how he came to his recent misfortune and cautions the PCs about the disenchanter he was chasing. Bram has recently ventured into the area that the PCs need to travel through to reach the palace and he offers the PCs helpful advice about the lay of the land, granting them a +2 circumstance bonus on Wisdom (Survival) checks for the next 20 miles of the PCs' journey. Bram also warns the PCs that he recently came across the tracks of a large serpentine beast known as a tyrnix. While the PCs are likely to be unfamiliar with this name, anyone who questions Bram about this beast and succeeds at a DC 15 Intelligence (Arcana) check realizes that Bram is talking about a **behir**^{SRD}, except that Bram insists that these creatures can breathe concentrated acid rather than electricity. If the PCs mention that they are traveling to the Palace of Eternal Sunset, Bram grows somber and says that he once had a friend named Rhyanna who ventured too close to the place and was never seen again. Bram says that the land around the palace is completely empty of animals and beasts of any kind for miles around. Bram once ventured to within sight of the place and in the distance he could just make out skeletal figures circling in the air above it. After talking with the PCs Bram readies his gear and prepares to make his way back to civilized lands, without his mount he knows that he'll never catch the elusive disenchanter. However, if the PCs offer him a ride then he'll gladly accept in gratitude for his rescue, even if the PCs' path isn't exactly in the direction he needs to go. He only accompanies with the PCs until they get within sight of the palace, after that he wishes them good fortune and continues his travels.

ACIDIC REPTILES

A little over a day after encountering Bram and the sporewings the PCs enter the hunting grounds of a pair of Kylornian behirs.

Creatures: The hides of these Kylornian behirs are a brown in color instead the normal blue, and they spit acid rather than electricity. This mated pair is

ravenously hungry, and they are aggressively seeking out prey. These creatures tend to follow the low-lying terrain of this area, looking to come across their next meal at close range. If they spot the PCs first, they hunker down in a hollow well out of sight to either side of the PCs' path and wait for them to approach.

Development: If Bram is with the PCs, he mentions that these creatures are likely to have a lair nearby and that it could contain valuables which the creatures have hoarded. The behir's lair is 3 miles away and requires two DC 13 Wisdom (Survival) checks followed by a DC 23 Wisdom (Survival) check to find, as the last mile is over rocky terrain and the behirs actively try to conceal traces of their passing near their lair. Bram offers to lead the PCs there and he can easily follow the behir's tracks. The lair is a shallow overhang that the behirs have dug out a burrow beneath. It contains a large amount of well chewed bones with coins scattered among them. These coins total 335 gp, 183 sp, and 712 ep (electrum pieces).

There are the skeletal remains of several humanoids and broken equipment at the back of the burrow with the following nearby: a small metal tin containing a matched pair of dark onyx gems each worth 450 gp, a *dauntless jacket* (see page 549), and a *shield +1*. If Bram is with the PCs he asks for a share of this treasure and is willing to negotiate on how much he receives depending on how much assistance he has been to the PCs. Bram would be happy with roughly half of a PC's share but he doesn't consider the magic items particularly valuable as he intends to continue hunting disenchanters when he obtains a new mount.

Tactics: The behirs dash forward and both use their breath weapons on the leading PCs. They then try to use their reach to grapple PCs and swallow them whole at the first opportunity. Their strategy is to bring down one of their prey, preferably a Large creature like a narav lizard, before the others can flee. If damaged, they both focus on attacking that creature until it is dead. These behirs aren't used to facing tough opposition and expect to win easily. Once one behir goes down, the other fights to the death to avenge its mate.



KYLORNIAN BEHIRS (2)

XP 7,200

hp 168 each (see *SRD*, behir^{SRD})

Damage Immunities acid instead of lightning

Special Attacks breath weapon deals acid damage rather than lightning damage, and a creature that is swallowed whole takes an additional 1d6 acid damage each round.

THE EMPRESS' PALACE

For the natives of this world, the partially ruined bastion known as the Palace of Eternal Sunset has perched atop a ridgeline on the edge of the scorching Daylands since time immemorial. Powerful mythical magics bound into the structure allowed it to survive the ancient cataclysm that halted Kylorn's rotation. These potent spells also preserved the palace through the long ages which have passed since then, in spite of tectonic shifts that have rent the land over the ages causing the formation of the cliff ridge. Part of the palace's structure split off as the ridge formed, but still stands at an angle at the ridge's base, hundreds of feet below the ridgeline summit.

In ancient times the palace was once the principal seat of rulership for the entire planet. Empress Zefora, the elali monarch at that time was one of those who managed to survive the End of Time by retreating into a series of underground vaults. Facing extinction as Kylorn became uninhabitable in the aftermath of the cataclysm, she and most of her followers chose to sustain themselves and preserve their civilization by enacting a series of necromantic rituals to become undead. Using potent dark magic, Zefora transformed herself into a lich, becoming the Undying Empress who still rules the palace today.

Today, the palace remains in a state of societal stasis. While there are many other undead in the tunnels and vaults below, only those who are exceedingly loyal or those the empress needs to actively keep an eye on are allowed to occupy positions in the palace. Besides the empress, there are three other members of ancient Kylornian royalty in residence. These are the princesses: Naychema, Rajshni, and Seshana. These are not Zefora's birth children, this part of the government of ancient Kylorn was meritocratic with princesses chosen based on their talents and formally adopted by the ruler. Each princess has her own reasons for wanting Empress Zefora destroyed but none of them trust the others. The empress is aware of their petty intrigues, but she feels confident that she has all of them under her fleshless thumb.

APPROACHING THE PALACE

Unless the PCs are extraordinarily stealthy as they make their way across the barren lowlands toward the palace, they fall under the notice of its undead guardians. Skeletal baykoks keep watch from the palace's rooftops and fly patrols over the land around the palace to keep any living being from disturbing

their Empress. These patrols currently have orders to slay any living person who dares approach the palace. The baykoks patrol in pairs, the first pair that are likely to spot the PCs flies a high-altitude patrol circling the palace in a half mile radius. As the first pair swoops down to engage the PCs this draws the attention of a second pair who are watching from the palace rooftop. Eager to eat the souls of intruders, this second pair wing their way toward the fight, arriving overhead shortly after the first battle starts.

Tactics: Only 2 baykoks are present at the start of combat, with the other two baykoks arriving 1d3 rounds later. The baykoks move to hover 25 feet above the PCs and use their dread howls to strike fear into their foes. They fly back to a safer distance to use their Death Arrows while waiting for their Dread Howl to recharge. Following their Empress's orders, the baykoks fight to the death.

BAYKOKS (4)

Medium undead, neutral evil

Armor Class 20 (natural armor)

Hit Points 152 (16d8+80)

Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	20 (+5)	20 (+5)	11 (+0)	12 (+1)	10 (+0)

Damage Resistance necrotic

Damage Immunities poison

Condition Immunities exhaustion, frightened, poisoned

Senses darkvision 60 ft., passive Perception 11

Languages Common

Challenge 9 (5,000 XP)

ACTIONS

Multiattack. A Baykok makes 2 death arrow attacks.

Death Arrow. *Ranged Weapon Attack.* +9 to hit, range 80/320.

Hit: 14 (2d8 + 5) force damage. The target also takes 3 (1d6) necrotic damage and must succeed on a DC 14 Constitution saving throw or be paralyzed for 1 round.

Dread Howl (Recharge 5-6). All creatures within 30 feet of the Baykok must succeed on a DC 14 Wisdom saving throw or be paralyzed for 1 round.

PALACE FEATURES

The palace has the following features unless otherwise noted. Doors are made of magically treated stone (AC 16, damage threshold 10, hp 120, Strength DC 28) and are unlocked. The palace's walls, floors, and other surfaces are constructed from magically reinforced stone. Interior passageways are 15 feet high, and rooms are 25 feet high. The palace was once brightly illuminated by magical lighting, but now remains unlit, though exterior sunlight still provides illumination in some areas.

THE PALACE OF ETERNAL SUNSET



D1. FALLEN TOWER

This domed multi-story tower rests against the cliff side at a sharp angle. Somehow it survived coming down the cliff when it must have broken away from the rest of the edifice that still stands at the top of the ridge. A switchback path of elevated platforms climbs from one side of the tower steeply up to the imposing structure atop the ridgeline.

Inside the fallen tower is a single open chamber with stairs leading up to a balcony and continuing on to a second story with a circular balcony. Each level has series of small windows that provide light and allow fresh air in. The interior is empty except for junk and rubble that has collected at the lowest point of each level. On the bottom level there is also a large pile of animal bones from Duonkhal's hunts.

Creature: This is the abode of the imperial huntsman, Duonkhal. In undeath, Duonkhal's enjoyment of nature and love of hunting warped into an intense hatred of animals and the need to slowly torture and dismember them. His undead state binds him to an area of several miles around the palace and he has exterminated every beast, large or small, within that area. Fortunately, this enmity only extends to animals; he is unfailingly polite, although somewhat reserved, with people. He habitually holds to the same ceremonial customs he had when alive and his stoic loyalty to his Empress remains unwavering.

Unless he is out hunting, Duonkhal continually keeps watch from the entrance to the fallen tower. As the PCs approach, he hides his unnatural features and moves outside to formally greet them. After greetings are exchanged, he states that Empress Zefora is currently holding court and that all three of the princesses are also currently in residence at the palace. If the PCs wish to make arrangements for an introduction or request an audience, they should make arrangements with Gannath the chamberlain.

If questioned further, Duonkhal can be an important font of information about the palace and its inhabitants. He feigns ignorance if the PCs question him about attacks by the baykoks, stating that palace security is not his concern.

One thing Duonkhal firmly insists on is that all mounts or other animals, including animal familiars, are forbidden in the palace and must remain here. While this is strictly true, the fact that Duonkhal intends to slaughter these creatures after the PCs are gone allows the PCs to make Wisdom (Insight) checks opposed by Duonkhal's Deception check to notice his hungry eagerness concerning this decree.

If the PCs do leave any animals here, Duonkhal only waits until the PCs reach the ridge summit before moving the animals inside the tower to start his cruelty. PCs can make Wisdom (Perception) checks to hear the sound of this but remember to adjust the check DC for the distance and the tower walls that block much of the sound. Duonkhal attacks immediately if the PCs insist on refusing to leave their animals. However, if the PCs have no animals, he simply directs them to make their way up the switch-backing flights of steps that ascend the steep cliff side.

Tactics: Duonkhal focuses his attacks on any animals present unless one or more of the PCs pose a bigger threat. He flies out of melee range and uses his long reach to attack enemies below. If a target fails its saving throw against his blood drain from his claws, he focuses his attacks on that target in an attempt to kill that foe quickly. When reduced below 50 hit points, Duonkhal considers retreating to warn Gannath of intruders. If the PCs seem to have strong ranged attacks, Duonkhal flees, otherwise he fights to the death rather than be shot down while trying to flee.

DUONKHAL

Medium undead, neutral evil

Armor Class 16

Hit Points 150 (20d8+60)

Speed fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	20 (+5)	16 (+3)	12 (+1)	14 (+2)	16 (+3)

Damage Resistance acid, cold, fire, lightning, bludgeoning, piercing, and slashing from non-magical attacks that aren't cold iron

Damage Immunities necrotic, poison

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive Perception 12

Languages Abyssal, Celestial, Common, Infernal; telepathy 100 ft.

Challenge 11 (7,200 XP)

Animal Cloak. Duonkhal can take on the appearance of a Medium or smaller animal, though on close inspection a successful DC 15 Wisdom (Perception) check reveals that the illusory animal's feet are backwards.

Incorporeal Movement. Duonkhal can move through other creatures and objects as if they were difficult terrain. He takes 5 (1d10) force damage if he ends his turn inside an object.

Innate Spellcasting. Duonkhal's innate spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). He can innately cast the following spells, requiring no material components:

At will: *speak with animals*

3/Day: *animal friendship*

1/Day: *fog cloud*, *magic jar* (animals only)

ACTIONS

Ghostly Claws. *Melee Spell Attack.* +9 to hit, reach 10 ft. **Hit:** 33 (8d6 + 5) necrotic damage and the target must succeed on a DC 18 Constitution saving throw or gain one level of exhaustion as Duonkhal drains its blood. Creatures without blood are immune to this effect.



D2. ANTEROOMS

Seating benches line the walls of this small chamber and a low stone table sits in a corner.

These small rooms were waiting and receiving areas for those wishing to see the palace noble who resided in the room nearby. The once-comfortable seating crumbled to dust long ago, leaving only hard stone for those who wish to wait for an audience.

D3. COLUMNED HALL

This long columned hall is brightly lit with sunlight, but the air is hot and stale.

This hall is one of the few parts of the palace that receives direct sunlight from outside and as a result most undead avoid it. The constant sunlight makes the air here hot and stuffy. The palace was built before the planet's rotation stopped and wasn't designed with concept of light coming from a single direction in mind.

D4. TOWERS

The empress completely sealed these watch towers from the outside using her magic. They contain piles of dust that are all that remain of some of her subjects who long ago chose

resistance rather than to obey their empress and live forever as undead. Zefora once had plans to use their bones as part of some necromantic ritual but she has dismissed them from her mind for millennia.

D5. SERVANT'S QUARTERS

These spartan cells are nearly empty save for stone pallets, but the skeletal inhabitants have no more need for sleep in their eternal toil. Skeletal servants stand motionless and inert, many carrying brooms and other domestic implements, as though frozen until the next call to service.

There are 36 human skeletons standing motionlessly here, some carrying brooms or other domestic tools. Created to clean and maintain the palace, these undead remain immobile even if attacked and pose no threat to the PCs.

D6. KITCHENS

An ornate fireplace and rusting spits suggest this bare chamber of benches, countertops, alcoves, and empty shelves was once a bustling kitchen.

Bare stone benches and oven alcoves are all that is left to indicate this was once a food preparation area.

D7. STABLES

Large bare stalls line both sides of this long room.

Zefora animated the bones of six ancient creatures in case she or any guest ever wishes to ride. These twin-horned rhinoceros-like creatures, known as queensbeasts to the ancient Kylornians, were rare even in the days of Zefora's youth and only high-ranking nobles were permitted to own them. They went extinct during the End of Time. Zefora has considered commissioning a large carriage for these skeletal beasts to pull but she sees little need for ceremonial journeys when her magic provides much quicker ways to travel.

Creatures: These skeletons stand motionless unless provoked, but they attack in response to any hostile action.

ARSINOTHERIUM SKELETONS (4)

Large undead, unaligned

Armor Class 13 (natural armor)

Hit Points 45 (6d10 + 12)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	8 (-1)	15 (+2)	2 (-4)	12 (+1)	6 (-2)

Senses passive Perception 11

Damage Vulnerabilities bludgeoning

Damage Immunities poison

Condition Immunities exhaustion, poisoned

Languages —

Challenge 2 (450 XP)

Charge. If the skeleton moves at least 20 feet straight toward a target and then hits it with a gore attack on the same turn, the target takes an extra 9 (2d8) bludgeoning damage. If the target is a creature, it must succeed on a DC 15 Strength saving throw or be knocked prone.

ACTIONS

Gore. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage.

D8. CHAPEL

This place gives the feeling of emptiness with a series of unfilled alcove niches surrounding a polished blank stone in the room's center.

The empress ordered all depictions of gods removed from the chapel shortly after her transformation into a lich. This place gives the feeling of emptiness with unfilled niches surrounding a polished blank stone that was once consecrated as an altar.

D9. GUARD ROOM

The floor of this gruesome chamber is littered with bones of every description, piled into grotesque nests in each corner of the room.

The baykoks use this area as a gathering place on the rare occasions that they are not out patrolling the skies. Numerous human skeletons litter the floor here, travelers who got too close to the palace, as well as quivers of arrows taken as trophies from victims. Most of these are non-magical but one decaying quiver holds five +1 arrows and single arrow of undead slaying.

D10. ARMORY

Rows of empty weapon racks line the walls of this long room.

Any weapons that might have survived the End of Time are either long gone or have disintegrated to dust through the ages.

D11. COURTYARD

Perpetual shadows cover this open courtyard even though the sky seems bright above. Exceedingly weathered statues worn down to little more than vaguely humanoid shapes line the edges of the gravel path through the area.



Trap: Many of the dark necromantic rituals to transform Zefora's subjects into undead were performed here in this courtyard and the psychic remnants of these foul rituals lingers even after all this time. This trap triggers when a living creature reaches the center of the courtyard. The shadows of the statues seem to come to life to attack the living.

DARK SACRIFICES

Magical Trap

Shadows from the statues come to life and transform into rotting undead forms that hold down blindfolded victims in the center of a ceremonial circle and stab at them repeatedly with jagged disemboweling knives.

Each round every living creature in a 20-foot-radius from the center of the courtyard is attacked by a shadowy form that attempts to grapple them. These forms have +8 to hit and deal 7 (1d6+4 damage) on a successful hit and grapple the target. Grappled creatures cannot move without first breaking the grapple (escape DC 14). The entire area is considered difficult terrain and is under the effects of *darkness*; the forms' attacks are unaffected by this darkness. Each living creature in the area also takes 21 (6d6) points of necrotic damage per round. Once a creature leaves the area, it continues to take 3 (1d6) points of necrotic damage each round until it receives magical healing or it enters an area of bright light. The trap's effects last for up to 1 minute or until all living creatures have left the area.

Shining sunlight down on the statues at the center of the courtyard destroys this trap.

D12. ENTRANCE HALL

Tall columns and a high arched ceiling give an imposing sense of space to this grand entrance hall. There are also several smaller passages aside from the impressive double doors at both ends of the hall.

Chamberlain Gannath was once one of Zefora's closest advisers and a powerful sorcerer but the occult ritual to transform him into an undead went horribly wrong and his body was cast through a rift into a planar void. However, after many years he returned in the monstrosity twisted form of a lesser devourer. His loyalty to the empress is unquestioning and he spends his time here, exactly as he has been ordered.

Creatures: When the PCs arrive, Gannath hails them and asks who they are here to see. Gannath is exceedingly hungry for souls and viciously attacks unless the

PCs give the correct name of a palace resident and succeed on a Charisma (Deception) check. If Gannath believes the PCs, he either directs them to the appropriate part of the palace or, in the event that the PCs asked to see Empress Zefora, he explains that the Undying Empress is currently not receiving any visitors and they must await her indulgence. He directs the PCs to the waiting room (D17) but explains that it will likely be a long time before the empress will deign to see visitors.

CHAMBERLAIN GANNATH

Large undead, neutral evil

Armor Class 18

Hit Points 190 (20d10+80)

Speed 30 ft., fly 20 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	16 (+3)	18 (+4)	18 (+4)	14 (+2)	16 (+3)

Damage Resistance necrotic

Condition Immunities exhaustion, frightened, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Common, Infernal

Challenge 11 (7,200 XP)

Soul Eater. When a creature within 30 feet drops to 0 hit points or fails a death saving throw, it gains one additional failure and Gannath gains 5d6 temporary hit points.

ACTIONS

Multiattack. Gannath makes 2 claw attacks.

Claws. *Melee Weapon Attack:* +9 to hit, 5 ft. reach. *Hit:* 14 (2d8 + 5) slashing damage, and 14 (4d6) psychic damage.

Confusion (Recharge 5-6). Each creature in a 10-foot-radius sphere is affected by a *confusion* spell (Save DC 16)

D13. STUDY

Empty shelves line the walls of this room, with the crumbling remains of a moving ladder hanging askew from rails encircling the chamber. Tarnished chandeliers once bathed this room with light but hang now in cobweb-shrouded shadow.

Rows of empty shelves line the walls of this room. While the empress once kept a large and valuable collection of books here, she was only able to save a small fraction of them. The few that still exist are sealed a vault deep underground.

D14. LIBRARY

Shelves and niches line this room, of a size and arrangement for holding a vast library at one time, though now only dust remains.

This room contains only empty stone bookshelves. All the records that were stored here in ancient times were destroyed in the End of Time.



JE THRO
LENTLE

D15. DINING ROOM

This room has sculpted reliefs on the walls and holds a long stone table covered in a thin layer of dust.

The table is the only reminder that this area was once used for dining or entertaining, all other furnishings are long gone.

D16. TAPESTRY ROOM

This chamber is draped and piled with tapestries and banners of indifferent quality, clashing in their rustic simplicity with the elegant lines of the palace architecture. Every hanging is ragged and threadbare, covered in dust and gnawed by vermin.

Years ago, Zefora had her undead subjects raid nearby settlements in an attempt to replace the magnificent tapestries that were lost from this room during the ancient war. However, upon seeing the basic work done by natives of the present day she lost completely interest in this project and the simple tapestries stored here have been left to molder and decay.

D17. WAITING ROOM

This antechamber has a spartan grandeur, as of a place once opulent and now long decayed and disused. The hard stone benches promise little comfort for supplicants awaiting an imperial audience.

Gannath directs the PCs to this chamber if they request an audience with the empress. Apart from hard stone benches there is little of interest in this room.

D18. DANCE HALL

This intimate hall has beautifully polished marble floors and an open alcove to one side.

This hall was once used for elegant dancing, with the side alcove reserved for musicians but it has remained unused since the End of Time.

D19. MUSIC ROOM

Two sets of shallow steps lead down past levels of seating to a circular stage area. The stage is bare of curtains or props, but still has a backdrop relief sculpture of an exotic city landscape.

The cityscape is a view of the ancient capital of Kylorn from before the End of Time.

Creature: The elegant court musician Nyshi perished in the cataclysm, but she died with a secret. Nyshi was part of a clandestine witches' coven and when she returned to unlife, her form burst into unholy flames transfiguring her into a witchfire. She haunts this

part of the palace and the sound of her poignant singing can often be heard echoing through its darkened hallways. Nyshi still bears allegiance to the empress and tolerates the other undead in the palace but any living creature who dares enter her demesne suffers her fiery wrath.

Treasure: The following are stored in a compartment underneath the stage: a silver *wand of dimension door* (as *wand of fear*, but casts *dimension door*) and a platinum tuning fork (worth 500 gp; after practicing with the tuning fork for 1 hour, the user gains a advantage on Charisma (Performance) checks made to sing for the next 24 hours.

Tactics: Nyshi invisibly hovers 15 feet above the stage softly singing a soulful wordless lament. She focuses on destroying one target with her witchfire bolts. If foes move close or are effective with ranged attacks, she dramatically uses *fog cloud* to cover the stage with mist and obscure vision for her enemies. Nyshi fights to the death.

NYSHI

Medium undead, chaotic evil

Armor Class 16

Hit Points 90 (20d8)

Speed fly 50 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	20 (+5)	10 (+0)	12 (+1)	14 (+2)	16 (+3)

Skills. Performance +9

Damage Resistance acid, fire, lightning bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, necrotic, poison

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive Perception 12

Languages Common, Infernal

Challenge 9 (5,000 XP)

Incorporeal Movement. A witchfire can move through other creatures and objects as if they were difficult terrain. She takes 5 (1d10) force damage if she ends her turn inside an object.

Innate Spellcasting. A witchfire's innate spellcasting ability is Charisma (spell save DC 15, +7 to hit with spell attacks). She can innately cast the following spells, requiring no material components:

3/Day: *invisibility*

1/Day: *fog cloud*

ACTIONS

Witchfire Bolt. Ranged Spell Attack. +9 to hit, range 60. Hit: 33 (8d6 + 5) fire damage and target has disadvantage on hide checks and cannot benefit from invisibility for 10 minutes.





D20. PRINCESS NAYCHEMA'S CHAMBERS

This curtained bedchamber contains only austere furnishings, most covered with dusty cloth. At the center of room is a low table holding an unlit ornate lamp with an azure cover.

The lamp was part of the focus of the summoning ritual to draw Princess Naychemia back to the material plane, but it no longer has any magical powers.

Creature: Princess Naychemia's body was irrecoverably lost when she died. Naychemia's lover was one of those who disobeyed the empress's decree to become undead, murdering Naychemia and burning her body to ash before committing suicide. However, the empress used blasphemous rituals to summon Naychemia's spirit back to the material plane and bind it to west wing of the palace. Naychemia appears as a transparent maiden clothed in an elaborate sari, her form glowing softly with a strange blue light and fading into mist below her waist. While she portrays a sad and wistful manner, Naychemia dearly wishes to break her binding and be free to journey outside the palace. This also means Naychemia would also be free to sate her innately vengeful nature and wreak destruction on the wider world.

Naychemia dreamily greets the PCs as they approach and enquires what they want. As long as the PCs provide some distraction from the tedium of her confinement, she is willing to hear them out. Provided the PCs succeed at a DC 16

Charisma (Persuasion) check, she explains that she is a captive here and how she is certain the magical bonds holding her are controlled and renewed by the empress. She believes that if the empress was destroyed then her binding would weaken and gradually fade over time. This is true—if Naychemia's binding isn't renewed, it will weaken enough for her to escape in one month.

While Naychemia doesn't openly suggest killing the empress, she may subtly hint at it. She also suggests that her sisters may know more. During the conversation Naychemia focuses on one PC with a high Charisma, staring unnervingly at him or her. This PC reminds Naychemia of her lover who she would dearly love to hurt but who is long dead. If the PCs ask about the empress or her phylactery, Naychemia hints that she may know where this is. While incorporeally wandering through the palace's walls, Naychemia once observed Empress Zefora cast *dimension door* and Naychemia was able to determine where the empress teleported to, a spot deep under the palace that should be solid bedrock. She hasn't shared this information with her sisters, as she doubts that they have the power to destroy Zefora. Even if they did, Naychemia suspects they would simply usurp control of the palace, take over maintaining her binding, and she would still be trapped.

Before Naychemia is willing to give up this secret, however, she expects the PCs to pay a price for it to prove their resolve. Naychemia asks the PC she is focused on to accept her 'gift'. Her

gift is a *bestow curse* spell that she expects the PC to willingly accept (purposefully fail his or her saving throw). Naychema chooses to disfigure that PC's beauty with a curse that imposes disadvantage on all Charisma checks. If the PC receives this curse, then Naychema accurately describes the direction and distance to area D26. She also tells the PCs that while destroying Zefora's phylactery might weaken her, the empress would also surely feel its destruction and become a lot more likely to flee from a dangerous confrontation. Naychema can sense the destruction of the empress and her phylactery through her binding, and if the PCs return to Naychema after destroying the empress, she attacks them out of spite.

PRINCESS NAYCHEMA

Medium undead, neutral evil

Armor Class 19 (natural armor)

Hit Points 210 (20d8+120)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
1 (-5)	20 (+5)	22 (+6)	12 (+1)	14 (+2)	20 (+5)

Damage Resistances acid, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks.

Damage Immunities cold, necrotic, poison

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, stunned, unconscious

Senses darkvision 60 ft., passive Perception 12

Languages Abyssal, Celestial, Common, Draconic, Giant, Infernal

Challenge 11 (7,200 XP)

Incorporeal Movement. Naychema can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Innate Spellcasting. Naychema's innate spellcasting ability is Charisma (spell save DC 17, +9 to hit with spell attacks). She can innately cast the following spells, requiring no material components:

At will: *darkness*

1/Day: *blight*, *circle of death*, *confusion*, *hypnotic pattern*

ACTIONS

Multiattack. Naychema makes 3 mote attacks.

Notes. *Ranged Weapon Attack.* +9 to hit, range 10 ft./30 ft. *Hit:* 14 (2d8 + 5) force damage and 14 (4d6) psychic damage.

Etherealness. Naychema enters the Ethereal Plane from the Material Plane, or vice versa. She is visible on the Material Plane while it is in the Border Ethereal, and vice versa, yet she can't affect or be affected by anything on the other plane.

D21. PRINCESS RAJSHNI'S CHAMBERS

Silk hangings cover much of the wall space of this opulent bedchamber. A canopy bed takes up the center of the room, with a couch, several chairs, and a dresser to one side. A dressing screen stands in one corner and a series of surgical tools are neatly laid out on a side table.

Over the ages she has existed, the bloodthirsty Princess Rajshni has become disillusioned with the empress's stance of ignoring the native population and leaving them to their own devices. Rajshni would much rather actively enslave the surrounding lands and rule an empire awash with blood. Having been completely unable to alter Zefora's mind on this, Rajshni now sees the only way forward is to succeed her "mother" by way of regicide.

Creature: If alerted to the PC's presence in her antechamber, Princess Rajshni drinks one of her precious flasks of preserved blood and transforms into young, beautiful woman. If the PCs gain entry before she can transform, she demurely covers her features with her cloak to as she rushes behind a dressing screen. Once transformed, she greets the PCs in a seductive manner, her tightly fitting off-the-shoulder sari artfully positioned to reveal just enough skin. Rajshni languidly enquires as to what the PCs could possibly want with her. If the PCs can convince Rajshni that they are here to kill the empress and succeed on a DC 17 Charisma (Persuasion) check, she becomes willing to help them.

Rajshni explains to the PCs that even if they defeat the empress, Zefora's magic will eventually bring her back unless the PCs can also destroy the source of her power. Rajshni is aware that her 'sisters' know more about this than they have revealed to her and she advises that the PCs go and talk with the other princesses. If the PCs seem determined to fight Zefora, and Rajshni believes they have the means to destroy her for good then Rajshni proposes an exchange. She offers a tattered scroll she claims will protect them from the worst of Zefora's magic in exchange for a large quantity of fresh vibrant blood. The blood of summoned creatures or animals will not do, and the blood must come from sentient intelligent creatures like the PCs. If the PCs agree, Rajshni guides the PCs to the bloodletting apparatus and passes them a needlelike syringe. Bloodletting lowers a creature's maximum hit points by 10 until after their next long rest. In return she gives them the scroll which holds an archaic version of an *antimagic field* spell. This functions as the standard spell except that the sphere is immobile once cast and only has a duration of 1 minute. Once the PCs have the scroll and seem ready to confront Zefora Rajshni stealthily trails them through the palace. If the PCs manage to destroy Zefora, Rajshni attempts to kill them if they look extremely weakened from the fight, otherwise she acknowledges their victory and waits for them to leave the palace so she can take her "mother's" place.

Treasure: Rajshni keeps an archaic version of a scroll of *antimagic field* in a dresser drawer along with 12 vials of holy water. Rajshni's bloodletting apparatus combines a set of surgeon's tools with a healing kit and various exsanguination

implements, together they are worth 300 gp. Rajshni has 12 magical glass flasks that she uses to hold blood although currently only 4 flasks are filled with blood. These flasks are imbued with a *gentle repose* effect that preserves whatever liquid is stored in them and together they are worth a total of 600 gp. Rajshni's jewelry box holds 750 gp of necklaces and bracelets, many set with bloodstones and red carnelians.

Tactics: Rajshni uses *dominate person* on a heavily armed warrior to gain a defender. If not using her living form ability, she uses *fear* at the start of a battle. If reduced to less than 50 hit points, Rajshni uses *invisibility*, *fog cloud*, or *gaseous form* to retreat.

PRINCESS RAJSHNI

Medium undead, neutral evil

Armor Class 19 (natural armor)

Hit Points 210 (20d8+120)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	20 (+5)	22 (+6)	12 (+1)	14 (+2)	20 (+5)

Damage Resistance necrotic

Senses darkvision 60 ft., passive Perception 12

Languages Common, Infernal

Challenge 11 (7,200 XP)

Innate Spellcasting. Rajshni's innate spellcasting ability is Charisma (spell save DC 17, +9 to hit with spell attacks). She can innately cast the following spells, requiring no material components:

At will: *fear*

3/Day: *dominate person*, *fog cloud*, *gaseous form*, *invisibility*

Living Form. Upon draining blood, Rajshni may transform into a young, beautiful maiden for 24 hours. In this form, she does not appear undead to mundane senses or to divination magic.

ACTIONS

Multiattack. Rajshni makes 3 claw attacks.

Claws. *Melee Weapon Attack.* +9 to hit, 5 ft. reach. *Hit:* 14 (2d8 + 5) slashing damage, and 7 (2d6) necrotic damage.

D22. PRINCESS SESHANA'S CHAMBERS

Ornamental pillars line the edges of this richly decorated bedchamber. The place is sparingly furnished with several elaborately carved hardwood chairs and a lavish bed frame which lacks bedding.

Princess Seshana does very occasionally wander the corridors of the palace but she spends almost all her time brooding here. Her untold years of undeath have driven Seshana to the nihilistic conviction that the only way to escape her tortured existence is oblivion. However, her own undead nature means she is bound to rise again if destroyed. She once even ended her

own existence by her own hand, but somehow the Empress had the power to drag her soul back from even that. Unbeknownst to Seshana, Empress Zefora used the dark power of the *necromantic box* to return Seshana's soul to its unliving shell of a body. Seshana now knows that the only way for her to experience the surcease of true death is her mother's destruction.

Seshana is aware that the empress's soul resides in a phylactery and unless this is destroyed, Zefora will inevitably return. By piecing several small things the Empress has said in the past, Seshana firmly believes that Zefora doesn't keep her phylactery on her person but that it is still close by in a place accessible only by magic.

Creature: When the PCs approach, Seshana covertly observes them from behind a pillar. She attempts to conceal the more obvious signs of her undead nature, such as her barbed hair, before coyly peeking around the pillar and whispering a courteous greeting. Seshana affects the demeanor of a shy but gracious aristocrat but this is simply a well-practiced façade, underneath this is melancholy and nameless ennui. Seshana asks why the PCs are here and what their intentions are. Seshana asks leading questions regarding Empress Zefora while answering the PCs with polite but equivocal replies. Using Wisdom (Insight), Seshana tries to gain an idea of whether or not the PCs are enemies of the Empress. If they seem to be and the PCs succeed at a DC 21 Charisma (Persuasion) check then she explains what she knows about Zefora's phylactery in the hopes the PCs will seek it out and destroy it. Seshana hints that her two 'sisters' may have secrets which they refuse to share with her but that the PCs may be able to coax out of them.

Seshana also offers the PCs a way to obtain the magical means to get to an inaccessible place in exchange for the promise of a future favor. If the PCs ask for details of the favor, Seshana says it is a simple task, well within their capacities, and should only take a minute or so of their time. If they hesitate, she offers the proviso that if the task is truly against their nature, they may refuse it. Seshana's task is for the PCs to give her eternal rest once the empress is truly gone.

If the PCs agree, Seshana tells of the court composer and maestro Nyshi and how she once possessed a silvery wand that let her magically move on and off the stage in the blink of an eye. Seshana gives the PCs directions to the music room but warns that Nyshi's spirit still lingers there.

Story Reward: If the PCs return here after defeating the empress and complete Seshana's task by using the *necromantic box*, award them 7,200 XP as if they had defeated her in battle.

Tactics: Seshana uses *charm person* to attempt to defuse a hostile situation. She starts combat with her infectious laughter and then lashes out at multiple targets to paralyze as many enemies as possible. Hopelessly aware that she will return from death, Seshana fights to the bitter end.

PRINCESS SESHANA

Medium undead, neutral evil

Armor Class 19 (natural armor)

Hit Points 210 (20d8+120)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	20 (+5)	22 (+6)	12 (+1)	14 (+2)	16 (+3)

Damage Resistance necrotic

Senses darkvision 60 ft., passive Perception 12

Languages Common, Infernal

Challenge 11 (7,200 XP)

Innate Spellcasting. Seshana's innate spellcasting ability is Charisma (spell save DC 17, +9 to hit with spell attacks). She can innately cast the following spells, requiring no material components:

At will: *charm person*

ACTIONS

Multiattack. Seshana makes 3 barbed braid attacks with her hair.

Barbed Braids. *Melee Weapon Attack.* +9 to hit, 5 ft. reach. *Hit:* 14 (2d8 + 5) slashing damage. Targets must succeed on a DC 15 Constitution saving throw or be paralyzed for 1d4 rounds. They may make a new saving throw each round at the end of their turn to end the paralysis.

Infectious Laughter (Recharge 5-6). All targets within 60 feet of Seshana must succeed on a DC 17 Wisdom saving throw or laugh as if afflicted by a *hideous laughter* spell.

D23. IMPERIAL HALLWAY

This wide hallway is flanked by slim spiraling columns. Plinths on either side of the hall support marble busts of stern female humanoids.

The hall leads to the empress's chambers. While Zefora doesn't normally stand on ceremony even in her own palace, she does still employ an honor guard and stations them here to discourage any of her subjects from snooping in her personal chambers. The busts are of previous empress's of Kylorn, but Zefora's is not among them because these busts are only carved to commemorate that Empress's death.

Creatures: These undead guardians were chosen from the most loyal officers among the elite military forces of the Undying. While their duty is monotonous, these undead know that any lapse of discipline will result

in banishment to the underground vaults below, or worse. They have orders to prevent any undead creature from entering the empress's chambers and to attack any living creature on sight as an intruder.

Development: If the PCs have not yet dealt with the empress or on the rare occasion that Zefora is in her chambers, she can easily hear the sound of fighting from her personal chambers or the audience chamber and becomes aware of the PCs' intrusion.

FEXTS (2)

Medium undead, lawful evil

Armor Class 20 (plate and shield)

Hit Points 171 (18d8+56)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	16 (+4)	20 (+5)	12 (+1)	14 (+2)	16 (+3)

Damage Resistance necrotic, bludgeoning from non-magic weapons, piercing from non-magic weapons, slashing from non-magic weapons

Senses darkvision 60 ft., passive Perception 12

Languages Common, Infernal

Challenge 10 (5,900 XP)

Unkillable. A fext can only be killed by glass or obsidian weapons, or it must be decapitated and blessed with holy water. Otherwise, 5 minutes from the time that it is reduced to 0 hit points, it begins to regenerate at the rate of 5 hp per round until it is fully healed.

ACTIONS

Multiattack. A fext makes 3 longsword attacks.

Longsword. *Melee Weapon Attack.* +9 to hit, 5 ft. reach. *Hit:* 14 (2d8 + 5) slashing damage and 7 (2d6) necrotic damage.

D24. THE EMPRESS'S BEDCHAMBER

This sumptuous chamber has elegant carvings on the walls and ceiling but the furnishings are moldering and unused. Zefora's spellbook sits on a side table gathering dust. Zefora no longer needs it since she learned mythic techniques to prepare spells without the need to refer to a spellbook. It contains all Zefora's prepared spells plus all 1st, 2nd, and 3rd level spells as well as all abjuration and necromancy spells up to 5th level. Hanging on one wall is a silver mirror worth 1,000 gp.





D25. GREAT AUDIENCE CHAMBER

Spiraling pillars of green marble line the sides of this vast chamber. The only light comes from a 30-foot-diameter shaft in the center of this great hall.

The circular shaft in the middle of the room is 300 feet deep and lit by *continual flame* spells. At the 250-foot mark of the pit is a circular stone disk platform 5 feet thick that fills the pit's area which can levitate to raise or lower itself like an open elevator. Zefora has a magical rod that allows her to activate this disk and raise or lower it from any part of the pit. A PC can make a DC 20 Use Magic Device check while holding this rod to activate it to move the disk. She gains advantage on this check while in contact with the disk itself. When the disk is lowered right to the bottom of the pit, a passageway is revealed with steps leading further downward.

Creature: Empress Zefora was not always the wicked being she is now. At one time she was a benevolent and just sovereign of Kylorn, before the ancient evil of the Principalities and their many minions attacked her world. As the atrocities of the war mounted, Zefora became less emotional and more measured, but her determination to keep her world from the invaders never wavered. She found that she could do what was needed, make sacrifices and sacrifice others to fight back and hold on to Kylorn. After the End of Time, she did what she had to do to keep her people together, even when this involved less than honorable means. When the supplies started to run out it became obvious that holding onto her planet required extreme

measures. After the other deeds she had performed during the war, making the decision to become undead seemed easier than she once would have thought. She gave the order for the remaining survivors to follow her example and eliminated any who dissented. The mechanical Servitors fled her necromantic pogrom and soon she was the uncontested ruler of her domain. So began the long reign of the Undying Empress.

The empress recently received visitors in the form of the hetzuud infiltration team. They presented her with an ancient message of felicitations and friendship from another elali sovereign named Makeyda. This message was in the form of a sealed metal box with a permanent *programmed illusion* cast on it which triggers when someone opens the box and broadcasts the message. Hegemony agents found this missive in the ruins of a world plundered long ago and the hetzuud's Hegemony handlers considered its use a calculated risk worth taking as a means of gaining entry to the tunnels leading to Kylorn's primary gate. The authentic message from a close friend caught Zefora off guard and brought back long suppressed memories from when she still lived and breathed. This combined with the hetzuud agents' complete ignorance of what the message contained and the simplicity of the orders they had been given, meant that Zefora noticed no duplicity in them and didn't question these humble messengers further, allowing them to pass through down into the underground passage leading to the gate. It was only after they left and she had played the message back multiple times that she began to ponder whether she had been too hasty in allowing them access. Considering herself to be affectively

immortal, Zefora is willing to wait and see what occurs from these events, but this has made her extremely paranoid of any new visitors to her realm. She currently has given orders that she is not to be disturbed.

When the PCs enter, they find Zefora hovering at the center of the pit in the middle of the chamber. If the PCs try to negotiate with her, she demands proof from the Patrons themselves before she will let them pass and accuses them of lying, or of having their minds and memories altered even if they seem truthful. At best, Zefora demands that the PCs return to their own world using the gate they came through and bring someone of higher standing (such as an elali) that she can converse with directly. If the PCs are rude or refuse to leave after she abruptly dismisses them, she furiously attacks them.

Development: When the PCs destroy both Empress Zefora and her phylactery, they deal a serious blow to the Undying faction that inhabit the vaults and tunnels underneath Kylorn. This sparks an undead civil war as many contenders vie to become the new leader of the Undying. If the PCs do not fully deal with the lich empress, she makes for an excellent recurring villain who actively seeks the PCs' downfall.

EMPRESS ZEFORA

Medium undead, lawful evil

Armor Class 18 (natural armor)

Hit Points 135 (18d8 + 54)

Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	16 (+3)	16 (+3)	20 (+5)	14 (+2)	16 (+3)

Saving Throws Con +8, Int +10, Wis +7; +1 to all saves

Skills Arcana +16, History +10, Insight +7, Perception +7

Damage Resistances cold, lightning, necrotic

Damage Immunities poison; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses truesight 120 ft., passive Perception 17

Languages Aquan, Auran, Celestial, Elali, Ignan, Sylvan, Terran, Ultari, telepathy 100 ft.

Challenge 13 (10,000 XP)

Legendary Resistance (3/Day). If Empress Zefora fails a saving throw, she can choose to succeed instead.

Rejuvenation. If she has a phylactery, and is destroyed, Empress Zefora gains a new body in 1d10 days, regaining all its hit points and becoming active again. The new body appears within 5 feet of the phylactery.

Spellcasting. Empress Zefora is a 12th-level spellcaster. Her spellcasting ability is Intelligence (spell save DC 18, +10 to hit with spell attacks). She has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *prestidigitation*, *ray of frost*

1st level (4 slots): *detect magic*, *magic missile*, *shield*, *thunderwave*

2nd level (3 slots): *acid arrow*, *detect thoughts*, *invisibility*, *mirror image*

3rd level (3 slots): *animate dead*, *counterspell*, *dispel magic*, *fireball*

4th level (2 slots): *blight*, *dimension door*

5th level (1 slot): *cloudkill*, *scrying*

6th level (1 slot): *disintegrate*, *globe of invulnerability*

Turn Resistance. Empress Zefora has advantage on saving throws against any effect that turns undead.

Gear. Empress Zefora wears a *ring of protection* (included above).

ACTIONS

Paralyzing Touch. *Melee Spell Attack:* +12 to hit, reach 5 ft., one creature. *Hit:* 10 (3d6) cold damage. The target must succeed on a DC 16 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

LEGENDARY ACTIONS

Empress Zefora can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. She regains spent legendary actions at the start of its turn.

- **Cantrip.** Empress Zefora casts a cantrip.
- **Paralyzing Touch (Costs 2 Actions).** Empress Zefora uses her Paralyzing Touch.
- **Frightening Gaze (Costs 2 Actions).** Empress Zefora fixes her gaze on one creature she can see within 20 feet. The target must succeed on a DC 16 Wisdom saving throw against this magic or become frightened for 1 minute. The frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a target's saving throw is successful or the effect ends for it, the target is immune to Empress Zefora's gaze for the next 24 hours.
- **Disrupt Life (Costs 3 Actions).** Each living creature within 20 feet of Empress Zefora must make a DC 16 Constitution saving throw against this magic, taking 21 (6d6) necrotic damage on a failed save, or half as much damage on a successful one.

The lich Zefora was originally an elali, which makes her a great thematic contrast to the PC's ally Relstanna and shows that even powerful benevolent beings can still be tempted into evil. However, creatures with such great mental abilities make truly deadly liches. To somewhat counter this, Zefora is dependent on her phylactery. Anyone carrying it has advantage on saving throws and spell attack rolls against her, and if it is destroyed she has disadvantage on saving throws and spell attack rolls. Of course, as a GM, if your PCs want a strong challenge you can remove the phylactery dependency ability and they can face her at full power.

D26. ZEFORA'S ADYTUM

Empress Zefora used spells to hollow out this 10-foot-radius sphere out of the bedrock and it is inaccessible except by magic. The area has a permanent *private sanctum* spell cast over the area to prevent scrying. There is also a permanent illusion covering the area, giving it the appearance of solid rock, to make it harder for anyone who is able to see or travel through rock to locate. Anyone teleporting here automatically attempts to disbelieve this illusion. Resting at the bottom of the sphere is the *necromantic box* (see page 551) which currently holds Zefora's phylactery. Zefora's phylactery is a small double-sided circular mirror which always reflects her features in shadowy profile, from the right-hand side on one side of the mirror and from the left on the other. Despite its delicate appearance, this phylactery is AC 25, with a damage threshold of 20, 40 hit points, and break DC of 40. PCs destroying both the phylactery and Empress Zefora gain a **Boon of Spell Recall** or a lesser **Boon of Magic Resistance** (once used, you can't use it again until you finish a short rest).

PART FIVE: THE DRAGON'S GATE

The steps from the bottom of the shaft from the palace's audience chamber end after a hundred feet in a transport tube station similar to the one the PCs used on the night side of the planet, except there are two tunnels side by side and two platforms. As a more commonly used linkage between Kylorn's primary gate and the palace, this set of tunnels has two transport tube tunnels. This pair of tubes is programmed to return to opposite ends of the tunnel after being used, to minimize the waiting time for important travelers at either end of the tunnel. The tunnel extends a great distance into the harsh Daylands and it takes three days for the tube to travel to the other end. The journey is uneventful, but the temperature slowly rises as the PCs travel, increasing to a warm but still pleasant 80° F.

The PCs arrive to a similar station to the one they left and find several passages up from there, but almost all of these have collapsed long ago.

E1. SHAPESHIFTER AMBUSH

Slim pillars support the roof of this high-ceilinged hall and thick piles of dust clog much of the floor. A passage enters from one end and at the other a recessed alcove around a dozen feet above the floor leads to a large portal of pale metal. Near the end of the hall sits a dusty bench panel covered with panes of darkened glass.

This was once a secure entranceway to the complex housing the planet's main gateway. The set of ceremonial carved wooden steps that once led up to the metal door has long since decayed into dust, but the ancient portal is still solidly sealed closed. While smaller, the portal is recognizable as being similar in construction to the one in area B4 and any PC who successfully picked that portal's lock gain advantage on Dexterity check with thieves' tools to open this one.

The portal is made from the same magically treated alloy and warded with an *arcane lock* spell. It has AC 20, a damage threshold of 25, hit points 720, Strength DC 35 (30 if *arcane lock* is dispelled), DC 35 Dexterity check with thieves' tools (DC 30 if *arcane lock* is dispelled). The hall's walls are magically treated and enhanced to resist spells that could affect them, (save bonus +10). A modified *forbiddance* spell starts at the portal and covers the next 100 feet of passage beyond it. This prevents extradimensional travel but doesn't damage creatures based on their alignment or creature type.

The hetzuuds lurking in this chamber have tried to conceal their movements but a DC 17 Wisdom (Survival) check to track reveals recent disturbances in the piles of dust on the ground. The bench panel appears to be some kind of control panel and is set on an angle facing away from the portal to encourage those examining it to move to the western side, but the bench is actually a creature, a hetzuud assassin named Kulsharn. PCs interacting with the bench can make DC 20 Intelligence (Arcana) checks to notice that even though it seems to be inactive, something feels wrong about the panel's layout and construction.





Creatures: The hetzuud strike team that invaded the Oracle's domain has made it this far but have been unable to get past the secured portal. They have concealed themselves and are lurking here while considering their next move. The 'bench panel' is actually the hetzuud's leader while two other hetzuud agents have stretched themselves up around two of the pillars while up in the alcove the hetzuud sorcerer lies hidden flat out on the floor, out of sight of those below. A PC using *detect magic* on the room easily notices the auras from Kulsharn's magic items but the two hetzuud agents have magical wrappings that hide the auras of their magic items making them harder to detect. The team communicates silently with each other and ambushes the PCs then they examine the 'panel' or try to open the portal. Acting in unison, B'lelphis transforms into a humanoid shape to distract the PCs while Kulsharn uses a death attack against a studied victim. Kulsharn and the two hetzuud agents revert to their natural forms combining to become a hetzuud amalgam.

Development: The hetzuuds no longer possess the genetic data crystal facets they stole from the Oracle's Citadel, these have already been passed onto other agents who are transporting them back to Hegemony-controlled worlds for analysis. If captured alive, the hetzuuds have little information of value. They have no knowledge of the Scions of the Celestial Helix or why the hegemony wants the genetic data. One of the few useful facts they do possess is the location of the Hegemony-controlled gateway they came through to get to the world of Kylorn. However, it would take magical interrogation to force them to reveal this.

Beyond the portal the passage continues for two hundred feet and the already warm air becomes hotter and hotter. The passageway opens into a series of crumbling chambers, all hopelessly collapsed. These are very hot conditions, but the PC's Morphic Nature protects them from this heat. The main passage continues but there are deep cracks in the floor and walls.

Tactics: Kulsharn coordinates with the hetzuud agents in an amalgam, using its study and assassinate attacks to make sneak attacks. B'lelphis holds back to cast spells and joins with the others in their amalgam only if forced into melee.

KULSHARN, HETZUUD KILLER

XP 5,000

hp 116 (see page 631)

B'LELPHIS, HETZUUD VOID SORCERER

XP 3,900

hp 171 (see page 630)

HETZUUD AGENTS (2)

XP 2,900 each

Hp 105 (see page 629)



E2. VOLCANIC GROTTO

The large tunnel opens into an irregular natural cavern illuminated by a blood-red glare from a large jagged fissure in the northern floor. Stifling waves of heat waft up from the fissure. Thick veins of reddish ore and lines of glimmering minerals run across the walls.

The cavern was formed by lava and expanding gases during a volcanic eruption long ago and the area is rich with mineral formations and metal deposits. The cavern is an area of extreme heat (see **Chapter 5: Adventure Environments** in the 5E GM's Guide). Magic might protect the PCs here, but their Morphic Nature blessing does not. The floor is very uneven and littered with slag and ashy debris, acting as difficult terrain and increasing the DC by 2 of Dexterity (Acrobatics) checks, and requiring a DC 10 Dexterity (Acrobatics) check to move faster than half speed across). Illumination comes from a side branch of magma from the nearby volcano. The fissure slopes steeply down for 60 feet before dropping into the magma.

Creatures: A trio of slag shards are here feasting on the plentiful iron deposits in the walls. Even though the area is quite chilly to the slag shards, they are very defensive of their food and attack any intruders on sight, focusing on PCs with large quantities of metal.

Treasure: The intense heat from the eruption that formed this chamber has led to the formation of many valuable crystalline geodes. The slag shards have smashed a few of these but have otherwise rejected them as they burrow in search of iron and other metals. A DC 15 Intelligence (Nature) check identifies

the potential for valuable geodes in the area. It still takes four characters around half an hour to gather, examine, and assess potential rocks. There is a total of 2,400 gp worth of amethyst, chalcedony, and sapphire geodes, including several with rare agate shells, to be found.

SHARD SLAGS (3)

Huge ooze, unaligned

Armor Class 16 (natural armor)

Hit Points 168 (16d12+64)

Speed 30 ft., burrow 20 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	7 (-2)	18 (+4)	1 (-5)	6 (-2)	1 (-5)

Damage Immunities acid, fire

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft., passive Perception 8

Languages -



Challenge 11 (7,200 XP)

Vulnerable to Water. If struck by at least 1 gallon of water, the shard must make a DC 16 Constitution saving throw or be stunned for 1 round.

ACTIONS

Multiattack. Each round a shard slag creates 1d4+2 shard blades, which melt away at the end of the round and are replaced immediately. It makes a number of attacks equal to the number of slag blades it has.

Slag Blade. *Melee Weapon Attack.* +8 to hit, 15 ft. reach. *Hit:* 9 (2d6 + 2) slashing damage. Creatures struck also take 14 (4d6) fire damage.)

E3. BREATHTAKING VIEW

Down below lies the raging core of an active volcano. The glow of molten rock fills the farthest reaches of the vast cavern with a ruddy orange incandescence. The scorching air is filled with flickering sparks of ash and the heavy smell of sulfur. In the jagged roof far overhead are myriad twisted formations of tortured rock while a dark basalt cliff ledge curves around the fiery gorge.

The temperature here is extreme, as hot as that in E2 but also dealing 3 (1d6) fire damage per minute to creatures in this area, increased to 3 (1d6) fire damage per round for creatures coming within 10 feet of the edge of the ledge that drops to the magma below. While the basalt ledge is rough and uneven as described above, it is solid underfoot and in no danger of collapsing.

Creature: A magma elemental guards the way here. The elemental beings of the volcano are respectful and subservient toward the vortex dragon Cilraska (see area D6) and this one watches over this entrance to her lair. It moves up through the rock with its earth glide ability to appear 30 feet in front of the PCs and bellows in Ignan for them to come no further. Unless the PCs retreat, or somehow mention Cilraska by name and say they are her invited guests, the elemental attacks.

Development: The elemental attempts to stop the PCs from reaching the western tunnel by using its lava puddle ability to create difficult terrain around itself on the ledge. If dropped below 50 hit points and able to retreat, the elemental earth glides to area E6 and warns Cilraska of intruders before retreating into the volcano's core to lick its wounds.

ELDER MAGMA ELEMENTAL

Huge elemental, neutral

Armor Class 17 (natural armor)

Hit Points 207 (18d12+90)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	8 (-1)	20 (+5)	11 (+0)	10 (+0)	11 (+0)

Damage Resistance bludgeoning, piercing and slashing from nonmagic weapons

Damage Immunities cold

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses darkvision 60 ft., passive Perception 10

Languages Ignan

Challenge 11 (7,200 XP)

Earth Glide. The elemental can burrow through nonmagical, unworked earth and stone. While doing so, the elemental doesn't disturb the material it moves through.

Water Susceptibility. For every 5 feet the elemental moves in water, or for every gallon of water splashed on it, it takes 1 cold damage.

ACTIONS

Multiattack. The elemental makes 3 touch attacks.

Burning Touch. *Melee Weapon Attack.* +10 to hit, 10 ft. reach.

Hit: 24 (4d8 + 6) fire damage. If the target is a creature or a flammable object, it ignites. Until a creature takes an action to douse the fire, the target takes 5 (1d10) fire damage at the start of each of its turns.

Lava Puddle (Recharge 5-6). The elemental vomits a puddle of lava 2 inches thick. Creatures entering or beginning their turn in this area take 14 (4d6) fire damage each round, plus an additional 7 (2d6) fire damage on the next round after they leave the lava puddle. The puddle cools after 20 rounds.



E4. FIERY SWARMS

Creatures: When the PCs defeat or manage to bypass the magma elemental, a multitude of minute fire elementals swarm up from the volcano core and attempt to stop them from reaching the exit. These creatures are following the orders of the larger elemental to attack any outsider who would dare disturb the great dragon. The heat swarms appear as a swirling multitude of embers and tiny dancing flames.

HEAT SWARMS (3)

Large swarm of Tiny elementals, unaligned

Armor Class 17 (natural armor)

Hit Points 152 (16d10 + 64)

Speed 30 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	20 (+5)	18 (+4)	4 (−3)	11 (+1)	11 (+1)

Skills Acrobatics +8, Stealth +7

Damage Resistances bludgeoning, piercing, slashing from nonmagical weapons

Damage Immunities fire, poison

Damage Weaknesses cold

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, prone, restrained, stunned, unconscious

Senses darkvision 60 ft., passive Perception 11

Languages Ignan

Challenge 8 (2,900 XP)

Fiery Aura. Creatures beginning their turn adjacent to the swarm must succeed on a DC 15 Dexterity saving throw or take 7 (2d6) fire damage.

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening at least 2 inches square. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Slams. *Melee Weapon Attack.* +8 to hit, reach 0 ft., one creature in the swarm's space. *Hit:* 28 (8d6) bludgeoning damage, or 14 (4d6) bludgeoning damage if the swarm has half of its hit points or fewer. The target must succeed on a DC 15 Constitution saving throw, taking 28 (8d6) fire damage on a failed save, or half as much damage on a successful one.

E5. JUNCTION

The raw natural stone of a jagged volcanic vent intersects with the smooth straight walls of a finely constructed passageway.

While the passage leading back toward the entrance portal is blocked with rubble for hundreds of feet, a massive construction project could clear the tunnel. This would allow future traffic to

and from the gate to bypass most of the heat and dangers of the volcano. The air temperature here is merely 'very hot', which means that the PC's Morphic Nature feat protects them.

E6. DRAGON'S LAIR

The steel doors into this area aren't locked but are wedged shut, requiring a DC 14 Strength check to open. The noise of forcing the doors alerts Cilraska to the PCs' presence, if she isn't already aware of their intrusion.

This impressive high-ceilinged cavern rises steeply up at an angle toward a huge circular ring carved with ancient glyphs. The interstellar gateway is currently active revealing a scene of a star scape of nebula clouds. The chamber shows crumbled remnants of some ancient civilization, but the place appears to have been torn and ripped asunder by geological forces long ago. Stalactites hang from the ceiling and loose rubble covers much of the slanting floor. A large pile of coins and other valuables rests upon a ledge at the top of the slope.

The air here is cooler, a more pleasant 85° F. The floor slopes up steeply toward the gate at the top, requiring characters moving uphill to spend 2 squares of movement to enter each square. The DCs of Dexterity (Acrobatics) checks increase by 2. The rocky areas along the walls on the map count as loose scree and gravel, causing creatures to also have disadvantage on Dexterity (Acrobatics) checks and Dexterity (Stealth) checks. The ceiling is roughly 60 feet high in most places and slopes up at similar angle to the floor.

This gate was actively open long ago when the End of Time struck and Kylorn's rotation was brought to a halt. This massive alteration caused the gate's focus to be wrenched from its normal destination and out into the depths of space. While the end in this chamber has a gate structure which projects the connection, the other end is merely a magical fissure hanging in the blackness of space.

Creatures: This is the terrestrial lair of Cilraska, a powerful vortex dragon who uses the continually open gate to quickly move to and from the depths of outer space and return here where she stores her treasure hoard. Cilraska discovered the gate hanging in space on one of her many flights across the interstellar void and investigated. Seeing that the passages leading to this cavern were collapsed or blocked, she easily brought the fire creatures of the nearby volcano under her control and took possession of the place. Cilraska is young by draconic standards, but her mythic nature gives her the physical and mental maturity to desire a mate. She has found a suitable partner named Ghithorodax and recently Cilraska laid her first clutch of eggs. For the eggs to survive and develop properly, they must remain at the heart of a nebula where they can absorb and be nourished by cosmic energies. They could not survive in a planet's gravity well, so Cilraska's mate watches over them while she guards her lair and its treasure. These are Cilraska's first children and she is an intently expectant mother to be.



When the PCs arrive, Cilraska's initial attitude to the PCs is unfriendly; she is willing to listen to them but regards this entire area, including the gate itself, as her property. Cilraska brooks no interference with the gate, as she is well aware that if the gate were to close she would be trapped an extremely long way away from her offspring. She is not willing to let the PCs near 'her' gate under any circumstances. Eventually Cilraska tires of talking with the PCs and orders them to leave her domain. The PC's only alternative to complete their quest is to confront Cilraska and defeat her in combat.

Treasure: Cilraska stores her treasure in a haphazard pile. While she enjoys the security benefits of having an enclosed lair with only one entrance, she misses being able to display and admire her treasures three-dimensionally in the effects of zero gravity. These riches consist of 25,674 cp, 6,553 sp, 4,587 ep, 3,121 gp, 627 pp in coins, bars, ingots, and nuggets. There is a flawless diamond worth 5,000 gp, a blood-red ruby worth 1,000 gp, and other semiprecious stones worth a total of 760 gp. A sooty meteorite covered with large patches of sickly green crystals is actually a large concentration of the precious skymetal noqual. There is 8,000 gp worth of the exotic skymetal called noqual in the meteorite but it weighs 300 pounds.

As well as mundane treasures, Cilraska's hoard also contains a *convocation stone* (see page 549), a *necklace of adaptation*, a *polarity hammer* (see page 548), and a *scroll of reverse gravity* inscribed on a sheet of platinum worth 100 gp even after the scroll is expended.

Development: Cilraska isn't seeking to kill the PCs, but she is determined to defend her lair and its gateway from them. However, she would much rather retreat through the gate than be cut off from her offspring. Passage through the gate takes several seconds, so attempting to use ranged attacks through it at the fleeing dragon is practically impossible. Spells and magical effects do not pass through the gate. If the PCs try to pass through the gate, perhaps to chase Cilraska, they find themselves in the vastness of deep space, with no gravity and in a hard vacuum. Even with a way to breathe, the pressure effects of the vacuum are likely to quickly kill the PCs. Fortunately, the PCs' Morphic Nature can save them. Any PCs passing through the gate gain an instinctive knowledge of how to move in space by throwing something in the opposite direction as well as a limited ability to move themselves slowly through space in zero gravity using mental power. Using one of these newfound abilities should allow a PC to escape from their predicament.

Tactics: Cilraska uses her breath weapon as often and effectively as possible. Cilraska prefers to remain at range, but if any PC gets within 20 feet of the gate, she swoops down and engages in melee. Cilraska's clutch of eggs is far more important to her than her treasure hoard. If reduced to less than 60 hit points, or if the PCs seem to be on the brink of closing or realigning the gate, she flees through the gate. If unable to flee, she surrenders, offering her treasure in return for her life and the freedom to return to her unborn offspring.

Story Reward: Award the PCs 10,000 XP for defeating Cilraska and gaining access to Kylorn's primary gate if they overcome her with guile or diplomacy rather than combat.

CILRASKA

Large dragon, lawful neutral

Armor Class 20 (natural armor)

Hit Points 230 (20d10+120)

Speed 40 ft., climb 40 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	10 (+0)	23 (+6)	14 (+2)	11 (+0)	19 (+4)

Saving Throws Dex +5, Con +11, Wis +5, Cha +9

Skills Perception +5 Stealth +5

Damage Immunities fire

Damage Resistances thunder

Damage Weaknesses cold

Senses blindsight 30 ft., darkvision 120 ft., passive Perception 15

Languages Common, Draconic

Challenge 13 (10,000 XP)

Alien Presence. Any creature within 60 feet must make a DC 15

Intelligence saving throw or have disadvantage on attack rolls for 2d6 rounds unless it relies primarily on a sense other than sight.

Combat Gear. Cilraska wears and benefits from a *ring of resistance* (thunder).

Legendary Resistance (3/Day). If the dragon fails a saving throw, it can choose to succeed instead.

ACTIONS

Multiattack. Cilraska can use her Frightful Presence. She then makes four attacks: one with her bite, one with her tail, and two with her claws.

Bite. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 17 (2d10 + 6) piercing damage plus 7 (2d6) fire damage.

Claw. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage.

Tail. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage.

Frightful Presence. Each creature of Cilraska's choice that is within 120 feet of the dragon and aware of it must succeed on a DC 17 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the dragon's Frightful Presence for the next 24 hours.

Cosmic Fire Breath (Recharge 4–6): Cilraska exhales fire in a 60-foot cone. Each creature in that area must make a DC 21 Dexterity saving throw, taking 49 (14d6) fire damage on a failed save, or half as much damage on a successful one. This damage bypasses fire resistance and fire immunity, and creatures failing their saving throw are blinded for 1d4 rounds.

CONCLUSION

Once the PCs defeat Cilraska, they can attempt to realign the interplanetary gate. Shutting down the gate so it is no longer opens into the depths of space proves quite easy but attempting to realign

it is an intricate operation that requires hours of work and the knowledge gained from the *Opus Aeterna*. At the end of this it becomes apparent that there are no longer any planetary destinations within range of this gate. The world that this gate once opened onto is no longer accessible due to a multitude of factors, the main one being Kylorn's stopped rotation. The PCs could potentially reopen the gate back to the space nebula, but even that would require significant work. However, as this is the planet's primary gate, the PCs can recalibrate it to compensate for the planet's lack of rotation so that secondary gates, such as the one the PCs came through, will become fully functional, rather than only being able to open sporadically. While the PCs work on this gate, they also gain access to diagrams showing partial mappings of the weave of gateways connecting Kylorn to other worlds. These will be of much value to the Bellianic Accord who can make good use of them and they may also aid the PCs in finding their homeworld.

The PCs need to return to the gate on the night side of Kylorn and return to Argosa. If the PCs speak with Kery before leaving Kylorn, he is openly astonished by their deeds and promises to compose a ballad worthy of them. While Kery is keen to gain great renown throughout the Sunset Lands by singing tales of the PCs' exploits, the lure of the possibilities beyond his world calls to him and it wouldn't take much for him to make a journey through an interplanetary gateway.

The PCs may not have found exactly what they were looking for, but their actions have changed the fates of countless lives on the planet of Kylorn. When the PCs step through the gate back to Argosa they find a team of Thanex engineers and operators trying to determine the cause of its newfound activation who are extremely surprised by the PCs reappearance. Even if the PCs used violent means to access the warehouse gate, the Thanex coterie harbors little grudge against the PCs, as they stand to gain much from this newly reactivated gate. With the gate from Kylorn to Argosa now functional, trade and commerce can flow to this once isolated world. In the future, the Coterie of Argosa will hammer out trade agreements with people of the Sunset Lands, with the Servitors guiding these negotiations to ensure that Kylornian people are not taken advantage of.

If Empress Zefora survives, she is likely to actively extend control of the Undying over more of Kylorn and possibly begin extending her reach across the stars, now that the gate to Argosa's hub is working again. She could potentially join forces with the Hegemony in order to seek revenge on the PCs, or she could continue to maintain neutrality in the conflict between the Accord and the Hegemony, seeing both groups as upstarts, and preferring to consolidate power over Kylorn by eliminating the Servitors.

And lastly, the Hegemony has ears in many places and when they learn that the PCs are responsible for reactivating what was thought to be an extinct gate, the Hegemony's hierarchy becomes increasingly concerned.

But more adventures await the PCs on other worlds. Relstanna advises them of yet another possibility...a longshot...that involves a world that didn't just have its rotation stopped, but rather had itself utterly torn apart into thousands of drifting asteroids. One of these gates might still point towards the PCs' homeworld, if the PCs can properly map them and consult with the Patron ruins still contained within them. This adventure takes place in the next chapter of the Legendary Planet Adventure Path.

CONFEDERATES OF THE SHATTERED ZONE

LEGENDARY PLANET: CHAPTER FOUR

She feels them coming, these warm strangers; far, far across the empty death of space. They are her hope, her salvation, her children. The God-Seer smiles as they approach. Soon, she knows, they will drive away the infestation whose digging and machinery and flesh reviles her, maddens her, and her prison will become her past. The prison that has been her jail for all eternity, it seems. Soon, she will take the strangers to her soul and devour their sweet agonies, wearing their misery as a perpetual cloak as she leads her million kyton children to freedom...

ADVENTURE BACKGROUND

Once, the Shattered Zone was a planet, one with a rotten core that splintered long ago. The Patrons hid something deep within the planet's broken soul: knowledge they did not wish to fall into the hands of the Principalities but dare not destroy. It was, in essence, their story; a living machine that remembered and dreamed in the long emptiness of forever, waiting to tell its tale. As their battles failed and defeat became inevitable, the Ancients scattered their knowledge deep in far-flung places where they hoped it would remain until the time came for them to rise and fulfill their destiny.

The Ancients hid their secret in plain sight, behind a kyton prison—a place few would ever dare to visit. The Patrons swarmed this planet with kytons, including a great queen—an immortal seer capable of nurturing their menace through eternity.

And now at last those prison doors are beginning to crack; salvation for the kyton seer is approaching in the guise of the PCs.

ADVENTURE SYNOPSIS

The adventure begins with the PCs seeking a way home with their benefactors among the Bellianic Accord on Argosa. They are directed toward the Shattered Zone and the hope of a gate that can return them to their home planet. Unfortunately, there is a problem with reaching the Shattered Zone; the gate is owned by the the Blood Coterie slavers of Argosa, known as the Thanex, and they are not known for their generosity. To gain access to the Shattered Zone Gate at Beacon, the PCs must somehow win the favor of one of the gate's keepers—the repulsive and brain-hungry **Ha'vzeer-Niim-Chaakoor-Hasaam'm-Zhin-no-Chiir-Vas-asch**, an etiquette-obsessed neh-thalguu mesmerist.

The gateway brings the PCs to the massive industrial asteroid of Beacon—a satellite that is a single, vast city—one part of nearly ten thousand fragments of the broken world now



known as the Shattered Zone. Lit by gaslights and choked by coal, Beacon is a hub for the dirty, clammy auttaine traders that vie for the immense resources that lurk within its asteroids, all owned or claimed or stolen by one of the twenty-seven companies that use Beacon as the sweaty backdrop to their endless battles.

Lurking behind the locals' squabbles is a powerful group allied to the Hegemony called Purity. A vile purist group who grip the arms and fleshy tendrils of the various groups that claim rights on Beacon, Purity controls everything that happens in the Zone. Of late their secretly limited resources have been partly focussed on locating a trove of Ancient knowledge said to lurk on a distant outer asteroid of the Zone known simply as Asteroid 113, an asteroid with a dead gate, one of four such gates in the Shattered Zone.

Isolated Asteroid 113 is the old soul of the planet, and a seemingly limitless source of one of the other great wealths of the Zone—archaeological objects made by the Patrons and Ancients. Occasionally these get unearthed by some lucky miner who never has to work again, and the tales come back to Beacon.

Unfortunately, Asteroid 113 also has a terrible reputation for danger—it is home to a foul kind known as kytons. The kytons have a reputation across the boundaries of space and time as taking pleasure and sustenance from misery. Those few who

have ventured to 113 and escaped speak of a prison, a vast prison where the kyton have been brutalizing each other for countless centuries under the instruction of a bloated, terrible queen.

The prison is a deliberate mask by the Patrons to cover the true secret of the Shattered Zone: the location of the vast repository of knowledge so far below the surface of Asteroid 113 that even the God-Seer of the kyton herself—a termagant kyton—only guesses is near. In truth, the kyton wants only one thing: release from her eternal captivity. She has felt the PCs' approaching—she has dreamed of them and begins to call to them, speaking in disturbing nightmares of arousal and escape. She has seen visions of them resurrecting the dead gates linking to Asteroid 113, seen the gates open and her million followers flee through them to begin a new dominion.

Already the kyton has felt the touch of strangers arriving. Agents of the Hegemony are digging at the surface of the asteroid and beginning to descend. Although ostensibly led by the Hegemony, and brimming with industrial golems and soldiers, two Purity officers lead this dig to find the old soul of the planet: The Iron Lady, Aspa Corrosa, and the darkly gifted Commander Dotan Roth. In truth, Roth is the mastermind—the evil genius who senses what lies below the kyton prison's skin. Dotan has an epic destiny himself—when the PCs arrive the Purity party are almost wiped out, but agonizingly close to Roth's goal of finding what lies within Asteroid 113.

First, the PCs must reach the asteroid. The PCs learn that as well as the dead gate on the almost mystical Asteroid 113, there are 3 other such gates, all marked with curious sigils and alien writings that they recognize from their own experiences with the scavenged codex. As soon as the PCs set eyes on these alien writings, they become aware that the 3 dead gates can be awoken by them to form a link to the fourth gate—the one on Asteroid 113.

Unfortunately, each gate lies a perilous journey away from Beacon and is controlled by an opposing faction of the confederacy. The most remote sits within a Purity base—the very base used to launch the expedition to Asteroid 113. The PCs must use their talents and decide how to undertake these journeys—as friend or foe, by word or sword.

Eventually the PCs arrive at the final gate, and having resurrected it, open up access between it and Asteroid 113, which is exactly what the God-Seer wants. The PCs can slip through the kyton leaving the ways behind them open, thus plaguing the zone with an infestation of the terrible outsiders, or destroy the gate, leaving themselves at the mercy and anger of the terrible God-Seer and her children.

As they venture through the prison, the PCs realize the vast number of their enemy, they also stumble upon the remaining parts of the Purity dig, but during the battle Roth escapes. Confronting the kyton God-Seer, the PCs finally arrive at the entrance to the ancient cyst of knowledge, but the gateway is already open—Roth is within.

Awakened to epic status by the knowledge he has attained from the almost divine machine within, the Purity officer

unleashes the power of the Patrons on the PCs in the form of blinding white angels. A battle between the PCs and the epic Roth occurs, using the machine's power to enhance their skills. If the PCs defeat him, they learn the secrets within the cyst, but also that the machine is busy ending its own life so that it cannot fall into the hands of the Hegemony. As it dies and begins an inexorable countdown to its own self-destruction, the PCs realize that they were being manipulated to this point by Relstanna.

INTRODUCTION: NO WAY HOME

After events in the previous adventure *Dead Vault Descent*, the PCs have been forced to return to Zel-Argose after the gate they hoped would take them home failed to do so. They now have little choice but to return to their sponsors and discuss alternative plans.

In truth, more is going on than meets the eye. Relstanna has been far from idle during the PCs previous adventure; she's been carrying out further research of her own, believing the PCs to be the key to a prophecy that proclaims the return and victory of Patrons. At present, however, Relstanna's plan is her own; the Elali believes that the PCs very epic-ness may be the key to unravelling this prophecy, but has chosen not to tell them, afraid of what they may do if they learn the truth too early. Her research has been focussed on a place called the Shattered Zone. Relstanna believes that locked within one of these asteroids is a vast repository of Ancient secrets that could be the key to the whole matter. She has heard rumors that one asteroid contains an Ancient's gate, one that according to myth used to link to 3 others in the Zone; her belief is that once these 3 gates linked to the other, and that that final gate may lead to something of great significance. Unfortunately, the 3 gates are said to be dead—but Relstanna believes they are merely slumbering and can be awakened.

The PCs are free to meet with the Elali at any time; when they do, she shares their sorrow about the gate, but promises that this is not the only way into the Weave. Relstanna tells the PCs about the Shattered Zone and 3 gates that link to one, telling them that in one tale she has heard the fourth gate may be controlled to lead anywhere. She believes if the PCs can find this gate and awaken it—possibly through some means associated with the other 3—then they may be able to get home that way.

Unfortunately for the PCs, the only gate able to take them to the Shattered Zone is owned and protected by a powerful member of the coterie—the repulsive and brain-hungry Ha'vzeer-Niim-Chaakoor-Hasaam'm-Zhin-no-Chiir-Vas-asch, an uber-etiquette-obsessed Neh-thalgggu hypnotist. The mesmerist is a powerful member of the Thanex—the Blood Coterie, the coterie associated with slave trade on Zel-Argose. The neh-thalgggu lives some distance from the gate, which lies within a heavily protected Thanex slave compound within the Stockyards.

Relstanna tells the PCs that she is happy to speak to the Neh-thalgggu on their behalf and arrange a meeting.



PART ONE: AN UNPLEASANT PROPOSAL

The encounter with Ha'vzeer-Niim-Chaakoor-Hasaam'm-Zhin-no-Chiir-Vas-asch is very sandbox in nature—the PCs have the *easier* option of using their charms to try to seduce Ha'vzeer into allowing them access or may decide on a show of strength. If all else fails, the PCs may seek to bribe their dubious associate, or even force their way through the gate.

Neh-thalggu have a reputation as brain collectors—something anyone who makes a DC 18 Intelligence (Arcana) check is aware of. As detailed above, Relstanna has arranged a meeting with the alien, who dwells within a pocket dimension called the Palace of Awakened Gardens and Breathing Lies (see below), which lies on the finer edges of Morpheum Street.

INFORMATION ABOUT HA'VZEER-NIIM-CHAAKOOR-HASAAM'M-ZHIN-NO-CHIIR-VAS-ASCH

Intelligence (Investigation) or Charisma (Persuasion) checks gather the following information.

DC 15—If there is one curious thing about Ha'vzeer—beyond being a giant alien crab that collects brains—it's her rigid discipline in relation to etiquette. Woe betide anyone unlucky enough to have an audience with her who doesn't pronounce her full name properly every time it is mentioned or breaks some rule of etiquette so obscure it's not been used for a dozen centuries.

DC 20—Her home is a curious shadow dimension whose entrance lies on the finer edges of Morpheum Street, a drug-addled market that draws addicts. Beyond, is a place known as

the Palace of Awakened Gardens and Breathing Lies. It is said to be alive.

DC 25—She has a bit of a reputation for taking the brains of guests who displease her or overly intrigue her, as well as indulging in opium.

THE PALACE OF AWAKENED GARDENS AND BREATHING LIES

The palace is a permanent *magnificent mansion*. The palace follows all the standard rules of a pocket dimension created by the *mage's magnificent mansion* spell; however, it is more attuned to its owner than many such spaces, something that enables its owner (and talented guests) to draw phantoms from its substance.

The entire pocket reflects the aberration's many alien moods—when she feels displeasure the chamber darkens, when she is aroused (if the PCs are intelligent enough to do so) an overpowering, alien musk envelops the chamber. These effects are not, unless detailed, mechanical unless you wish to make them so.

The palace presently consists of a single large domed circular chamber wreathed in phantom flowers and enveloped by a quasi-real jungle, from within which can be heard insects singing and the growling of a distant phantom storm. Ha'vzeer has worked long and hard to fashion this environment—it is the work of many months, and although her moods offset these effects, the jungle remains in the background of this adventure.

If the PCs try to move from this space, they quickly see it is a veneer of illusion, characters making a DC 20 Intelligence (Arcana) check recognize this effect immediately.

Upon entry, the PCs sense something odd about the place, as though they were being *screed*. The effect is actually the salient spirit of the mansion probing the PCs' minds; the PCs can try to manipulate this incursion in ways detailed below. Characters making a DC 23 Intelligence (Arcana) check also recognize this effect and are aware that they too can manipulate the rooms to a certain extent. Doing so without permission from Ha'vzeer is a great break of etiquette and costs the PCs 3PP (detailed below).

At the heart of this jungle lurks Ha'vzeer, reclined upon a large pile of silk cushions by a simple marble table. Similar cushions are scattered here for guests. Any objects needed for the event (see below) are gathered upon the table, while *unseen servants* rush about, wafting their mistress with great fans and massaging her brains and limbs with heady, expensive oils.

Treasure: Any objects relating to the meeting, including the alien tea ceremony set (worth 1,800 gp), and the curious blood marks and papers necessary for the permission to enter the gate, are in a mahogany, flesh and tooth box worth 750 gp. Ha'vzeer draws on a fine gold and bone hookah throughout the encounter, smoking opium. The hookah, which has a glass bowl set with emerald eyes, is worth 2,400 gp.

HA'VZEER-NIIM-CHAAKOOR-HASAAM'M-ZHIN-NO-CHIIR-VAS-ASCH

This is a neh-thalggw—a revoltingly crab-like, bloated thing that stretches and cracks as she moves her insectoid legs. A lolling snaky tongue flicks across a lamprey mouth formed of crooked carapace teeth, and her back is blistered with fleshy sacks, within which sit at least a dozen brains. As you first stare at this aberration, she stretches backwards, her whole body moaning and cracking before setting into a sinister mass like an alien spider; she makes a sound that might be a giggle or a growl.

Despite her monstrous appearance, Ha'vzeer is an incredibly intelligent, calculating host. She has her own motives and pleasures, which are detailed in the body of the event below. She is also alarmingly petulant; she cheats in the game and deliberately tries to put PCs off. Use this mood as you wish and as detailed below.

HA'VZEER-NIIM-CHAAKOOR-HASAAM'M-ZHIN-NO-CHIIR-VAS-ASCH

Large aberration, chaotic evil

Armor Class 20 (natural armor)

Hit Points 200 (16d10 + 112)

Speed 10 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	16 (+3)	25 (+7)	18 (+4)	16 (+3)	15 (+2)

Saving Throws Int +8, Wis +7, Cha +6

Skills Arcana +9, Deception +7, Insight +8, Perception +8

Damage Resistance psychic; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 18

Languages Common, Abyssal, Deep Speech, Dark Speech, Draconic, telepathy 100 ft.

Challenge 13 (3,900 XP)

Innate Spellcasting. Ha'vzeer's spellcasting ability is Intelligence (spell save DC 19). She can innately cast the following spells, requiring no material components:

At will: *detect magic*, *mage hand*, *magic missile*

3/Day each: *confusion*, *hideous laughter*, *hold person*, *irresistible dance*

1/Day each: *dream*, *dominate monster*, *magnificent mansion*

ACTIONS

Multiattack. Ha'vzeer makes four attacks: two bites and two claws.

Bite. *Melee Weapon Attack.* +8 to hit, reach 5 ft., one target. *Hit:* 15 (2d8 + 6) piercing damage, and the creature must make a DC 16 Constitution saving throw or take 21 (6d6) poison damage.

Claw. *Melee.* +2 to hit, reach 5 ft., one target. *Hit:* 13 (2d6 + 6) slashing damage.

Hypnotic Gaze. As a bonus action, Ha'vzeer may gaze at a creature within 30 feet. It gains disadvantage on Wisdom saving throws. This effect lasts until Ha'vzeer selects a new gaze target or it moves more than 30 feet away. Victims of this ability are unaware of the effect.

REACTIONS

Mesmerism (3/Day). Through self-hypnosis, Ha'vzeer can perform one of the following:

- Before a creature makes an attack against her, the master can redirect the attack against another creature adjacent to itself or its attacker instead.
- Reroll one saving throw when she would otherwise fail.
- When she enters dim light or darker, become invisible until the beginning of her next turn and move up to her speed.

Gear Ha'vzeer keeps her personal valuables in a fleshy wrap hidden deep within the folds of her carapace. A DC 22 Wisdom (Perception) check is required to locate it, although this DC is reduced by 5 if the alien's body is torn apart and a manual check is made of the flesh remaining. The wrap contains a fully charged *cube of force* kept in a velvet purse, a beautiful snail-shell brooch fashioned from platinum, death's head moth charms made of jacinth worth 12,500 gp, the keys to both Thanex gates—both are circular disks about 5 inches in diameter. The first is formed of scoured human bone with a number of interlocking dials like a clock mechanism, the second (the one for the gate to Beacon) is made of scoured emerald glass inlaid with intricate designs

depicting fettered figures below a pitiless sun. Both are simple key mechanisms; the first has moving parts, but this is simply for effect. Putting a value on the objects is difficult as the Thanex coterie would do everything in its power to recover them if stolen, and everyone knows that.

Ha'vzeer has six naked tattooed male humans chained to her upper legs by slender silver chains worth 200 gp each. These males dance and amuse the neh-thalgu throughout this and subsequent meetings, although she barely seems to notice them. Massaging her carapace with oils, wafting her with fans and whispering sweet songs in her ears are just three things the slaves do for their mistress.

SEDUCTION, INTIMIDATION OR BRIBERY

The encounter with Ha'vzeer is detailed here assuming the PCs attempt—at least initially—to barter in a diplomatic way with her. It may, however, fall into a full combat—if it does, don't worry, there are consequences that are dealt with later in this section and beyond.

Any character with an Intelligence score of 16+ gains her immediate attention (you can assume the neh-thalgu notices it on a Wisdom (Perception) check unless that PC takes pains to appear stupid). Ha'vzeer has been told by prophets that she is but a single fine mind from achieving nirvana and becoming yah-thelgaad, the highest rank among neh-thalgu masters. She immediately begins to paw and drool at the head of the PC in question, extolling its fine virtues and unique capacity, while going into almost sexual raptures about its quality and potential. She turns to the other PCs present and makes an immediate offer of 50,000 gp worth of magic items, to be constructed to the PCs' specifications and delivered within 13 days, for the PC's brain. Brain first—magic after, but she is happy to sign a Thanex document to honour the agreement if the PCs insist. If they press the deal, PCs can gain access to the gate as often as they wish. If the PCs' refuse, she arranges for the PC in question to be attacked later in the adventure to secure her brain anyway (see Part Two for more details).

A suggested simple outline of events is proposed to enable to you to run the encounter. Although provided with a mechanic, run the encounter as a roleplay event and don't be afraid to award mechanical points for great roleplay—in fact you should consider awarding more for that. The mechanic is an award or removal of Persuasion Points (PP)—if the PCs gain a certain number, they may not only gain access to the gate but potential rewards. The events that make up this encounter are detailed below.

A FORMAL EVENING WITH AN ALIEN BRAIN EATER

Although the general encounter with the alien brain collector and the gentle (and not so gentle) diplomatic jousting that occurs should be memorable, it is the interaction of her beloved game that is the focus of this short event. This peculiar game is also in to give the PCs a taste of the final battle between themselves and Dotan Roth in the great chamber at the end of the final chapter of this adventure.

Firstly—and most importantly—her name is pronounced *Ha'vzeer-Neem-Chäkoor-Hasäm'm-Zheen-no-Ch r-Vas-äsh*. Pronouncing it wrongly is a grave insult to the PCs host and would-be-ally. Every time the PCs say her name incorrectly, assign 1 negative PP. For the first 5 times they say her name properly add 1PP for each time it is correctly pronounced.

You can handle the pronunciation of her name in one of two ways: require a simple skill check—either DC 15 Charisma (Persuasion or Performance)—or by asking your players to say it. If they say it properly they gain any rewards on offer, if they fail they can cover their tracks with a skill check.

Throughout the event Ha'vzeer uses her spells often. Some of these (such as *confusion*) may lead to injury, but to neh-thalgu such spells are merely jests. A character making a DC 20 Wisdom (Insight) check knows this. She expects to be the subject of spells back, but if any of these are directly offensive the encounter immediately becomes violent.

Ha'vzeer uses the following spells in the encounter—*confusion*, *hideous laughter*, *hold person*, *irresistible dance*. She uses these whenever she wishes to put off the PCs' attempts at impressing her by way of a special test.

If combat occurs and she overpowers the PCs, she takes what magic items she wishes and sends them back humiliated to their sponsors. If she is overpowered, she hands the key over under duress. If the PCs kill her they are likely to find the gate key and can use it to locate the gate to the Shattered Zone, but will have to forge papers (DC 30 Linguistics check) or break in. However, these outcomes make the PCs enemies of the Thanex coterie, consider what vengeance such a group might seek and deliver it accordingly during the adventure.

LET THE EVENING COMMENCE

When the PC's arrive, the neh-thalgu is reclining on a mound of cushions; she behaves provocatively (something only noticed on a DC 20 Wisdom (Insight) check and worth 2PP if mentioned to her) and speaks in excited, rasping bursts. She has an annoying habit of wagging her tongue excitedly across her teeth when she thinks she has got one over the PCs. If the PCs have brought gifts, award them 2PP for magic that is Rare or rarer, or the same for 100 gp's worth of opium or similar powerful and addictive drugs.

Laid before her are three covered dishes; a DC 15 Wisdom (Perception) check notes that within one something moves and squeals and purrs. These light repasts are uncovered by *unseen servants* whenever you wish. The first dish contains segments of cerebriic fungi brain, and the second a curious soup within which float sherbet-flavored living starfish. The final dish is a rare delicacy: one screaming kittencrab for each PC present. Kittencrabs look like gobstopper-sized balls of carapace within which lurk small balls of fur that squeal like kittens (hence the name) and taste delicious. Offering their portion to the host is the height of ill-manners and costs 4PP if suggested. Anyone making a Charisma (Persuasion) check (DC 22) realizes this is a breach in etiquette.

If they eat one the PC must make a Diplomacy check (DC 25) to impress their host (1PP) by eating it properly (biting open-mouthed and dribbling some of the contents down ones' chin). Failing the check costs 1PP. Not eating the food is an insult worth -2PP. Unfortunately, the kittencrabs make an alarming, yowling noise when crunched, and continue to do so of several seconds after being swallowed. After introductions—which gives the PCs as a group a chance to make a single Charisma (Persuasion) check (DC 23 for 1PP)—she gets down to business, asking the PCs what she can do for them. She is aware of the PCs' sponsors and asks a few innocent but barbed questions. She tells the PCs she does not like or trust their allies but is sure the PCs must have good motive to use them, so she will listen to what they have to say as etiquette requires.

At this point she pointedly asks some of the PCs what they think of the others. The PCs can make a Charisma (Deception or Persuasion) check depending on whether they are speaking the truth or not. If the answers are honest the check gains advantage. If the Persuasion check exceeds 15 or the Deception meets or exceeds Ha'vzeer's passive Insight, Ha'vzeer chuckles and then asks the others PCs what their friends' best talents are—again use a Deception or Persuasion to arrive at the answer with the same checks above. For each check that succeeds award the PCs 1PP. At this point—as she does often—Ha'vzeer is simply playing with the PCs.

After this brief discussion she calls for the tea ceremony to commence. Over the next half hour seventy-four vessels, utensils and objects are brought forth. The tea ceremony in an obscure and ancient neh-thalgggu ritual, and is completed by a single DC 22 Charisma (Performance) check by each PC over the course of an hour. The check is worth 2PP, or -1PP on a fail. The tea in question is rarest Koh-Froo tea grown on plantations in a distant world known as the Za, and fed by ground human carcasses. PCs making a DC 22 Intelligence (History or Nature) check are aware of its source; mentioning it is worth 4PP.

Finally, Ha'vzeer asks the PCs if they would join her in her game—becoming agitated and excited immediately. If the PCs' refuse the neh-thalgggu becomes angry, the mood in the chamber darkens, and unless the PCs reconsider the alien sulks. Unless the PCs immediately think again, go to the end of this event and fail the PCs.

The game is known as the sensoria id abstracta—a distraction she uses to amuse herself and one opponent. In essence, as the PCs may have already noticed, the entire pocket dimension is attuned to the aberration, to the point where she can draw phantoms from the air and give them flesh. These phantoms are temporary, however; they lack substance and are no more real than illusions.

Ha'vzeer uses the sensoria to create her own playful art and give it flesh and bone and song, enjoying a neh-thalgggu game with certain guests. The sensoria gives your players a chance to express their imaginations, or to simply play along and let Ha'vzeer win. Losing to the alien is a good idea, but not trying or failing to bluff her is not. If the PCs deliberately lose, the dueling PC (see below) must successfully roll a Charisma (Deception) check alien's Wisdom (Insight); being discovered lying is a terrible breach of etiquette, worth double the penalty involved.

Bear in mind that Ha'vzeer cheats throughout the game, throwing spells at opponents and their creations; however, unless physically harmed, she takes any counter cheating well, if crossly.

The game involves the two competitors using the mansion's consciousness to fashion creatures to fight. Ha'vzeer summons up a swollen creature consisting of tongues and orifices and engorging, bloating sacks of flesh that pulls itself along on feminine arms ending in human heads with a dozen mouths.

CHAOS BEAST

Medium aberration, chaotic neutral

Armor Class 18 (natural armor)

Hit Points 127 (17d8 +51)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	17 (+3)	16 (+3)	10 (+0)	8 (-1)	18 (+4)

Skills Perception +6



Condition Immunities prone

Damage Resistances acid, cold, fire, lightning, thunder

Senses blindsight 60 ft., darkvision 60 ft., passive Perception 16

Languages –

Challenge 9 (5,000 XP)

Corporeal Instability. A creature struck by the claws of a chaos beast must succeed on a DC 16 Constitution save or be cursed with an amorphous body.

A creature cursed with an amorphous body becomes a spongy, shapeless mass. Unless the victim manages to control the effect (see below), its shape constantly melts, flows, writhes, and boils. An affected creature is unable to hold or use any item. Clothing, armor, helmets, and rings become useless. Large items worn or carried—armor, backpacks, even shirts—hamper more than help, reducing the victim's Dexterity score to 1. Speed is reduced to 10 feet or one-quarter normal, whichever is less. The victim cannot cast spells or use magic items, and it attacks blindly, unable to distinguish friend from foe. It has disadvantage on attack rolls.

A victim can temporarily regain its own shape by taking an action to make a DC 16 Wisdom save. A success reestablishes the creature's normal form for 1 minute. While cursed and back in its own shape, the creature needs to make three successive DC 16 Wisdom saves at the start of its turn before reverting to cure the curse. Each successful save increases the DC of the next attempt by 1d4.

Spells that change the victim's shape do not remove the curse, but hold the creature in a stable form (which might not be its own form, depending on the spell) and prevent additional exhaustion levels for the duration of the spell; *stoneskin* has a similar effect. The victim gains 1 level of exhaustion from mental shock every round that it ends its turn in an amorphous shape—upon gaining five levels of exhaustion, further drain ceases, and the amorphous body effect is permanent until removed via magic (no further saving throws can cure the condition at this time).

Resistant to Transformation. Transmutation effects, such as polymorphing or petrification, force a chaos beast into a new shape, but at the start of its next turn, it immediately returns to its normal form as a bonus action.

ACTIONS

Multiattack. The chaos beast makes 1d6 attacks with its claws.

Claws. *Melee Weapon Attack.* +7 to hit, reach 5 ft., one target. *Hit:* 8 (1d10 + 3) slashing damage and 1d20 psychic damage (due to the chaotic nature of the chaos beast this should be rolled from round to round) plus *corporeal instability*.

One PC can try to use the mansion to summon something using their mind or summon one creature herself through magic. Of course, these magical creatures only exist for a short time, but those created by the palace in the palace last until

destroyed or dismissed. If the PC tries using the id within the room, they can make an Intelligence (Arcana) check to duplicate the effect of a *conjure animals*, *conjure celestial*, *conjure elemental*, *conjure fey*, *conjure minor elementals*, or *conjure woodland beings* spell. With a result of 12 on this check, they can conjure creatures as if she had cast used a 1st-level spell slot to cast the spell, plus one spell level higher for every 2 points by which she exceeds the DC. If the check fails to meet the minimum level of the spell they choose (such as 6th level for *conjure fey*), the conjuring fails and no creature appears. Such creations are permanent here until destroyed or dismissed.

Have fun with low checks or the unusual way the things are formed. Creatures thus created are flaccid, weak, and frightened; they may cry or cough or wheeze or be an odd color—or all the above.

The summoned creatures made by the room look to their creators for mental instruction only once, leaving the creator free to pursue other actions; directly attacking a summoned creature is a grotesque cheat, costing 6 PP.

Ha'vzeer changes the beasts' form several times during combat, making it a likeness of all the PCs' faces in a single ball of angry teeth, a rippling mass of skin containing impossibly jagged bones that tear out with whale-song, or a screaming mass of fur, hair and mouths. This is a free action for her.

The game ends when one creature wins, and is worth 6 PP if the PCs' lose, –6 if they win.

AND SO, THE RESULT

If the PCs get less than zero PP, Ha'vzeer offers the PCs access via the gate for one trip but wants something in reward—the living brain of a sentient creature with levels or hit dice in excess of 13 or an Intelligence or Wisdom score of 20 plus, an item one PC has, or magic to the value of 26,000 gp.

If the PCs get between zero and nine PP, the neh-thalggu offers the PCs access to the gate and papers to allow a single return journey. She arranges for the PCs to have access through when they wish.

If the PCs score ten or more PP she tells the party how impressed she is with them and their talents, and invites one PC to come back the day after for a reward. At this event (which is for the PC alone) the Neh-thalggu lays on a special feast of things she thinks humans may like. Have fun playing on her alien idea of what pleasure might be and use your knowledge of your players to make the event memorable. At the end of the feast she offers the PC the same reward as above, but also has a special gift for them from the coterie: a clockwork golem.

CLOCKWORK GOLEM

XP 8,400

hp 178 (see page 413)

BREAKING THROUGH THE GATE

It's quite possible that the PCs' interactions with the neh-thalggu may go poorly, to the point where any kind of cooperation is impossible. In this case, be prepared for the PCs to decide on a more direct approach and head for the gate without permission. This is a very valid approach—particularly for PCs who may find the whole concept of bartering with the Thanex impossible to swallow. This should be a difficult but not impossible proposition that may require a bit more work on your part. The slave compound is only sketchily detailed and is designed to keep slaves in their thousands in, so security should be very tight.

Of course, the aftermath of such an outrage should be far, far worse than the difficulty of breaking in. Thanex are likely to go to great expense to have vengeance and begin sounding out the best local assassins to see it is delivered.

THE SLAVERS' GATE

The gate lies in the Secondary Thanex Slave Compound, in the heart of the Stockyards. The building is harsh and metal, with barred windows and a single entrance, which is made of steel. A watch of 24 slave-herders (LN auttaine **gladiator**^{SRD})—dressed in Thanex regalia and carrying pistols and battle axes, keep watch on a rolling shift. They are backed by a watch commander, **Overseer Mistress Y'rurk** (female auttaine **assassin**^{SRD}), and 6 clockwork golems.

The gate to Beacon is circular, made of some unknown alloy with an iris opening. The gate is Large in size and can only be triggered by use of the correct key. When open, a shadowy, cloying black phlegm stretches across the opening. A DC 20 Wisdom (Perception) check reveals flaccid limbs reaching out of this space occasionally. The limbs are not inherently dangerous.

If the PCs arrived openly, Overseer Mistress Y'rurk has something for them—she asks the PCs to deliver an item containing new work instructions to one of the coterie's employees in Beacon. The employee—an auttaine female known as **Lady Kethi**—operates from a small office in a visitors' drinking and trading establishment in the dark heart of Beacon known as the Mechanism. Y'rurk tells the PCs to deliver the object directly to Lady Kethi, who will reward the PCs after (see sidebar). They are not to open the package themselves.

Those entering the gate feel a revolting pulling at their groin and lower back, as though they are being stretched on a rack. They feel sure they are surrounded by screaming people begging for help. One PC feels hands grasp at her neck and has the words 'welcome my child' whispered into their ear in an harsh female voice.

This is the PC's first contact with the God-Seer, for more information see Part Two of this adventure.

PUNISHMENT BY PROXY

The package is not a gift, nor a set of instructions—it is a punishment. The would-be recipient, Lady Kethi, has disappointed the Thanex, and this will not be tolerated. However, the package represents a number of possibilities for the PCs—they may decide to open it, throw it away, or deliver it. Once delivered, there are a further set of consequences to consider.

The package is a leather and bone box, tied with hemp and the opening sealed with a Thanex blood seal. Removing the seal and replacing it with a false one is very difficult and requires a DC 25 Dexterity (Deception) check. For details of Lady Kethi and interaction with the box see the Part Two. The box and contents are subject to an improved *magic aura* spell with 13 days remaining, but if this is bypassed the box radiates necromancy and conjuration.

When the box is opened two effects occur: first, a *finger of death* spell (DC 21) is triggered on the creature touching the box at the time (the effect does not occur if the box is opened remotely), followed immediately by summoning a swarm of angry adamantine wasps who attack anyone nearby. The box is otherwise empty.

ADAMANTINE WASP SWARM

Medium swarm of Tiny constructs, unaligned

Armor Class 16 (natural armor)

Hit Points 91 (14d8+28)

Speed 20 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	13 (+1)	14 (+2)	1 (-5)	7 (-2)	1 (-5)

Damage Resistances bludgeoning, piercing, slashing

Damage Immunities bludgeoning, piercing, and slashing damage from nonmagical attacks that aren't adamantine

Condition Immunities charmed, frightened, grappled, paralyzed, petrified, prone, restrained, stunned

Senses blindsight 10 ft., passive Perception 8

Languages —

Challenge 11 (7,200 XP)

Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny insect. The swarm can't regain hit points or gain temporary hit points.

ACTIONS

Multiattack. The swarm makes 2 bites attacks.

Bites. *Melee Weapon Attack.* +5 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 40 (16d4) piercing damage, or 20 (8d4) piercing damage if the swarm has half of its hit points or fewer. Creatures who take damage from this attack must succeed on a DC 13 Constitution saving throw or be poisoned for 1d4 hours.

PART TWO: ENTER THE SHATTERED ZONE

Beacon is the largest asteroid in the system of the Shattered Zone, has a feeble but breathable atmosphere and gravity at about the same level as the PCs' home planet. It is also one city—every inch of its surface is industrialized or urbanized or swallowed beneath construction. This construction is robust but utilitarian, giving the city the feel of a single enormous factory. Both Beacon and the Shattered Zone are detailed further in Chapter 12 (see page 594).

WELCOME TO BEACON...

When you are ready to commence this part of the adventure and the PCs have stepped into the Thanex gate, read or paraphrase the following description.

The feeling of being on a rack finally ends with the metallic grating of an iris-gate opening before you, or perhaps behind you and within you, it's impossible to tell. An iron taste punches the back of your throats immediately as you gasp, getting your first taste of the local air. A



great, slimy indigo figure with a face infested with eyes smiles before you; at his back a vast cathedral prison sweats into dark recesses.

Then the noise hits you: the noise of the confinement of thousands.

The PCs arrive at the Beacon branch of the Thanex Coteries slave trade when the slave prison here is at its fullest—just prior to an auction, due to take place in a few days. The figure—**G'uurul Faa** (LE male **efreeti**^{SRD})—is overseer of the Thanex Slave prison here on Beacon. If troubled, he can call on several dozen auttaine guards and a selection of golems. The prison holds over a thousand slaves destined for the salt and coal mines on the industrial asteroids of the Shattered Zone. The mercane hears the gate operating long before anyone steps through and is therefore expecting visitors. He politely asks for the PC's papers, which he inspects and reminds them that they have a single return journey allotted. The mercane is not interested in the PCs but can direct them in an absent-minded way to the Mechanism.

As the PCs are escorted by their auttaine guards to the exit be sure to emphasise the grime and dirt of the city, as well as the curious fleshy and mechanical nature of the auttaine. Figures stare aimlessly from the cells as the PCs leave; their eyes empty and without hope.

As the PCs leave the prison, read or paraphrase the following description:

A wan ochre light falls outside; the night sky outside is gorged with ochre gaslights. The sick glare of these flickering flames is weak, barely touching the shadowy figures that walk the asthmatic streets. Above the petty claustrophobic constructions, nature soars. The sky above is filled with asteroids—some dark shadows, some gracefully lit—dancing through the heavens. These fractured mountains of stone and iron dance with impossible grace, some seeming to kiss in the night air and threatening to bring calamity upon those below. Yet there is one more madness to behold in this wondrous heaven: the chains. Countless vast chains link mountain to mountain, satellite to satellite, creating a cat's cradle seemingly woven by the gods themselves.

WELCOME TO BEACON, FRIEND

Many visitors to Beacon walk directly into its icier clutches—times are tough and locals tougher. A network of spies, scribes and familiars slip the dirty streets of the city-asteroid, and the PCs are about to meet their first local. Unless the PCs take extraordinary lengths to stay hidden, their arrival is noted by local spies of a petty rogue called Pigspring, who runs the nearby Gear Street Gang. This encounter is designed to openly establish the PCs' powers, to set them front and center of events and to draw attention to them. If the PCs like covert approaches and take great pains to avoid action, you can ignore this encounter, but you should consider another way that they come to the attention of the 3 competing groups outlined below; perhaps their very covert ways eventually attract attention.

Within a minute or two of their arrival, Pigspring knows about the PCs—he likes new people. New people bring money;

new people don't have powerful local friends. The auttaine rogue quickly gathers a portion of his gang and heads to the PCs. Pigspring has an unpleasant way with him; he has a leery look and an unsettling dribble permanently hanging from his metal chin, which has difficulty holding back his lop-sided teeth and overly large tongue.

Pigspring gets straight down to business, his thugs laughing as they block the street to allow a "friendly" chat with the PCs. The rogue announces that as today is a public holiday, there is a special local tax on arrivals. If unmolested, he begins to help himself to the PCs' belongings—starting with any obviously valuable magic, jewelry or other items. The theft continues until he has everything the PCs have brought or a fight begins.

PIGSPRING

Medium humanoid (auttaine), neutral

Armor Class 17 (studded leather)

Hit Points 136 (16d8 + 64)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	20 (+5)	18 (+4)	9 (-1)	11 (+0)	8 (-1)

Senses passive Perception 10

Languages Common

Challenge 7 (2,900 XP)

Sneak Attack (1/turn): Pigspring deals an extra 14 (4d6) damage when he hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of his that isn't incapacitated and he doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. Pigspring makes 3 melee attacks or 3 ranged attacks.

Rapier. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 14 (2d8 + 5) piercing damage.

Handgun. *Ranged Weapon Attack.* +9 to hit, range 30/120 ft., ammunition (6), one target. *Hit:* 14 (2d8 + 5) piercing damage.

GEAR STREET GANG MEMBER (6)

Medium humanoid (auttaine), any alignment

Armor Class 15 (breastplate)

Hit Points 65 (10d8 + 20)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	10 (+0)	11 (+0)	10 (+0)

Skills Athletics +5, Perception +2

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 12

Languages Common, Draconic

Challenge 5 (1,800 XP)

ACTIONS

Multiattack. The gang member makes two longsword attacks. If it has a shortsword drawn, it can also make a shortsword attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage, or 8 (1d10 + 3) slashing damage if used with two hands.

Shortsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

Heavy Crossbow. *Ranged Weapon Attack:* +3 to hit, range 100/400 ft., one target. *Hit:* 6 (1d10 + 1) piercing damage.

Fire Breath (Recharge 5–6). The gang member exhales fire in a 15-foot cone. Each creature in that area must make a DC 15 Dexterity saving throw, taking 24 (7d6) fire damage on a failed save, or half as much damage on a successful one.

Tactics: These auttaine like to use their breath weapons just to see their enemies' faces; they particularly love to all breathe on one opponent to watch them sizzle, sometimes they even melt, which the rogues think is great. They do not work well together and tend to fight as individuals rather than one team. The gang members flee if reduced to half hit points.

Development: The PCs are likely to make short work of Pigspring and his petty gang, and as they fight goes on lots and lots of people stop and watch. Within a handful of minutes, people who need to be in the know are in the know, with consequences outlined below.

CATCH 22

The PCs have inadvertently stepped into a three-way struggle for power within the fractious Confederacy. Of the twenty-seven groups, companies, and associations struggling for supremacy below the benevolent, guiding fist of Purity, three remain locked in a struggle for highest power—the **Shattered Zone Mining Company**, run by the present Mayor of Beacon, **K'illiv Gryne** (N female auttaine), who probably has the greatest strength and resources presently; their bitter rivals the **Contraptors**, run by the corpulent **Lazlo K'tivv** (LN male auttaine); and finally, the least of the trio, **Corrosive Ventures**, run by the charmless **T'ain Zick** (N male auttaine).

The groups maintain a false image of calm partnership to ensure that Purity (themselves stretched almost to breaking point) do not violently intervene and take over as they have in the past. Below this veneer, an endless battle is taking place—primarily through covert means such as spycraft, assassination, and duplicity. Agents vanish, managers go missing, and workers die with alarming frequency, yet open warfare never takes place.

A minor tiff is about to come to a head as the PCs arrive. Mayor Gryne's network of spies is good, and she is aware that V'ii Mzarr, a prominent treasure hunter, has laid his hands upon an Ancient artifact: a dark sphere, which is allegedly a weapon of great value. Unfortunately for V'ii, he has been betrayed (under duress) by his associate and subject of past betrayals, Aspon Klaa. Klaa has since left, hurriedly.

V'ii is due to arrive in Beacon on the Arsenic Edge Works void gondola in 20 hours carrying the artifact, intending to trade it immediately with customers he has already made arrangements with.

Gryne wants the item—whatever it is (and she of all the groups has the least idea)—but has been struggling with how to get her clammy metal fingers on it without being noticed. That is, until the PCs arrived and beat up Pigspring and his petty thugs; then the plan became crystal clear: a simple theft by strangers. Who would know or trace these new arrivals? As is usually the case in the Zone, there is more to this than meets the eye. Aspon Klää is well known as a spineless goon, so when he was seen slithering out of the mayor's offices he was stopped and questioned by associates of the Contraptors, and then sometime later by officers of Corrosive Ventures. The Contraptors in particular have perfected some wonderful devices for oiling cogs of communication, and Aspon yelled out lots of details about the artifact to them—details the other two groups don't know.

Unfortunately for the PCs, their pending discussion with representatives of the Shattered Zone Mining Company and its dubious mayor are also about to be watched.

AN OFFER OF EMPLOYMENT

The approaches to the PCs are outlined below in a particular order for a reason—the mining company is the biggest and most powerful, so it stands to reason that they learn about the PCs first, then the Contraptors and finally the Ventures.

If the PCs try to use force at any time, assume the agents know very little about the sphere, just the basic outline of facts. Attacking agents of the groups should certainly bring reprisals, particularly as the PCs move into territory controlled by the different groups. You might want to consider increasing the Challenge of suggested hostile encounters in the next part of this adventure by 2–3.

A smartly dressed auttaine male wearing a long fancy frock coat showing a pair of pearl-handled pistols approaches the PCs. The auttaine, **G'ebb Pegg** (LN male auttaine), has a partially mechanical face and most of his right side is clockwork; he speaks in a very calm slow way so he can be easily understood. The auttaine picks a place where he knows Purity patrols are regular—just in case he has trouble. He makes a friendly approach to the PCs, offering them drinks or food or whatever seems appropriate. He says he has an offer for the PCs—one he would like to discuss privately (but not somewhere where he can't shout a patrol readily enough).

G'ebb tells the PCs that their recent exploits—so soon after their arrival—have come to the admiring attention of the mayor of Beacon, K'illiv Gryne. She is always on the lookout for new talent. G'ebb goes into some detail about the PCs arrival, the combat and anything else he can reasonably know, the intention being to ensure the PCs know how well informed the mayor is. He adds that the mayor greatly admires order and justice, and those who enact it will go far with her sponsorship.

The auttaine explains that a foul and ungrateful ex-employee of the mayors known as V'ii Mzarr has stolen something from her and the mayor would like it back. V'ii is due to arrive on the Arsenic Edge Works void gondola in a little under 20 hours' time.

He is curiously vague about what the item is, knowing simply it is a very powerful weapon, and resembles a dark sphere. In truth, the mayor heard the words “powerful Ancient's weapon known as a *darksphere*”, and then ignored Klää's prattling. This is a typical oversight and could enable the PCs to engage in a touch of duplicity.

G'ebb doesn't care how it is obtained, but wants the object brought to him at the Mechanism. If pressed, this daring gunslinger does not give any reasons why the mayor doesn't just use the local militia; he simply says that she doesn't want any fuss. Shortly after, G'ebb leaves. If followed, he heads straight back to the Mayor's alarmingly fortified residence to report to her on the meeting.

Unfortunately for everyone, the meeting with the gunslinger is seen, noted, and discussed very rapidly by the Contraptors and Corrosive Ventures. Within the hour, **Aum** (LN male auttaine), a hulking, rusty agent of Corrosive Ventures, arrives aboard a golem-rickshaw. Aum makes little effort to be subtle; the wiry auttaine simply tells the PCs that walls have ears in Beacon, and he knows they have already been approached by G'ebb. He tells the PCs that they have a difficult choice ahead of them, as Corrosive Ventures leader T'ain Zick also wants the sphere and wants it badly. The PCs are to deliver it to Ventures' Headquarters where they will be rewarded.

If pressed, Aum is very vague about the *darksphere*; if the PCs try to dupe him (his Charisma (Deception) and Wisdom (Insight) skills are +8) they soon find out he is not even sure if it shaped like a sphere and knows only it is a weapon of the Ancients. He knows as much as his superiors do about the item.

The final approach is made by an auttaine leading a six-legged two headed iron dog (a variant **clockwork guard**, see page 180) who covertly approaches the PCs. This auttaine **Stet** (LN female auttaine), represents the Contraptors, and comes across as honest, taking the approach that the PCs have been spoken to already by the others and that is likely to lead to trouble for them. Stet tells the PCs that whatever G'ebb and Aum told them is a lie and likely to get them killed. The mayor has a reputation for toughness—that's how she's become mayor; Aum's lot are irrelevant. Stet tries to get the PCs to tell her what they have been told (her Charisma (Deception) and Wisdom (Insight) skills are +12) and then makes a counteroffer. The item, she tells them, is in truth no-one's, but as V'ii technically works for her employers the Contraptors (which was true until a while ago) it really belongs to her superiors, and they'd like it back. Stet assures the PCs that the Contraptor's help is also not to be dismissed casually, and that if the PCs present her with the object, she will ensure that their future in the Zone is very rosy and protected from the mayor's thugs. She tells the PCs to bring the *darksphere* to the Contraptors Headquarters, reminding them that they have less than 20 hours.

V'II MZARR

The PCs can check for information about this dubious treasure hunter using Intelligence (Investigation) or Charisma (Persuasion) checks to gather information. Higher checks reveal the information for lesser results.

DC 10—V'ii would steal his mother's clockwork springs to pay for a whore's oil. Killed dozens, duped a score out of fortunes in digs, and stolen more artifacts than Beacon has crooked sisters.

DC 30—V'ii allegedly has friends in high places; at least he's been seen hanging around with Purity guards plenty of times over the years.

She makes no threat, but if pressed can offer the PCs a much better description of the artifact than the others could—Aspon detailed the *darksphere* as well as he could, so the Contraptors are aware of its size and alleged ability to bring forth a *sphere of annihilation*. Of all the groups, the Contraptors are the hardest to dupe.

The *darksphere* is detailed in Chapter 11 (see page 551).

V'II MZARR

The PCs have an interesting dilemma, but one they could exploit to their advantage. They could, of course, take and hand the item over to the most powerful sponsor, make them very happy, and upset their other suitors, the consequences of which unfold during the adventure; they could ignore the task and upset everyone. They could also do something clever. Two groups know only that the *darksphere* is Ancient technology bordering on magic and working that out can take time. The PCs only need time enough to present a reasonable object to enable them to find the gates, resurrect them, and move on to the Ancients' base.

If something looks the part, it could keep an enthusiastic dupe going for several days. Remember that as far as technology goes, the primary skill for identifying the *sphere* is Intelligence (Arcana). If the PCs are good enough, however, even an expert can be convinced that something is 'almost impossible to crack.' Try not to revert to mechanics too much here, though—this is about a great story. If a player comes up with a fantastic cover for their fake artifact, then remember to either grant a bonus accordingly or consider allowing an automatic success—for a time.

The PCs should already be aware that fortunes are made from found objects, so they must be fairly common in the Zone. Not all the items are powerful of course; some have ceased to function, others are petty, but everything has a value, so traders can be found here in Beacon who deal in such antiquities. PCs making a Intelligence (Investigation) check (DC 25) locate two such traders. Within one trading establishment is a skymetal alloy sphere about the size of a fist; the object is marred by a web of fine alien sigils (which require a DC 30 Intelligence (Arcana) check to decipher as instructions to create quantum box (essentially a technological *bag of holding*). It could pass as the *darksphere* for a short time. The trader wants 1,000 gp for it. A second trader is selling a dark, spherical Ancient object, which he claims was some sort of healing sphere. He wants 2,500 gp for it.



ARSENIC EDGE WORKS ASTEROID VOID GONDOLA

V'ii is smart, and over-cautious. He has already arranged purchase of the *darksphere* by a quartet of denizens of Leng and already tested it a few days ago. When he returns to Beacon this time, he has a feeling that something is up, and has sent word ahead to some friends of his that he'll need protection—over and above his own a steamwerks golem (see page 680)—when he arrives back. Unfortunately for the PCs, these friends are Purity guards. The guards arrive at the void gondola ten minutes before it is due to arrive and loiter about looking menacing. Unusually there are just 6 guards, and no other members of a standard watch. Characters making a DC 20 Wisdom (Insight) check note the guards appear a little edgy—this is because they shouldn't be here. They have slipped away from their allotted duties and, if unmasked, would be in big trouble.

The curious void gondola may be the first the PCs have encountered, so when it arrives read or paraphrase the following description.

The curiously unsettling sight of a void gondola pulling in from the heavens above with barely a creak greets you. A bloated and alarmingly rusty sphere sways as it is dragged downwards on steel filaments almost directly upwards, hurtling toward the ground at an alarming rate.

Chapter 12 details the vertigo-inspiring fear of travelling by void gondola—something that awaits the PCs. The gondola almost hits the ground before its brakes cut in, completing the last few yards to the station with grating screams of metal on metal.

The plan is for the guards to escort V'ii through the streets for approximately 15 minutes before reaching a broad and busy part of Beacon's Gaslampers District, where the purchaser of the *darksphere*—4 denizens of Leng—are waiting. A brief meeting takes place, the denizens then hand over the agreed price: diamonds worth 23,000 gp. If the exchange takes place, the denizens then *plane shift* back to their crooked homeworld. If an attack occurs at this stage the denizens join in, suspecting treachery and attempting to get the *darksphere* and escape.

Remember that fights are commonplace, but the presence of the Purity-uniformed guards may bring unexpected extras into this encounter as you wish—do locals call for other guards in fear or do they simply rush away and pretend they have not seen anything?

V'II MZAAR

Medium humanoid (auttaine), chaotic neutral

Armor Class 17 (half-plate)

Hit Points 135 (18d8 + 54)

Speed 40 ft.

STR **DEX** **CON** **INT** **WIS** **CHA**

16 (+3) 18 (+4) 16 (+3) 14 (+2) 12 (+1) 15 (+2)

Saving Throws Wis +6

Skills Acrobatics +9, Deception +7, Persuasion +7

Senses passive Perception 11

Languages Common

Challenge 13 (10,000 XP)

Clever Action. On each of his turns, V'ii can use a bonus action to take the Disengage, Hide, or Search action.

Mobile. When V'ii attacks a creature, he does not provoke opportunity attacks from that creature for the rest of the turn.

ACTIONS

Multiattack. V'ii makes 3 ranged or 3 melee weapon attacks.

Greatsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage.

Custom Railgun. *Ranged Weapon Attack:* +9 to hit, reach 5 ft. or range 80/320 ft., one target. *Hit:* 20 (3d10 + 4) piercing damage.

GOLEM, STEAMWERKS

XP 11,500

hp 189 (see page 680)

PURITY SQUAD OBERSOLDER (6)

XP 2,900 each

hp 105 (see page 650)



DENIZEN OF LENG

Large monstrosity (mythos), neutral evil

Armor Class 18

Hit Points 190 (20d10+80)

Speed 30 ft., fly 20 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	16 (+3)	18 (+4)	18 (+4)	14 (+2)	16 (+3)

Damage Resistance necrotic

Condition Immunities exhaustion, frightened, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Common, Infernal

Challenge 11 (7,200 XP)

Alien Anatomy. When an attacker scores a critical hit against a denizen of Leng, it has a 50% chance to treat it as a normal hit instead. It also takes only half damage from a rogue's sneak attack. A denizen of Leng also gains advantage on saving throws against *polymorph* spells or any other effect that would change its shape.

Deflect Spells. A denizen of Leng gains the benefits of a ring of spell turning.

Dimensional Regeneration. A denizen of Leng regains 5 hit points at the start of its turn. If it takes force or radiant damage, this trait doesn't function at the start of the denizen's next turn. The denizen dies only if it starts its turn with 0 hit points and does not regenerate. If killed, a denizen's body dissolves into nothingness in 1d4 rounds, leaving behind its gear. It is rumored that slain denizens simply reform new bodies in Leng, conjured out of the mutable essence of the dimension of dreams, rather than being permanently slain.

ACTIONS

Multiattack. A denizen of Leng makes two claw attacks.

Claws. *Melee Weapon Attack.* +9 to hit, 5 ft. reach. *Hit:* 14 (2d8 + 5) slashing damage, and 14 (4d6) psychic damage.

Confusion (Recharge 6). Each creature in a 10-foot-radius sphere is affected by a confusion spell (save DC 16).

CROSSING THE CONFEDERACY

The PCs are entirely free to do as they will. Those brazenly going between the 3 locations or bragging about fooling their victims can assume all 3 groups soon find out and, feeling aggrieved, consider the PCs enemies. Conversely, if the PCs hand over the true item to one group and tell that contact that they are duping the others, consider upping their reward—the leader of that faction will undoubtedly find the PCs' approach highly amusing. They may of course keep the *darksphere*, in which case everyone is against them.

If the PCs do not satisfy their potential allies, there will be consequences; but bear in mind that no group is omnipotent. The PCs are about to venture into territory controlled by many of their potential sponsors. Those who they have satisfied ensure that the journeys are as trouble-free as possible given the surroundings, and the PCs can also ensure that they have written support in case the unexpected occurs.

However, if the PCs have fallen foul of the group who run the territory, they pass through then they are in for trouble. These consequences are detailed in Part Three of this adventure.

As for the rewards, they should be flexible—the item needs proper research before its value can be determined, but in the meantime things like free and unfettered passage through zones controlled by the factions, cheaper equipment from traders operating under licence within those zones, and any other reasonable demands are met. What reward the PCs get for duping groups or handing over the true *darksphere* are left to you to decide.

LADY KETHI

As well as delivering a message to the employee Lady Kethi at the Mechanism, the PCs may have further issues with Hav'zeer.

This auttaine has a gaspingly pretty human face, while her copper and steel arms lend her the style and elegance of a complex timepiece.

She dresses flamboyantly, wearing a tall hat fixed with long albino peacock feathers, an elaborately embroidered shawl, and a stylishly engraved leather bodice. At her side hangs a formidable-looking pistol in a bone and leather. Her elegance is offset by worker's attire; she has goggles on her hat and wears hefty leather gauntlets and a long welder's coat.



LADY KETHI

Medium humanoid (auttaine), neutral

Armor Class 17 (studded leather)

Hit Points 150 (20d8 + 60)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	20 (+5)	16 (+3)	16 (+3)	15 (+2)	17 (+3)

Skills Deception +8, Insight +, Persuasion +8, Perception+7

Senses passive Perception 17

Languages Common

Challenge 13 (10,000 XP)

Sneak Attack (1/Turn). Kethi deals an extra 21 (6d6) damage when she hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the assassin that isn't incapacitated and she doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. Kethi makes 3 ranged or melee weapon attacks.

Rapier. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target.

Hit: 8 (1d6 + 5) piercing damage, and the target must make a DC 16 Con saving throw, taking 34 (10d6) poison damage on a failed save, or half as much damage on a successful one.

Modified Pistol. *Ranged Weapon Attack:* +10 to hit, range 20/80 ft., one target. *Hit:* 14 (2d8 + 5) piercing damage.

During Combat Kethi is a cautious combatant; she knows Ayva is much more powerful but worries about her daughter. She prefers to try to ambush if possible, using a distant Ayva as a diversion, then letting her iron golem into combat and then withdrawing. She prefers to try to take out lone opponents one by one.

Morale Very cautious, Kethi never allows Ayva or herself to fall below half hit points without fleeing.

Gear long welder's coat containing deep pockets within which are a silk purse containing 200 gp, hidden compartment contains a *potion of healing* in a steel-stoppered bottle, and a tiny gold and pewter tiger-like figure gripping a rock worth 250 gp.

DUBIOUS EMPLOYERS, MORAL CHOICES

Stern, honest, and resolute, Kethi presently works for the Thanex Coterie—but in truth is revolted by the slave-trade. The auttaine has been working within the organization to keep a roof over her head, and that of her child, and assumes all is going quite well.

She is wrong, unfortunately. Word has reached the coterie that Kethi has serious moral issues, issues she has been overheard speaking about to others, and now they have decided to cut their losses and eradicate her from their books—as well as send out a strong message that anarchistic thoughts are not tolerated.

AYVA

Although she never speaks about it, Kethi had—or perhaps more accurately has—a daughter, Ayva. Ayva was killed when she was only four years old—an accident when she was caught in the crossfire of two rival companies. The child was killed, but Kethi would not accept her death. She consulted some of the darker diabolists, construct-creators, and geniuses of Beacon and the Zone in an attempt to bring her back.

Although the child steadfastly refused to be brought back by more mundane means, Kethi has been able to bring her limited life—of a sort. The child's soul now hangs within a specially constructed iron golem, an outcome that Kethi bears feelings of appalling guilt and unswerving need for. She loves her daughter and cannot conceive of a universe without her.

In truth, Ayva is now little more than a machine—but a machine that shows, remarkably, auttaine characteristics. In truth only Kethi would notice these, but a seemingly tender touch, a pause to admire the sky, or the distant hum of some old nursery rhyme have convinced Kethi that her daughter is still there—and perhaps someday she can become a real child once more.

With her daughter at her side—a formidable ally as well as a joy—Kethi can now embark upon her two-pronged assault on her perceived enemies: firstly, Corrosive Ventures, whose offices and companies she has slithered in to plot sabotage on a vast scale; and Purity, whom she loathes even more than Ventures because it is their rule that has caused the Zone to become such a festering, dangerous place.

AYVA—IRON GOLEM

XP 15,000

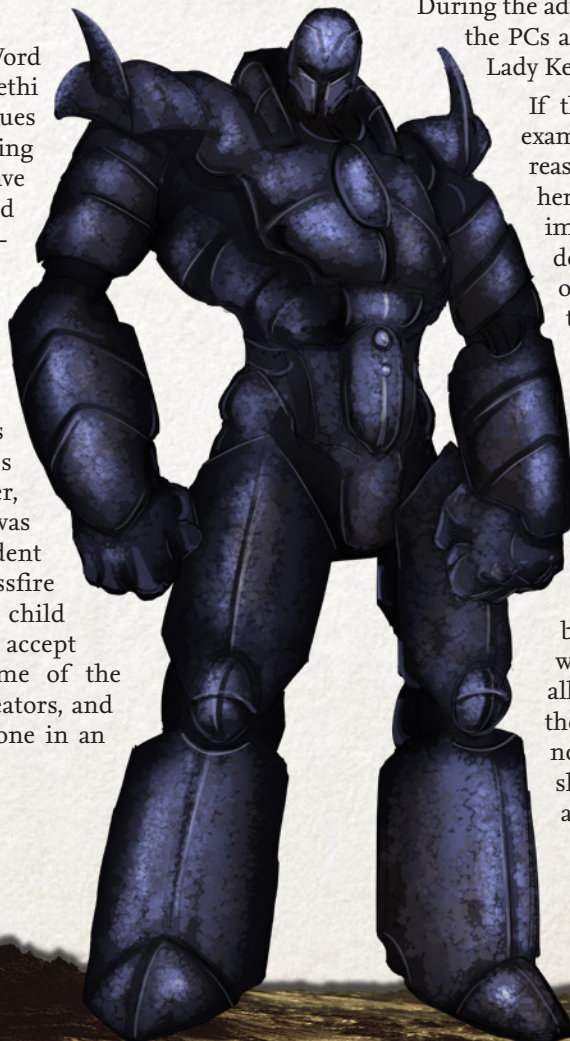
hp 210 (see SRD)

LADY KETHI'S GIFT

During the adventure *Confederates of the Shattered Zone*, the PCs are given the task of delivering a package to Lady Kethi.

If the PCs present the package to Kethi she examines it curiously and opens it—she has no reason to suspect the Thanex coterie have tired of her perceived weak efforts on their behalf. This immediately triggers the trap within—how this develops is a matter of your own taste. Two outcomes are suggested—if the PCs deliver the package and don't help, then if Kethi survives she becomes their enemy. Unless they intervene, she poisons the mind of her contacts at Corrosive Ventures to a point where any positive relationships the PCs have with them are worthless and become consequences instead.

Conversely, if the PCs clearly show Kethi the plot by the Thanex coterie to murder her, or help her survive the trap, she becomes an ally. Finding herself now out of work, she offers to join them. She uses her alliances with Corrosive Ventures to ensure the PCs journeys through their holdings are not only safe but very comfortable (the PCs should be treated extremely well in this part, accessing the finest rooms and receiving



what help you deem reasonable during their exploration), removing any consequences they may have faced otherwise. Furthermore, the help of Kethi opens up archives that the PCs would ordinarily be unaware of and unable to access. The benefits of these manifest themselves as advantage on all checks made in connection with researching the dead gates.

HA'VZEER'S SURPRISE

The encounter below is optional, depending entirely upon the PCs' own actions or abilities. It occurs if one PC has an Intelligence of 18 or higher, or if the PCs used force to obtain access via the Thanex Coterie gate to Beacon. The event can occur at any time, but Beacon is the ideal location. Bear in mind that the coterie has a network of spies across Beacon, and, unless the PCs have gone to extraordinary lengths to be covert, the slavers should easily be able to locate them.

Hav'zeer sends a unique nalfeshnee demon through the gate to do her bidding. Its instructions are to bring back any PC with an Intelligence of 16+ dead or alive (she can have any such PC *raised* later), and then kill all the remaining PCs. The demon—known simply as the Messenger—is one the coterie uses to carry out extermination and vengeance missions and has been bound to serve the slavers for decades. The demon takes pleasure from simple annihilation and finds any mission to retrieve something (even a corpse) abhorrent—something Hav'zeer finds ironically amusing, as the demon is compelled to serve even unto death.

THE MESSENGER – UNIQUE NALFESHNEE

XP 10,000

hp 184 (see *SRD*)

Messenger's Curse. Those in proximity to the Messenger are afflicted by a profound increase in self-inflicted and ally-inflicted wounds, failures in magic, and similar accidental damage. All creatures other than the Messenger within 30 feet of it have disadvantage on concentration checks, and on a failed concentration check a harmful spell does not simply fail; instead, it targets either the caster (01-50%) or a random ally of the caster within 30 feet (51-00%). Likewise, a creature that rolls a natural 1 on an attack rerolls the attack against itself (01-50%) or an ally within its reach or within 30 feet for a ranged attack (51-00%). In either case, if there are no allies within reach or 30 feet of the caster or attacker, the spell or attack targets the creature making it.

NIGHTMARES OF THE MAD GOD-SEER AND DOTAN ROTH

A small part of events here also includes the kyton God-Seer reaching out to the epic PCs through their dreams and idle thoughts—invading them with her bloated presence and whispering encouragement to seek out the mysteries of the Panopticon and bring freedom to her chained people, perhaps resulting in dream encounters and experiences that may make the PCs doubt the wisdom of completing this adventure.

So close to the God-Seer, Dotan Roth is also able to ride these as his Purity servants explore the Panopticon themselves. Use Roth as the foul, clammy face of Purity; the leering, sweaty surety of a master-villain, taunting the PC's weak flesh, belittling them, laughing at them, telling them they are too late, too weak, too inferior to succeed.

PART THREE: DEAD GATES SLEEPING

The PCs need to 'resurrect' each of the three outer gates to enable access to the fourth at Asteroid 113. Once all 3 gates are awakened in this way, any can be used to access the final one on Asteroid 113. As soon as they set eyes on a gate, the PCs' connection with the *Opus Aeterna* stirs and they quickly realize how absurdly simply the codex within each gate is, despite outward complexity. They understand the mechanism and can awaken each relatively straightforwardly.

Each of the gate's locations and journey to reach them is detailed below. The methods given for travel are the only ones available to each location. The PCs can tackle the gates in any order. Each asteroid is tenuously controlled by one faction of the confederacy; a DC 5 Charisma (Persuasion) check reveals which. Intelligence (History) or Charisma (Persuasion) checks can gather information on each asteroid. Higher checks include information from lower results. The DC is reduced by 5 for checks made while on the asteroid being researched.

GATE 1: HOPE MINE

DC 15—Hope—probably the worst name you could call it. This place is a prison, a place where those who oppose Purity—or just happen to get in the way—end up. The asteroid, which has an atmosphere so thin you have to take ten breaths to get one, is rich in coal and salt, and is covered with what our benevolent rulers call correction camps. Hope has odd spells of day and night—right now its twilight for about the next year or so, but after that it'll start to get hot as day breaks.

DC 20—Not that they discourage independents here—and there's plenty of money to be made if you work day after day without stopping—but resources are hard to come by. Plenty head out from the main gondola base into the volcanic wilderness and are never seen again.

DC 25—There are rumors of a rebel camp amongst Fury's roots; they say a bunch of escapees have united under a banner run by a giant called the Prophet. Some say the escapees are pretty desperate and not above eating each other.

DC 30—The gate is a fickle one; the last miner who reported seeing it said it lay in a tear in the walls of Fury—in the caldera itself—almost as though Fury was trying to hide it.

1A. HOPE

Control: The Contraptors

Distance: 4 hours

Size: 885 miles diameter

Transport: Skiff

Cost: 400 gp

Hope is the nearest gate and easiest to reach. This asteroid is a political prison but also attracts prospectors hoping to make a lucky strike amongst its volcanic valleys.

A little under nine-hundred miles across, Hope is quite large for an asteroid; its erratic orbit has been likened to a drunken dancer. The skiff that takes visitors to Hope has seen better days. A DC 20 Intelligence (Investigation) check reveals it should have been mothballed years ago; her Purity flags and propaganda cannot hide that. It's rarely used now as most visitors come against their will in another, larger skiff not available to the public.

THE DEAD GATES OF THE SHATTERED ZONE

DC 10—Miners talk about the dead gates; almost always where a terrible alien *something* comes through, takes a miner and vanishes, usually leaving a hand or foot behind as the gate seals again. The miners don't know much about the gates—just that they are wreathed in alien rings that can move. Some have spent lifetimes trying to puzzle over them, sure they will lead somewhere that will make them rich, but all remain dead. The fourth gate—the one on Asteroid 113—is just rumor—few folk have ever dared reach the asteroid or had the wit to get there despite tales of fabulous Ancient artifacts littering it.

DC 15—The best-known of the dead gates is probably more infamous for its name—the Devil's Door. It rests in a distant part of an outtine nunnery known as Salvation, where the sisterhood keep watch upon a celestial clock of fathomless age said to have been created by Haymot Steel-Arm. The gate has been subject to tales of ghostly alien encounters and attempts to set up a communication station on the fragment of rock it rests within failed with repeated strange signals and ghostly noises. Harder miners point to the fact that getting to the signal station requires nerves of steel—it rests at the edge of an arduous, terrifying trek—and it is more likely that simple fear led to its disuse.

DC 20—A second gate is known to exist on an asteroid known as Hope; this asteroid is a repository for criminals—particularly thought criminals, who work its coal and salt mines. Purity has placed the running of the mine in the hands of Corrosive Ventures, who use worker giants in parts of the mines. The gate itself is in a volcano called Fury.

DC 25—The third gate has not been seen for many years; it exists within a Purity outer station known as the Zenith. Of late, Zenith has been locked down; since it rests right on the furthest edge of the Zone, there have been all kinds of rumors about what is going on up there.

DC 30—There is a fourth gate on cursed Asteroid 113, a place of terrible rumor said to house a portion of Hell. Only ever alluded to in miner's tales, this gate is said to be much larger than the others, and sigils upon its surface suggest it might be linked to the other 3 somehow, or possibly linking to another realm entirely.



On the day the PCs are crossing, they are the only passengers heading across, apart from a trio of auttaine whores who are moving over to the city of Hope looking to set up business. As the skiff journey is likely to be the PCs' first, read or paraphrase the following description when the skiff is about to launch:

The lack of action is worse than anything; a cacophony of screaming metal on metal ended some minutes ago, and now you are braced for whatever comes next. There is a short, barked announcement of some sort that is impossible to hear, let alone understand. Then the ship is hurtled forward, jamming you backwards into your seats. The whole sphere rattles and shakes, a panel tears loose and somewhere above a window shatters.

The journey seems to take much longer than it actually does. Remember the inherent gravitational abilities of the metal the ship is made of; this is a good moment to show that by having one outer panel of glass shatter and crack without any further effects. At this stage the whores can point out the inherent qualities of kallenite. For more information, see Chapter 12.

The grab and slowing is almost as dramatic as the acceleration; the ship creaks and groans, metal grates against metal as the arcane catcher grabs it. The ship slows and is slowly pulled into the asteroid, where it finally comes to a halt.

The harbor lies just below the surface of the asteroid, a Purity obersolder opens the hatch, inviting the PCs and the prostitutes to leave. A short tunnel rises sharply to the surface. As the PCs leave the tunnel read or paraphrase the following description:

With a tang of iron and sulfur, this place has the taste of hell—but you soon see it's not just a look. A rusting decrepit city lies beyond, a steady acid rain pounding on countless makeshift corrugated iron roofs. There are few lights, giving the place an eerie feel, not aided by countless visionaries lashed to the walls shouting propaganda amongst the endless decaying Purity flags. Not far away glowers the entrance to a correction facility, suffocated in razor wire and watched by countless hateful watchtowers. A trio of crucified ash giants hang beside the entrance, dozens of Purity soldiers watch nearby, and beyond the city in all directions is a glow—the glow of volcanoes.

CITY STATBLOCKS

These city statblocks use the *Ultimate Kingdoms* rules from Legendary Games, but can serve without them as narrative guidance in describing each city and its people.

HOPE

LN Small City

Corruption +4; **Crime** +1; **Economy** +3; **Law** +2; **Lore** +1; **Society** -1

Qualities industrial*, notorious, racially intolerant (all non-auttaine), Strategic location

Danger +15

DEMOGRAPHICS

Government overlord

Population 9,900 (9,800 auttaine, 100 other).

Notable NPCs

OverKarl Acchtor (LN auttaine fighter)

MARKETPLACE

Spellcasting 6th-level spells

Common Items 3d4; **Uncommon Items** 1d6

Hope has a tortured volcanic landscape pierced by salt lakes, deep coal mines and volcanic swamps, this surrounding wilderness is detailed in the area map. Maps are unavailable, but the PCs can get rough directions from the handful of miners here with a DC 20 Charisma (Persuasion), Charisma (Deception), or Charisma (Intimidation) check; each 50 gp of bribery lowers the DC by 1. These directions are little more than a compass bearing and distance. Armed with this information the PCs can head out into the wilderness. They could also try for a guide, but the DC increases to 25 and the bribe amount needed to affect the outcome is doubled. The PCs can each make 2 attempts per day to get this information. The guide they locate—Akgo (N male auttaine **scout**^{SRD})—is a rusty old pot whose skin is corroded with salt and acid rain, and who wheezes as he moves. If there is any trouble, he simply tries to flee.

PCs inquiring about the escapees by making a DC 15 Charisma (Persuasion) or Intelligence (History) check find that there is a reward of 5,000 gp for the Prophet's head.

CONSEQUENCES

The Contraptors are not happy about the PCs, and they need to send out word that crossing them is not tolerated.

When the PCs return from the wilderness, the Contraptors use the standard response to their enemies—a bomb delivered by a **clockwork guard** (see page 180). The clockwork is carrying a hefty satchel containing the bomb and moves towards the PCs on a busy street in Hope, unconcerned about residual casualties. The clockwork moves towards the PCs at a walk; it knows that the closer it gets the more damage it inflicts on the PCs, and also that triggering The PCs get two chances to see its approach.

The first chance occurs at 60 feet; DC 20 passive Perception notices the clockwork is carrying the satchel—something very unusual. The satchel looks very heavy, and PCs beating the check by 5 or more notice that the clockwork is looking at them and clutching something in its hand (the trigger). The second chance, a DC 20 active Wisdom (Perception) check occurs at 30 ft. If spotted, the clockwork tries to move forward; while its

primary directive is to trigger the bomb with the PCs nearby, it will do so to just a single PC if that is the only option.

The bomb inflicts 20 dice of damage in a 45 ft. radius. If the clockwork is within 5 ft. damage is rolled using d8s, within 30 ft. the damage dice are d6s, and within 45 ft. the dice are d4s. A Dexterity saving throw (DC 35 within 5 ft., DC 25 at up to 30 ft. and DC 15 at up to 45 ft.) halves the damage.

Development: The remains of the clockwork are spread over a large area, but if the PCs search and make a DC 20 Intelligence (Investigation) check they find a section that clearly bears a company logo—the four interlocking clockworks of The Contraptors. No other attacks are listed here, but you may wish to develop the local agents' attacks on the PCs.

INTO THE WILDERNESS

Throughout this section of the adventure a heavy acid rain pounds the PCs. A day out a volcanic storm lashes the mountains and the PCs with gale-force winds, almost as though their arrival caused it. The wilds are lacerating volcanic rock jutting from acidic pools; there is no vegetation, just endless toil across the landscape, all of which is choking in sulfur.

The air is so thin that unless they make arrangements to overcome this, PCs face a similar effect to altitude sickness at high passes and must make a DC 12 Constitution saving throw or gain 1 level of exhaustion. The wilderness map shows how far the PCs must journey. Every day the PCs are in the wilds they may face a danger. The base chance is 40%, but this is lowered to 20% if they have a guide, if a PC has proficiency in History, or if someone has a relevant favored terrain, such as swamps or mountains.

Three suggested encounters are detailed here, but you may wish to change them; encounters occur in particular hexes so that once discovered geographic features remain.

The first occurs when the PCs wander into an area of thin rock that hangs above a volcanic mire covering the hex ahead; steaming vents litter much of this hex. The PCs can note something wrong on a DC 20 Intelligence (Nature) check or a DC 23 Wisdom (Perception) check. Allow each PC a single check as they approach; if they make the check, they are aware of a low rumbling ahead, seeing something strange in the countless geysers and vents in this hex. Crossing this hex is very dangerous, as the geysers regularly strike upwards. Twice as the PCs move across this area they erupt, showering the area with boiling water. Characters in the hex at this time take 20d6 points of fire damage from scalding water (DC 25 Reflex half).

The second encounter is with one of the rare living creatures on the asteroid, a ghorazagh. This creature stalks the desolate asteroid for its wretched prey. The PCs encounter it in an area of twisted sharp rocks that equate to dense rubble and which resemble a pincushion of 5 to 10-foot-wide pinnacles between 10 and 25 feet high, which cover this hex. Visibility is reduced to 20 feet, the creature flies around this terrain using its bloodsense to locate lone or remote targets, attacking with its bloodspray ability before joining melee.

GHORAZAGH

Large aberration, neutral evil

Armor Class 18 (natural armor)

Hit Points 190 (19d10 + 95)

Speed 40 ft., climb 40 ft., fly 40 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
22 (+6)	17 (+3)	21 (+5)	14 (+2)	14 (+2)	16 (+2)

Saving Throws Int +8, Wis +7, Cha +8

Skills Perception +12

Condition Immunities prone

Senses bloodsense 60 ft., darkvision 30 ft., passive Perception 22

Languages Deep Speech; chemical communication

Challenge 13 (10,000 XP)

Bloodsense. A ghorazagh notices living creatures within 60 feet just as if it possessed the blindsight ability.

Chemical Communication. Ghorazaghs can communicate with other ghorazaghs within 60 feet via pheromone transmission. In a ghorazagh hive, this range extends to cover the entire hive. This is a silent and instantaneous mode of communication that only ghorazaghs can understand.

ACTIONS

Multiaction. The ghorazagh uses blood spray (if available) then makes two pincer attacks and four tentacle attacks.

Tentacles. *Melee Weapon Attack.* +11 to hit, reach 10 ft., one creature. *Hit:* 10 (1d8 + 6) bludgeoning damage and the target is grappled if it is Medium or smaller (escape DC 19). The ghorazagh loses one pincer attack for each creature it has grappled.

Pincer. *Melee Weapon Attack.* +11 to hit, reach 10 ft., one creature. *Hit:* 16 (2d10 + 6) bludgeoning damage and the target is grappled if it is Medium or smaller (escape DC 19). The ghorazagh loses one tentacle attack for each creature it has grappled.

Bite. *Melee Weapon Attack.* +11 to hit, reach 5 ft., one creature that is grappled by the ghorazagh. *Hit:* 9 (1d6 + 6) piercing damage plus 10 (3d6) necrotic damage. The target's hit point maximum is reduced by an amount equal to the necrotic damage taken, and the ghorazagh regains hit points equal to that amount. The reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Bloodspray (Recharge 5-6). A ghorazagh can unleash a 20-foot cone of blood and eldritch enzymes. Any living creature struck by a ghorazagh's bloodspray must succeed on a DC 18 Constitution saving throw or be affected as by the spell slow. A slowed creature struck by a ghorazagh's bloodspray a second time must make an additional save or be paralyzed. These effects last for 1 minute. A ghorazagh can also consciously alter its enzymes, producing a spray that removes all effects of this ability.

REACTIONS

Siphon Blood. When the ghorazagh grapples a creature, it may use its reaction to make a bite attack.

The third and final encounter is with an explosion from Fury itself scattering volcanic bombs over the area, and the hex the PCs are in. Allow each PC to attempt a DC 20 Wisdom (Perception) or DC 15 Intelligence (Nature) check to see the gout of flame and molten rock tear into the air, allowing them a chance to get into cover. The bombs strike a huge area, anyone within it (including the PCs) must make a DC 18 Dexterity saving throw or take 15d6 damage (halved if saved). Cover grants advantage to saves and automatically halves all damage (none if saved).

As the PCs come within the last half dozen miles or so of Fury, characters making a DC 20 Wisdom (Perception) check notice the remains of old railway line beds. The rails have been removed and used by the giants in their lair high above in the volcano.

1B. FURY

When the PCs finally reach the volcano read or paraphrase the following description:

She roars above you, a vast wall of ash and fire and anger. The sides of the mountain are bare and broken rock to that coils endlessly upwards towards the caldera, which by the size of the mountain, must be vast.

Fury rises half a mile above the land. Climbing the outer slopes of Fury is not only dangerous, but exhausting. The slopes share the same DC 12 saving throws against exhaustion as the wilderness, and smoke wreathes everything, reducing visibility to a dozen yards at best. The ash giants that lurk within make frequent forays out looking for food and victims, and the tracks are obvious to anyone who has the ability to track, even using scent. Otherwise, PCs notice them on a DC 10 Wisdom (Perception) check. The huge footprints trail laboriously upwards to the caldera itself.

As the PCs move upwards lightning pounds the volcano, be sure to create a sense of impending drama here, the bolts lash at the growling peak. As the PCs move to the final summit a series of bolts hurl down, characters wearing metal armor feel their armor spark; ask one of them to make a DC 18 dexterity saving throw or be struck by a bolt (10d8 lightning damage).

Creature: At some stage on their journey upwards the PCs should meet an ash giant. This poor creature has fled its demented kin, who have partially eaten it. The giant has bite marks and had its armor torn off before it finally escaped).





ASH GIANT RUNT

XP 7,200

hp 210 (presently 113, see page 247)

Gear Lower the unarmored giant's AC to 10

The giant is almost certain to see the PCs as Purity soldiers and attack. If somehow it can be calmed (by *domination* or something similar) it can describe the escapees' base in some detail, as well as the unpleasant events that are taking place there.

1BA.THE CALDERA

When the PCs drag themselves onto the caldera, read or paraphrase the following description:

The raging volcano is petrifying up close, its molten heart raging in waves of melted rock that boil upwards, releasing clouds of choking vapor. Through this bitter mist you see some sort of structure drops into the crater, swinging and grating above the boiling lava itself. This flotsam of madness is made of rails from old lines, now rusted and hammered or bent together to form a makeshift tower hanging into the madness below. At the base of this insanity a single rail gropes outwards to a wide slit in the brittle walls of the caldera.

The bridge is amazingly dangerous; not only is it brittle and red hot, but also surrounded by toxic gases. A DC 15 Strength (Athletics) is required to move on the bridge along its slippery red-hot rails, which inflicts 5 points of fire damage every round a character touches them. As the bridge is designed for Large creatures, such creatures only have to make a DC 10 Strength

(Athletics) check. All characters on the bridge suffer the effects of extreme heat and smoke. Furthermore, it is so rickety that it sways alarmingly—upwards of 30 ft. at its base, although its structure is sound enough for the giants to use it. The bridge sways 5ft. from its map location per round, swinging left and then right to a total of 15ft. each way. Those who fall get a single chance (DC 23 Dexterity saving throw) to catch another rail and halt their progress before the awful fall into the crater. Those who fall are immersed in lava, suffering 20d6 damage per round. The caldera walls are not much better. The brittle rock is a DC 20 Strength (Athletics), but each round there is a 25% chance of collapse. Unless characters make the above save or have some other means of escape they fall.

The bridge descends 120 ft. into the volcano, before coming to a small constructed platform of rails some 5ft. across which link to the rail (Area 1BB).

Creatures: The guards (see Area 1BC below) keep a look out for the escapee. If they spot anyone on the bridge (and remember the smoke reduces their Perception checks) they throw stones. One heads upwards while another alerts the other giants, who act accordingly. These giants, like all the others in the lair, have a number of long rusty hooks sewn into their clothing, they use these to hang themselves off the bridge (an action) and then have both hands free to fight. They usually move upwards, trying to fling intruders off the bridge (assuming them to be Purity members) before retreating back to the shelf to unleash the hounds (Area 1BD).

1BB. THE RAIL

The swaying bridge ends facing directly downwards into the turmoil of the lava lake below. A single long rail is fixed to the base by a number of bent rails. As the bridge sways, it's clear that the rail is not quite long enough, leaving a large gap at certain points.

The rail is 30 feet long and very well fixed to the bridge. As the bridge sways it moves up to 15 feet further left on the map depicted, leaving a large gap. The rail, at just under 4 inches across, requires a DC 15 Dexterity (Acrobatics) to balance across. The giants usually time their leaps and step off the bridge as it comes closest to the cave below.

1BC. THE GUARDS

A smoking wound opens in the volcano wall, a wide slit some thirty feet across and ten times that high. A narrow shelf of rock opens near the top of this opening.

The cave and all chambers beyond are thick with sulphurous fumes, these replicate smoke effects and provide cover. The giants wrap cloth or hair or skin across their mouths and noses to prevent the worst effects and are generally immune to this effect now.

Creatures: The entrance to the tunnels is guarded by 2 ash giants. They follow the tactics listed above.

ASH GIANT (2)

Large giant, chaotic neutral

Armor Class 15 (scale mail)

Hit Points 210 (20d10 + 100)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
29 (+9)	14 (+2)	20 (+5)	16 (+3)	18 (+4)	18 (+4)

Saving Throws Str +14, Con +10, Wis +9, Cha +9

Skills Athletics +14

Damage Immunities fire, poison

Senses passive Perception 14

Languages common, giant

Challenge 13 (10,000 XP)

ACTIONS

Multiattack. The Ash Giant makes 2 Greatsword attacks.

Greatsword. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one creature. *Hit:* 30 (6d6+9) damage.

Rock. *Ranged Weapon Attack:* +14 to hit, range 60/240 ft., one target. *Hit:* 35 (4d12 + 9) bludgeoning damage.

Development: The PCs may try another approach and ask for access to the gate in exchange for supplies. The Prophet has already seen the PCs in his dreams, although he sees all humans and humanoids as alike, so unless any of the PCs are particularly strange looking, he may initially think they are Purity guards trying to recapture them. A non-hostile approach confuses the giants, who may still throw a rock or two before heading into the lair, at which stage they and the Prophet have a brief discussion. If the PCs have mentioned the gate, the Prophet's interest is piqued, the two giants come up and demand the PCs leave their weapons outside before escorting them to their leader. Events then follow the developments listed in Area 1BG.

1BD. THE HOUNDS

A pair of vile looking vast metallic centipedes are chained to a rail hammered into the wall of the tunnel just as it enters a low narrow gap.

The gap is 5 feet wide and 10 feet high; the giants can only pass through here one at a time.

Creatures: The chains are entirely unnecessary, and don't even work, but the ash giants think they need to do something to prevent the chain worms within from wandering off. The creatures have a limited empathic relationship with the giants and remain as guardians. If called into battle they help any giant.

CHAIN WORMS (2)

Large beast, unaligned

Armor Class 21 (natural armor)

Hit Points 161 (17d10 + 68)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	16 (+3)	19 (+4)	1 (-5)	12 (+1)	4 (-3)

Damage Immunities psychic

Condition Immunities frightened

Senses darkvision 60 ft., tremorsense 60 ft., passive perception 11

Challenge 12 (8,400 XP)

Poison. A creature poisoned by the chain worm must succeed on a DC 16 Con saving throw at the end of each of its turns. On a failed save, the creature takes 2d8 poison damage and remains poisoned. On a successful save, the poisoned condition ends.

Trilling. By rapidly vibrating its carapace as a bonus action, a chain worm emits a high-pitched trilling sound that stuns and deafens creatures within range. All living creatures within 30 feet that can hear the trilling must make a successful a DC 16 Con saving throw or be stunned and deafened. Stunned characters can repeat the saving throw at the end of each of their turns; a successful save ends the stunned condition, but the deafness lasts until the end of the creature's next long rest.

ACTIONS

Multiattack. The chain worm bites once and stings once with its tail.

Bite. *Melee Weapon Attack.* +10 to hit (reach 5 ft.; one creature). *Hit:* 17 (2d10 + 6) piercing damage, and the target is grappled. While the chain worm maintains a grapple, it can only bite the grappled creature.

Tail Sting. *Melee Weapon Attack.* +10 to hit (reach 5 ft.; one creature). *Hit:* 15 (2d8 + 6) piercing damage plus 2d8 poison damage, and the target is poisoned (see below). This attack has advantage against targets that are grappled by the chain worm.

1BE. THE COMMUNITY

The true depravity of the occupants become clear once you see this chamber; the walls and floors are littered with remains, and crude paintings on the walls depict the acts that have led to them—cannibalism and sadism are celebrated here.

The giant escapees have become more bestial here, their terror and anger becoming tangible as they abuse each other to the point of death.

Creatures: There are five ash giants here. When an alarm is raised, the giants ready rocks and move to the furthest part of the tunnel near Area 1BF, while one of them warns the Prophet and then returns. When intruders enter, the giants throw their rocks and then move in with swords.

ASH GIANT (5)

XP 10,000 each

hp 210 each (see page 247)

Treasure: Amongst the foulness are several objects stolen from auttaine, as well as quite a few auttaine body-parts. A DC 20 Wisdom (Perception) check is required to locate each object; these are: a +1 *hammer*, a vial of acid, a mattock, and a rifle with a bite mark on its shoulder stock.

1BF. CRAWL

A vent opens in the volcano here, a small cramped shaft choked with sulphurous fumes. Rails have been driven into the walls here to form a makeshift ladder, while below grows an angry pit.

The crawl is perfect for giants, but not so for Medium or smaller creatures, who face a DC 16 Strength (Athletics) check to clamber up the slightly moist rails, which lie above a steaming side-vent. The climb is 100 feet. in total and leads to Area 1BG. Characters falling drop a further 30 feet below the floor level into a boiling pool some 20 feet deep, taking 10d6 fire damage per round of exposure.

1BG. THE GATE AND THE PROPHET

The rails lead to a wide space, bridged by more hammered rails, sloping upwards through the chamber to a broad balcony some thirty feet higher. Just four rails cross this space above a bubbling vent. Something horrific has taken place here, four ash giants hang crucified above a fresco of madness—someone has been busy at work; the medium is clearly blood, and it has been worked into scenes of insanity—a bloated female thing births alien horrors, while a group of figures use a key to unlock four gates and release her. The scene continues on the flesh of the giants—all of whom still seem to be alive.



The rails rise at 45 degrees and require a DC 17 Dexterity (Acrobatics) check to cross, those who fall drop 120 feet into the boiling pool below (10d6 fire damage per round of exposure).

Creatures: The Prophet is here, with two followers to work the flesh and walls with his visions (see below). The followers have hung their skin with auttaine body parts and bits of their fellow giants, but otherwise they are naked. Reduce their AC by 4 accordingly.

ASH GIANT (2)

XP 10,000 each

hp 210 each (see page 247)

THE PROPHET

Large giant, chaotic neutral

Armor Class 18 (plate)

Hit Points 254 (22d10 + 132)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
29 (+9)	14 (+2)	22 (+6)	16 (+3)	18 (+4)	18 (+4)

Saving Throws Str +14, Con +11, Wis +9, Cha +9

Skills Athletics +14

Damage Immunities fire, poison

Senses passive Perception 14

Languages common, giant

Challenge 14 (11,500 XP)

Sneak Attack (1/Turn). The Prophet deals an extra 21 (6d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the Prophet that isn't incapacitated and the Prophet doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. The Ash Giant makes 2 Greataxe attacks.

Greataxe. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one creature. *Hit:* 30 (6d6+9) slashing damage.

Cannon. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 54 (8d12 + 2) bludgeoning damage.

Before Combat: When he first sees the PCs, the Prophet quite clearly recognizes them from his nightmares. However, he's not interested in talking about his visions, only stopping them by pulling them apart. The Prophet keeps a loaded cannon he carries around with him at all times. However, if the PCs have approached peacefully to trade, and have 5,000 gps worth of weapons and other useful supplies, they can cause the Prophet to back down by a DC 25 Intimidation check. The DC of the check increases by 5 for each 1,000 gp or part thereof below 5,000 to a minimum of 1,000 gp. If this succeeds, the giant becomes more compliant, and explains why he has been working on his frescoes. He allows the PCs access to the gate if they wish.

During Combat: The Prophet uses his cannon on distant opponents. He also tries to use his sneak attack if there is an opportunity. He engages in melee when it seems tactically advantageous.

Development: The 4 crucified giants are far too injured to help or hinder. The Prophet has used his skills to cut and bleed his visions into the chamber. He has been deranged by the awakening of the God-Seer and has seen the PCs coming. Anyone examining his fresco of living skins soon realizes that the figures depicted resemble the PCs greatly—consider describing a few features and letting the PCs slowly figure it out themselves that it is they who are opening the gate and releasing the God-Seer.

The depictions are remarkably informative—this event (the PCs attacking the Prophet) is depicted, along with the Prophet's death at the PCs' hands (and which is depicted in vile detail). Another gate is watched by beatific creatures with halos. Characters making a DC 20 Wisdom (Insight or Perception) see that this gate hides a foul, many-faced demon. A third is shown in an iron fortress at the summit of the heavens. Depicted here and noticed if characters make a DC 23 DC Wisdom (Insight or



GATE 2: SALVATION

DC 10—Salvation—a holy site under the care of a devout sisterhood of nuns of Haymot Steel-Arm—is ironically reached from Beacon via a short skiff plunge to a place called Sin, where all the miners go to spend their hard-earned cash. Sin is where auttaine go to unwind and is particularly noted for its clockwork horse races.

DC 15—You might have noticed that Sin is chained to Salvation—some say it is to ensure that virtue and vice are never separated, others that the holy Ancient relic within Salvation—the timepiece known as the Fable Orrery—is kept secure so that when the sisterhood finally work out what it is really for Purity can use it. They say the hundred bells—the lesser bells that make up part of the instrument—haven't sounded for decades now, and of course the Great Bell—the central object of the device—has *never* sounded.

DC 20—hey may be sister nuns, but they're Purity through and through; their leader—the caustic Mother Metal—is a devout worshipper of Haymot Steel-Arm but is said to get her true pleasures from the Purity officers that visit the nunnery.

DC 25—Of course even the officers have to abide by the visitors' rule—no visitor may remain more than 20 hours on Salvation so that they don't taint it. The clock may be amazing but there's not much else to see.

DC 30—Except the Devil's Gate of course, although no one much goes there now, it's so ridiculously dangerous to get to—an exposed path across cliffs so high they say that some folks who fell off still haven't hit the bottom. The tornado-force winds tear people off, so that's probably why they abandoned that signaling station up there.



Perception), is a cannon golem. The Purity party on Asteroid 113 is also depicted, again a DC 23 Wisdom (Insight or Perception) counts four dozen or more Purity troopers, along with other members of the party, including the cannon golem. In the final scene, which does not require a check to decipher, the PCs battle a Purity symbol surrounded by angels whilst their minds are being invaded by vast, alien thoughts.

The ash giants can relate the ravings of the Prophet, how he foresaw the PCs opening 4 gates, three of which became one to release the God-Seer and her million children into the universe.

1BH. THE GATE

A dull black circle of metal sits within an aged series of metal rings wreathed with countless alien sigils.

There are 6999 symbols depicted on each ring, and 5 concentric rings in total. As soon as the PCs set eyes on them they realize how absurdly simple the matter of resurrecting the gate is. The mathematical formula they follow requires moving the

symbols in a particular way; this movement takes a single character ten minutes to achieve, and during the final minute they realize that once open, the gate can only be closed from its far side—something that can only be accessed when all 3 gates are opened once more.

When the PC completes their work read or paraphrase the following description:

The last symbol—an inverted alien bird swallowing a sun—moves into place with a satisfying thud. Momentarily all is still and then something remarkable happens—the gate's rings turn inside out, revolving and spinning as something forms in their center; an echo of yourselves seen in a pool of utter blackness. A sudden stench of emptiness and vast antiquity reaches out—a tangible force like the hand of a ghost which draws through you, embracing you as it does with a feeling of great warmth and then forming into a gate.

Unless this is the last gate the PCs awaken, the shiny blackness repels attempts to enter it. If all three gates are awakened, it forms a link to Asteroid 113 as described in Part Four of this adventure. The PC who awoke this gate, however, feels a physical pleasure wafting over his whole body; an almost sexual feeling of one-ness. The PC's Wisdom is permanently raised by 2 (maximum 30).

2A. SIN

Control: Neutral

Distance: 1 hour

Size: 198 miles diameter

Transport: Skiff

Cost: 100 gp

SIN

LN Large City

Corruption +2; **Crime** +3; **Economy** +3; **Law** -1; **Lore** +1; **Society** +5

Qualities notorious, prosperous, rumormongering citizens, strategic location, tourist attraction

Danger +20

DEMOGRAPHICS

Government council

Population 13,450 (12,900 auttaine, 550 other).

Notable NPCs

Kabalan, Duke of Sin (LN male auttaine fighter/bard)

The Rust Bitch, Unofficial Queen of Sin (N female auttaine bard)

MARKETPLACE

Spellcasting 7th-level spells

Common Items 3d4; **Uncommon Items** 2d4

The short skiff plunge from Beacon to Sin is aboard one of half a dozen bulging skiffs, all of which come with an exclusive upper deck that serves passengers needs for 1,000 gp, indulging them with sweet fragrances, luxurious seating, and curiously attentive clockwork servants.

When the PCs arrive on Sin, read or paraphrase the following description:

There's an overt use of gaslight here, strange signs that flicker and pulsate from high walls in the endless rain. Screams echo from the streets here, gaudily dressed steel whores display their remarkable flexibility to would-be vendors, while nearby a street clears as a herd of rusting steel and iron clockwork horses race by, their jockeys gripping to them in joy and terror.

Sin is the happy capitol of the Zone, a dark fairyland of vice where all the miners come when they want to relax or indulge—particularly in gambling. The lawful auttaine love to unwind with a reckless flutter, and there are over five hundred gambling halls. The most popular at the moment are races between clockwork horses around the city streets, viewed from gambling halls using curious ocular devices. To reflect an evenings' entertainment, allow the PCs to bet any amount they wish up to 5,000 gp (if you wish, more exclusive clubs allow bigger bets) and roll a d20 for a result—adding 1 for training in Investigation, Deception, and Insight (+1 per skill). If the PCs roll a 20, they win 10 times their bet; on a 18 or 19 they win three times their bet.

Across the city, the PCs should meet collective groups of nuns from Salvation. These sisters are usually singing hymns, praying, or preaching from street-corners, shouting at the locals and visitors to repent.

The void gondola to Salvation rests a short train journey—aboard a ridiculously large, three storey train—away at the edges of an acidic sea above which the gondola rises almost vertically into the heavens.

CONSEQUENCES

Sin may be neutral, but to members of the Confederacy, that just means anything goes. Unless the PCs are working with them, Corrosive Ventures is cross with the PCs—really angry; they expect to be obeyed, particularly by strangers they try to help.

Corrosive have a number of local agents, and many of these have local allies that dabble in the darker sides of constructs. Once word reaches them of the PCs' deeds and presence, they arrange for the use of a pair of local air elemental constructs created by Corrosive Ventures. It's suggested that this consequence occurs when the PCs are in Sin—possibly after they have just arrived. Use your judgment on the best time and be prepared to improvise.

The elemental constructs resemble gaunt and misshapen great cats, transparent and nearly invisible when remaining perfectly still; they have foul, acrid breath and scream with their horrible, alien echo-voices. Once instructed, they do not return unless they succeed in wiping out all the PCs.

AIR ELEMENTAL CONSTRUCT (2)

Huge construct, neutral

Armor Class 17

Hit Points 210 (28d10 + 56)

Speed 0 ft., fly 90 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
20 (+5)	20 (+5)	14 (+2)	6 (-2)	10 (+0)	6 (-2)

Damage Resistances lightning, thunder; bludgeoning from nonmagical attacks

Damage Immunities cold, poison, psychic; piercing, and slashing from nonmagical attacks

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses Darkvision 60 ft., passive Perception 10

Languages Understands the languages of its creator but can't speak

Challenge 13 (10,000 XP)

Air Form. The air elemental construct can enter a hostile creature's space and stop there. It can move through a space as narrow as 1 inch wide without squeezing.

Air Mastery. Airborne creatures take a -2 penalty on attack and damage rolls against an air elemental construct.

Immutable Form. The air elemental construct is immune to any spell or effect that would alter its form.

Magic Resistance. The air elemental construct has advantage on saving throws against spells and other magical effects.

Magic Weapons. The air elemental construct's weapon attacks are magical.

Windy Absorption. Whenever the elemental construct is subjected to cold damage, it takes no damage and instead regains a number of hit points equal to the cold damage dealt. *Gust of wind* or *wind wall* cast at a construct affects it as *slow*.

ACTIONS



Multiattack. The air elemental construct makes two slam attacks.

Slam. *Melee Weapon Attack.* +10 to hit, reach 15 ft., one target. Hit: 20 (3d10 + 5) bludgeoning damage.

Wind Blast (Recharge 4–6). Each creature in the air elemental construct's space must make a DC 18 Strength saving throw. On a failure, a target takes 45 (10d8) bludgeoning damage and is flung up 1d6 x 10 feet away from the elemental in a random direction and knocked prone. If a thrown target strikes an object, such as a wall or floor, the target takes 3 (1d6) bludgeoning damage for every 10 feet it was thrown. If the target is thrown at another creature, that creature must succeed on a DC 18 Dexterity saving throw or take the same damage and be knocked prone. If the saving throw is successful, the target takes half the bludgeoning damage and isn't flung away or knocked prone.

REACTIONS

Rapid Response. As a reaction, when an attack within its reach hits the air elemental construct it may make a slam attack.

Development: If the PCs made an enemy of Lady Kethi, she attacks now, helped by her daughter Ayva.

LADY KETHI

hp 150 (see page 239)

AYVA—IRON GOLEM

hp 210 (see SRD)

2B. SALVATION

Control: Purity

Distance: 6 hours

Size: 45 miles

Transport: Void Gondola

Cost: 300 gp

This may be the PC's first voyage in the curious and unsettlingly silent void gondola; be sure to emphasize the awful pulling and raising of the device. The gondola is a broad metal sphere some 15 ft. across and lined with two rows of leather seats that are arranged rather like a theater. Half a dozen other visitors are within; all auttaine, all talking excitedly about the Fable. Make sure the PCs hear a debate between two passengers about its silence—particularly the silence of the Great (see DC 15 on the **Gate 2: Salvation** sidebar, page 250).

When the PCs arrive, they are drawn via the gondola into a broad marble space filled with votive lights, the sound of sisters singing hymns echo in the chamber. The PCs are ushered into the main chamber by smiling nuns. As the PCs enter this vast Ancients' space, read the following description:

You see now why locals spoke of the Fable in reverent terms—the vast chamber is dominated by a device so strange it has to be the work of the Ancients. A basilica of metal and crystal of impossible delicacy—a million mechanisms make up the complex whole, ten thousand moving parts are fed by a hundred thousand gears, giving the object perpetual motion. About it soar and glide countless heavenly bodies flanked by birds, giving the device the appearance of some fabled orrery. About its outer arms, which fill hundreds of feet, hang bells—tiny delicate bells, and within its soul, wrapped in a muscle and skeleton of vast complexity, is a single great bell, an iron sphere with an enormous striker.

Suddenly, the striker pulls back and, as the nuns sink to their knees and weep, the bell is struck.

SALVATION

LN Small Town

Corruption -2; **Crime** +0; **Economy** +0; **Law** +0; **Lore** +0; **Society** +0

Qualities holy site, pious

Danger +0

DEMOGRAPHICS

Government autocracy

Population 199 (199 auttaine).

Notable NPCs

Mother Metal (LN auttaine cleric of Haymot Steel-Arm)

MARKETPLACE

Spellcasting 7th-level spells

Common Items 1d6

The nuns of Salvation are an uber-strict arm of Purity, twisted into the devout worship of Haymot Steel-Arm. The nuns are obsessively devotional to their deity, and work on a strict timetable of worship that runs by an exacting clock set by the divine timepiece. Visitors to Salvation are not uncommon and are generally made up of the higher echelons of Purity—there is an assumption that visitors observe and revere this devotion themselves, and the PCs may be able to play upon this. Visitors have a curious brass and copper timepiece strapped to their wrists with amazing locks when they arrive—the timepiece counts down 20 hours from the moment it is worn, turning jet black when the time ends. This device is used to ensure no visitor spends more than 20 hours on Salvation, anyone who lingers beyond this time is sure to be met by an angry Purity patrol when they return to Sin and find themselves in a heap of trouble.

The Fable is an Ancients' device, used to track momentous events within the heavens. The arrival of the PCs is a trigger for a truly momentous event—the shedding and imparting of knowledge within the Ancients Repository in Part Five of this adventure. Be deliberately cryptic about this matter, however, it's for you to know why the bell is struck, but for everyone else—including all the NPCs in Salvation—to guess.



The dead gate on Salvation lies some distance from the orrery—the majority of Salvation is within tunnels, as the outer surface has a very thin atmosphere that is wracked by terrible winds. The leader of the nunnery—Mother Metal—follows a strict schedule of events and prayers throughout the day, leaving only brief periods where she may be approached. Other attempts to corner her are politely declined, and in the event of trouble high-ranking Purity officers are only a short gondola ride away.

Sister Relea (LN female auttaine cleric of Haymot Steel-Arm) has seen the PCs—and one of them in particular—in her dreams. She has seen them open the fabled Devil-Gate in the mountains high above the nunnery and be bathed in joyful light. In truth, the name Devil-Gate is a misnomer; Mother Metal looks upon the tale wearily. She is more interested in the orrery and would be inclined to view anyone who could open the gate with wonder, rather than suspicion.

Sister Relea is in the orrery chamber when the bell strikes, and instantly recognizes one PC; which one is irrelevant. Characters making a DC 20 Wisdom (Perception) check notice her staring at one PC. The Sister follows the PCs, unsure of what to do. Within minutes it's pretty obvious that she is following the PCs, but unless the PCs make a DC 20 Wisdom (Insight) check, knowing that her attention is due to her wonder, not spying, is tricky to deduce.

Unless approached, Sister Relea follows the PCs for 2 hours before plucking up the courage to come forward and talk—this may not seem like much of an issue, but if they leave it this long the PCs miss their first chance to convince Mother Metal

to give them access to the gate. If they approach Relea first, she instantly confides her knowledge to them as listed below—she believes the PCs are angels come to open the gate and bring wonderment. The tolling of the great bell merely confirms this to her.

Relea is quiet, sincere, devoted and kind; she speaks in a genteel way, and is genuinely fascinated by the PCs. Relea confides in the PC that she has seen them in her dreams, and that they open the Devil-Gate. She tells the PCs that the gate lies beyond a perilous journey up to the higher confines of the outer nunnery—a place racked by storms and high winds, reached via a path known as the Way of the Pilgrim. The way can only be reached through a remote door in the nunnery, an iris door that has a double lock. Relea is not aware of any traps and can lead the PCs to it. For more details see below. Relea knows Mother Metal—who she adores—has the key, but rarely grants access. She is also aware of the gaps in the Mother's schedule where she takes questions from visitors.

In essence, the PCs seem to have 2 options—break through the iris gate (not easy) or convince Mother Metal to grant them access. If they fail these two options, however, Relea takes matters into her own hands and steals the key—something that has serious consequences for her.

Mother Metal is not quite the tyrant she seems, but she is still Purity through and through, so any attempts to coerce access work better if they come from a Purity member. Her day is one of strict prayer and worship, in line with the Fable; in the next 20 hours or so she has 3 periods when she may be approached—the PCs can find these out by a DC 10 Charisma

VILIFICATION OF THE FAITHFUL

If she helps the PCs by stealing, Relea confesses her actions to Mother Metal and is cast from the order, branded as a heretic with an indelible, vivid red stain across her head. This rare mark is one of the uttermost humiliations an auttaine ruled by Purity can endure—rendering her invisible, ignored by everyone on pain of death. Later, the PCs should come upon a vilified Relea, begging on the streets.

Perhaps the PCs can restore the auttaine's faith in Haymot, perhaps they can help her on some different path, but if she is seen with the PCs on Beacon, they take have disadvantage on Charisma (Deception) or Charisma (Persuasion) checks made with other followers of Haymot.



(Persuasion) check. The first occurs 2 hours after the PCs arrive, the second 11 hours after arrival and the last 17 hours after they reach Salvation. After this point visitors are required to leave. Any attempt to stay longer is likely to get the PCs into hot water.

All attempts to coerce Mother Metal are made with advantage by anyone appearing to be a Purity member (a uniform is required). The Mother listens each time to the PCs and has questions for them as detailed below—if they succeed in two checks, she asks one of her attendees to escort the PCs to the iris-gate and unlock it for them. As ever, do not overly rely on dice rolls; if the PCs come up with a great argument then allow them to succeed. The Mother has 3 questions, the check needed is detailed after each. If it is necessary for her to make saving throws, assume a +4 modifier.

Her first concern is the fable of the devil behind the gate—what will the PCs do if it is true? The PCs could show their might with a DC 21 Strength check or the casting of any 5th level spell, as do other methods you deem suitable.

The second test is one of faith, she asks each PC this question—if more succeed than fail they have passed. She poses the PCs the question that if whatever lies beyond the gate is so powerful, do they swear to seal the entrance to the nunnery even if it costs them their own lives to protect the Fable? The Mother's Insight is only +4, so the PCs may find it easy to lie. You can allow the PCs to make DC 15 Charisma (Persuasion) checks to convince her they would if they honestly would or, if they are of such a selfless type, allow them to extol this without a check. This test is very pertinent, as the PCs genuinely have to make this choice later in the adventure.

Finally, Mother Metal does consider the great bell strike and the PCs arrival as linked—she wants the PCs to honestly tell her why they wish to access the gate. For this event one of her attendees casts a *zone of truth* (save DC 17), the PCs can be honest (but need to bear in mind that Mother Metal may report anarchists) or make a Bluff (DC 25) if they make a save.

If the PCs fail, and do not open the iris gate, Relea steals into the Mother's chambers and brings the PCs the key on hour 18—giving them just 2 hours to get to the gate and unlock it. This appalling action has severe consequences for the auttaine, however (see sidebar above).

S1. THE IRIS GATE

Lying at a neglected corner of the nunnery, the iris gate is a 10-foot wide circular exit. Characters listening can clearly hear the winds howling beyond. Although in a quiet corner, nuns do still come this way (an outer devotional is nearby) so do not give the PCs limitless chances at the gate.

The gate (AC 20, damage threshold 10, hit points 300) is locked by 2 amazing locks (DC 25 each), it is set in a thick wall of concrete and steel. If the PCs use force, Mother Metal is sure to raise the vandalism of the Fable with Purity officers.

If opened, the iris gate slides slowly open, a beckoning, howling gale sounds beyond. A short, dirty corridor leads to an opening. When the PCs reach there read the following description:

The nuns were not kidding when they spoke about the traversing of the path being an act of faith—a towering iron stair rises almost vertically above you, its flanks lacerated by the howling gale that tears at this high mountainside. At the top, the stair reaches a pathway made of metal bars punched into a sheer cliff face, which drops about two miles. At its end lies an opening, above which, reached by the remains of an iron ladder, is a decimated iron structure rather like a lighthouse bristling with iron antennae.

The iron ladder stair is almost 200 yards long, the walkway beyond is 100 yards. Characters trying to fly must make DC 20 Dexterity (Acrobatics) checks to remain in control each minute; those who fail are out of control and blown 120 feet in a random direction. Those who fail by 5 or more are smashed into the mountainside, taking 6d6 damage and are out of control.

The ladder requires a DC 10 Strength (Athletics) and, unless secured, a DC 10 Strength check to avoid being torn from the iron steps.

The walkway is a different matter; it is an act of faith as well as Acrobatics. The lower rails are not too thin (about a foot across) and above them, at the perfect height for a Medium creature, are fixed iron chains. Characters can cross them by making a DC 10 Dexterity (Acrobatics) check and DC 10 Strength check to avoid being torn away.

The fall is about 2 miles. The return climb up is DC 15 for both checks, as the face has a slight overhang. Bearing in mind the ripping gales below, you may wish the PC to face multiple Strength checks to return.

S2. THE LIGHTHOUSE

PCs can use the short remains of the ladder (DC 10 Strength (Athletics) check) to get into the calm of the ruins of the lighthouse if they wish, but the place is little more than a shell decimated by the gales. The opening leads down a short corridor into a wider space which contains a dead gate, when the PCs arrive read or paraphrase the following description:



There is an ancient air about this place. Despite the gales outside it seems tranquil, almost beatific in its air. The dull, black gate glowers from within an aged series of metal rings wreathed with countless alien sigils.

Like the one at Area 1BH there are 6999 symbols depicted on each ring, and 5 concentric rings in total. These symbols are subtly different to those, however; slightly more complex. Characters attempting to resurrect the gate must make a DC 20 Intelligence check to correctly align each of the 5 outer rings. If they fail, they hear something approach the gate from the other side, on the second failure they hear it breathing and listening, on the third fail it begins smashing the gate from the other side, something that does no damage to this side.

When the PC completes their work read or paraphrase the following description:

The last symbol—a hollow humanoid swallowing a moon—moves into place with a satisfying thud. Momentarily all is still and then the gate's rings turn inside out, revolving and spinning as something forms in their center; an image of you seen in a pool of blackness. Suddenly something tears through the darkness, the blackness enveloping it like an oil slick. The thing is vast and insectoid and furious—a boiling blackened mass of hate and distended limbs. It howls.

S3. THE PRISONER

When the gates were closed, this one had something trapped within. Kept in a slumbering, awful stasis the creature—a deranged daemoniac fiend referred to as the Prisoner—remained. It is the thing the nuns sometimes hear when they come here, and it has been trapped within, impotent and insane, for centuries of centuries. When it is released, it bays its joy and looks for prey to destroy.

PRISONER DAEMON

Large fiend (demon), chaotic evil

Armor Class 18 (natural armor)

Hit Points 189 (18d10 + 90)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	20 (+5)	20 (+5)	18 (+4)	16 (+3)	20 (+5)

Saving Throws Str +9, Con +10, Wis +8, Cha +10

Damage Resistances acid, fire, lightning; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities poison

Condition Immunities poisoned

Senses truesight 120 ft., passive Perception 13

Languages Abyssal, telepathy 120 ft.

Challenge 16 (15,000 XP)

Cloud of Misery. A prisoner daemon is surrounded at all times by an adamantite wasp swarm (see page 233). It has control over the swarm, directing it as it pleases.

Magic Resistance. A prisoner daemon has advantage on saving throws against spells and other magical effects.

Scream of Iron. A prisoner daemon's metallic skin-plates create a distended and cacophonous scraping noise that can drive a mortal being insane. Anyone within 30 feet must succeed on a DC 16 Wisdom saving throw or be struck by a *symbol* spell (insanity). A creature that makes this save is immune to the effect for 24 hours.

Spy Drone. A prisoner daemon can spend an action dispatching one of the innumerable metal wasps that surround it as a remote-viewing spy, equivalent to an *arcane eye* spell.

ACTIONS

Multiattack. The prisoner daemon makes four claw attacks.

Claw. *Melee Weapon Attack.* +9 to hit, reach 5 ft., one target. *Hit:* 22 (4d8 + 4) slashing damage.

Tearing Oblivion. A prisoner daemon can spend an action to destroy an incapacitated creature, reaching its limbs around its prey and tearing it asunder while plunging its physical remains into an entropic void, affecting the target and its gear as a *disintegrate* spell.

Teleport. The prisoner daemon magically teleports, along with any equipment it is wearing or carrying, up to 120 feet to an unoccupied space it can see.

Development: The PC who awoke this gate feels an intense joy which envelops over her whole body. The PC's Charisma permanently increases by 2 (maximum 30).

Unless this is the last gate the PCs awaken, the shiny blackness repels any attempt to enter. When the final gate is opened it forms a link to Asteroid 113 as described in Part Four of this adventure.



A. CHOKE

Control: The Shattered Zone Mining Company

Distance: 7 hours

Size: 1903 miles

Transport: Skiff

Cost: 700 gp

CHOKE

LN Large City

Corruption +6; **Crime** +3; **Economy** +5; **Law** +3; **Lore** +2; **Society** +0

Qualities industrial (twice), notorious, prosperous, racially intolerant (all non-auttaine)

Danger +20

DEMOGRAPHICS

Government overlord

Population 24,980 (24,800 auttaine, 180 other).

Notable NPCs

Zoor, Principal of Choke (LN auttaine rogue)

MARKETPLACE

Spellcasting 7th-level spells

Common Items 3d4; **Uncommon Items** 2d4

Choke is the principal settlement of this asteroid, but in truth only blemishes part of the landscape; a score of other places with similar names—Vulper, Toxus, and Strychnine to name but three—also litter its surface. The place has a breathable atmosphere that has been poisoned by industry—when the PCs arrive, they may be affected by the Choke, the smog that thrives here.

Those affected by the Choke must make a DC 12 Constitution saving throw. Those who fail are poisoned for 1d4 minutes and must make another DC 12 Constitution save when engaging in strenuous activity or become poisoned for another 1d4 minutes. This lingering affliction ceases after 24 hours once a character is no longer breathing it.

Those who wear plague masks have advantage on these saves; miners and other locals often wear scarves drenched in wine across their faces to ease the effects, granting an additional +1 bonus on the save if worn under their masks. Saves are made once per week.

The PCs quickly find that there are no transports to Pestilence; however, those who make a DC 20 Intelligence (Investigation) discover that methods to reach the asteroid still remain in place. A DC 25 check reveals that Purity are so over-confident about the plague on Pestilence that they have all but stopped watching these routes, which are only generally officially used by those heading to Zenith, or by scavengers—who use all six remaining void gondolas often. Control of the transports rests with a group of treasure hunting scavengers and smugglers who have interest across the Zone. The smugglers are fairly easy to find out about with a DC 15 Charisma (Persuasion) check, as

they have ensured bribes are paid to the officials of Purity to allow ongoing work. They are not so easy to find, however.

The PCs may decide to try to find their own way off of Choke by taking over one of the void gondolas to Pestilence. Be prepared to improvise and go along with this if they try it—just bear in mind that the smugglers, like other organizations in the Zone, have lots of allies and power.

One particularly well-known scavenger of Pestilence is **Drom Brak**; he is used as the main smuggler contact for the PCs here.

Drom Brak (N male auttaine wizard) has lived as long as he has by keeping a low profile and bribing officials. A rusting, lizard-skinned old salt who dresses like an upper-class auttaine of old is currently spending a lot of time relaxing in Choke, visiting the low gaming clubs that thrive here. The PCs can learn his current whereabouts by making a DC 20 Charisma (Bluff), Charisma (Persuasion), or Charisma (Intimidation) check. A bribe of 100 gp lowers the DC by 1; it can be lowered by a maximum of 5 through this method.

The PCs meeting with Drom takes place during a mass dogfight organized by local auttaine to break the tedium of factory work. These locals are a grim lot; tough, metallic workers with muscles to match their poverty. Drom is as sour as the rest of them—more so in fact. The auttaine cares nothing for the PCs' motives and is interested purely in money. He can arrange transportation via his contacts to Pestilence; tickets are one-way and cost 500 gp each. If the PCs want a return ticket, the price is tripled—it's risky hanging about the surface. If the PCs approach other smugglers, they're likely to get a similar price, but such smugglers may be more secretive than Drom and harder to find.

Drom can pick the gondola closest to the Purity base—he asks no questions—and can give directions to the base if asked. Essentially this gondola arrives at one end of a long boulevard once called Majesty Way (now little more than a dune-scoured ruin); it's a three mile hike up this broad, 200-yard-wide street to the Purity base.

The gondolas are in a dilapidated state but make the 6-hour journey without event. If the PCs are with Drom he's not one for talking much.

CONSEQUENCES

Betraying the Shattered Zone Mining Company can only end one way. The company—anxious about the PCs power and genuinely concerned about a possible attempt to muscle in on trade—decide to deal with them harshly. They contact a diabolist within Purity who, for certain reimbursements, calls or summons devils for them occasionally. The attack can therefore occur at any time you wish; those who brought the devils and its minions and those who asked the question are long gone before the PCs set eyes on the creature.

Creatures: The called horned devils do not dally; when they find the PCs—part of the calling ritual enables it to track them magically as though they had cast *find the path* and the PCs were the destination.

GATE 3: ZENITH

LOCATION INFORMATION

Use Intelligence (History) or Charisma (Persuasion) checks to gather information, higher checks reveal the information for lesser results.

DC 20—It's an outpost, the furthest place in the Zone. It has a Purity fort on it, but has been used by reckless miners and treasure seekers to get to Asteroid 113 as it is the closest place—not that the journey is easy.

DC 25—Access to Zenith is strictly controlled by Purity, and only comes via Pestilence—an abandoned asteroid that has a ghost city wiped out by a plague. A void gondola links the two. There are stories that the plague has not killed everything on the asteroid, and that mutated creatures have been seen. Many miners think Pestilence was deliberately infected and the creatures were unleashed as part of a Purity plot to keep intruders far away from the secretive base.

DC 30—The suspicious amount of vast horribly mutated worms below the streets over the past few years to mop up any survivors merely adds to the story. There are still plenty of scavengers prepared to risk accessing Pestilence via its old void gondolas, however. One name in particular always crops up—Drom Brak—he's always coming back to Choke with things to sell he's scavenged from Pestilence.

DC 35—Rumor has it that Purity have sent a mission to Asteroid 113 in the past few days—it is said to be led by an infamous Ancients' treasure hunter and archaeologist called Dotan Roth and his sadistic leader, the infamous Obercommander Aspa Corrosa—the so-called Iron Lady. Corrosa is responsible for more atrocities than even the Kronen, and some have said she has her many eyes set on rulership herself.



HORNED DEVILS (3)

XP 7,200 each

hp 148 (see *SRD*)

B. PESTILENCE

Under pressure from Dotan Roth, Obercommander Aspa Corrosa ordered the cleansing of Deliverance to cover their work on Asteroid 113. Purity soldiers delivered dozens of chemical devices containing a mutagen that would warp the bodies of the locals, mutating them and turning them into monsters. Corrosa knew this alone would not be enough to render Deliverance a wasteland, however, so she also ensured that several hundred juvenile purple worms were released into the city's sewage system.

Within twenty-four hours the city was quarantined; within seven days Deliverance was rendered effectively a ghost city.

She herself renamed it Pestilence, a name that greatly amused her. Now the city is an apocalyptic landscape only visited by scavengers who risk the worms and mutants. A tiny outpost remains to ensure that the occupants of Zenith have an escape route. This outpost has a tiny Purity staff. Their sole aim is to keep the void gondola open—just in case.

The PCs sink into the sandstorm-atmosphere of Pestilence and reach the surface almost before they know it. There is no time for long goodbyes, Drom takes his leave of the PCs unless they have paid him to stay. When the PCs step out onto the surface read the following description:

Through a raking sandstorm you make out the ghosts of tall buildings, now suffocating below a slowly rolling mass of dunes. Ahead, a wide opening severs the ruins, this way rises and falls over a series of high dunes.

Pestilence is in essence a dead world, made up of high sand dunes and little else. Dust-storms tear across its surface at all times.

B1. THE BEAST OF THE STREETS

The streets are mostly empty now—most of the true mutants have gone, but below the surface many things stir. On their 3-mile trek to the base the PCs are attacked by a mutant purple worm.

RADIOACTIVE PURPLE WORM

Gargantuan aberration (mutant), unaligned

Armor Class 19 (natural armor)

Hit Points 315 (18d20 + 126)

Speed 40 ft., burrow 20 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+5)	9 (-1)	24 (+7)	2 (-4)	7 (-2)	2 (-4)

Saving Throws Con +13, Wis +4

Skills Perception +4

Damage Immunities poison

Condition Immunities charmed, frightened, poisoned

Senses blindsight 60 ft., tremorsense 120 ft., passive Perception 14

Languages —

Challenge 18 (20,000 XP)

Mutant Spasms. While the worm has swallowed creatures inside of it, it can't use reactions to make opportunity attacks.

Radiation Immunity. The worm is never harmed by any radiation effects.

Tunneler. The worm can burrow through solid rock at half its burrow speed and leaves a 10-foot-diameter tunnel in its wake.

ACTIONS

Multiattack. The worm makes three attacks: Two with its bite, and one with its claws. One bite can be replaced by Swallow.

Bite. *Melee Weapon Attack.* +10 to hit, reach 10 ft., one target. *Hit:* 23 (3d8 + 10) piercing damage, 7 (2d6) poison damage. If the target is a creature, it is grappled (escape DC 18). Until this grapple ends, the target is restrained. The worm has two heads, each of which can grapple only one target.

Claws. *Melee Weapon Attack.* +16 to hit, reach 10 ft., one target. *Hit:* 26 (3d10 + 10) slashing damage.

Swallow. The worm makes one bite attack against a Large or smaller creature it is grappling. If the attack hits, the target takes the bite's damage, the target is swallowed, and the grapple ends. While swallowed, the creature is blinded and restrained, it has total cover against attacks and other effects outside the worm, and it takes 10 (3d6) poison damage and 10 (3d6) acid damage at the start of each of the worm's turns.

If the worm takes 30 damage or more on a single turn from a creature inside it, or 60 damage or more on a single turn from a creature outside of it, the worm must succeed on a DC 23 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the worm. If the worm dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 30 feet of movement, exiting prone.

REACTIONS

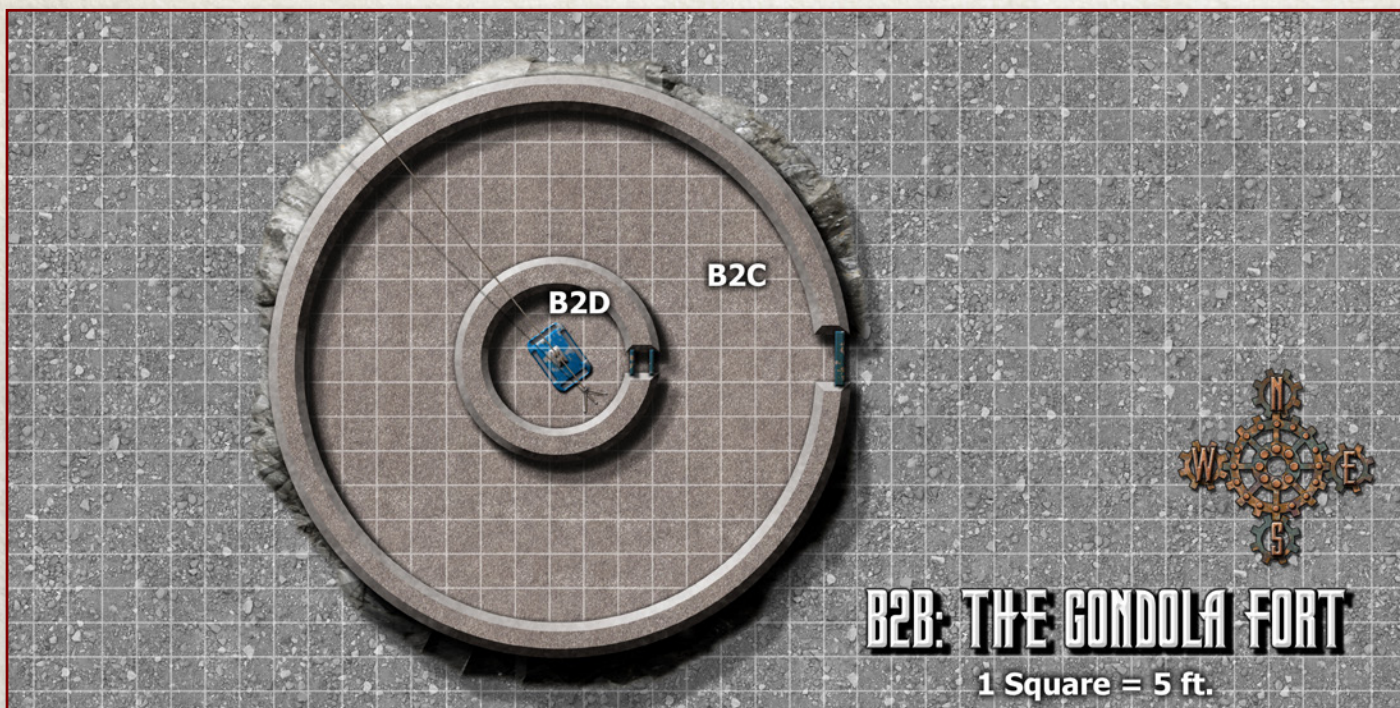
Split. Whenever the worm takes 25 or more slashing damage in a single turn, it splits into two new worms if it has at least 50 hit points. Each new worm has hit points equal to half the original worm's hit points at the time that it splits, rounded down. Each new worm is considered Huge sized and can only bite once per turn. The resulting Huge worms do not have the ability to split.

B2B. THE GONDOLA FORT

A shape comes into view through the dust, a squat domed place made of iron—seemingly without opening save for its roof, from which a vertical line of thick wire stretches to the heavens.

The fort has iron walls a foot thick, and concrete foundations ten yards deep. The only exit—itsself a foot-thick iron door—has been welded shut for years. The domed wall (DC 20 Strength (Athletics) check to climb) rises steeply at first, and then slowly eases and comes to the opening above the central courtyard that holds the gondola.

Trap. To deter worms (and the occasional mutant), the squad has trapped the outer 30 feet of the fort. The large grasping blade traps are able to grip like a bear trap, holding anything up to Gargantuan size and then slicing it apart with huge blades worked with clockwork motors. When primed, the things resemble evil-looking 5-foot metal spheres. The whole area around the fort is riddled with them, and PCs crossing the area face at least 2.



Medium creatures within range must make a DC 16 Dexterity saving throw or be grappled (escape DC 16) and take 12d6 slashing damage per round for 6 rounds, unless they are freed from the metal jaws.

B2C. THE LOST POST

An iron door, which is so choked with sand it requires a DC 20 Strength check to open, gives access to the bare barracks within. This space is a single dusty room, with areas for sleeping and a workshop for repairs.

Creatures: The watch—an iron golem and 6 Purity obersolders—are herein. The dust storms are so bad and the traps generally so effective that they are easily surprised. The troops do little more by day than slumber and work in the workshop to keep boredom at bay. The golem is the main antagonist; the soldiers generally try to keep away from trouble and readily surrender if the golem or half their number are overcome.

IRON GOLEM

XP 15,000

hp 210 (see SRD)

PURITY SQUAD OBERSOLDER (6)

XP 2,900 each

hp 105 each (see page 650)

Treasure: Amongst the oddments here are an unarmed grasping trap identical to those outside, and the chymic

telegraph—a curious chitin and metal object surrounding a bone horn speaking-piece like a wide funnel, below which is a bone and steel winding wheel Intelligence (History) check DC 22 to identify its purpose and use).

Development: The obersolders all know the correct method of communication with Zenith—something they generally only do once a month when they are due to return to Zenith. The chymic telegraph is used in a set way, the caller waits for an answer, says *Praise the Kronen*, then delivers the message. If this process is not followed those at Zenith become suspicious and dispatch an interception party when the gondola begins to move (see below for more details).

B2D. THE GONDOLA

The gondola lies in the courtyard of the fort. Within it is luxurious, with walnut, velvet, and steel fittings and six leather seats arranged in a central circle about a foot-thick brass rod. It has round windows two feet wide, and by one is the driver's machinery—essentially a simple control atop a brass post 3 ft. high with the words “chain halt”, “dead slow”, “slow”, “half”, and “fast.” These relate to the gondola's speed.

PCs examining the gondola and making an Intelligence (Arcana) realize it is badly in need of repair. It presently has 55 hit points.

The PCs potentially face two perils on their 12-hour journey to Zenith. One from the Ultari hegemony and, unless the PCs followed the correct calling procedure, one from Purity. Attack 1 and 2 should overlap somehow should both occur, it's left to you whether the Myrmidon or Purity appears first. Whatever happens, it's then a no-holds-barred battle.



ATTACK 1—THE SHANTAKS

Shantaks are space-soaring predators sent by the Ultari hegemony aimed at the PCs. The Ultari are aware of the PCs imminent step into unknown—possibly powerful—waters. They can cross the void of space with incredible haste and are potentially incredibly dangerous to the PCs aboard their tiny void gondola. The attack occurs when the PCs have completed half of their journey. If the gondola is destroyed, the PCs are effectively marooned and likely to die.

The gondola is the main target for the shantaks, trying to breach the hull and expose the PCs to the void of space, or even to cut through the massive cable and leave them floating adrift and easy to pick off. To run the combat this way, use the Void Gondola statistics on page 599 and Vehicle Rules in **Chapter 10**. Alternatively, you can simply run it as a traditional combat between the PCs and the shantaks, with PCs opening one or more of the hatches facing outward. Each face of the gondola has a 5-foot-wide opening hatch that allows escape, and air is trapped by the operation of the gondola's systems so PCs can open hatches and attack without venting the atmosphere within. If shantaks are able to tear a hole in the hull beyond the hatches, however, PCs may face suffocation and exposure to the void (see **Adventuring in the Void** in Chapter 8).

SHANTAKS (4)

Huge monstrosity (mythos), chaotic evil

Armor Class 15 (natural armor)

Hit Points 115 (11d12 + 44)

Speed 20 ft., fly 80 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	18 (+4)	8 (-1)	15 (+2)	10 (+0)

Damage Immunities cold, poison

Senses darkvision 120 ft., passive Perception 13

Languages Deep Speech

Challenge 5 (1,800 XP)

No Breath. The shantak does not need to breathe and is immune to inhaled poisons and scent-based effects.

Phobia. The first time a creature uses a fear effect against a shantak, there is a 50% chance that something about that creature triggers a phobia in the shantak. For the next 24 hours, that creature has advantage on Charisma (Intimidation) checks against the shantak and the shantak has disadvantage on saving throws against becoming frightened by that creature. The shantak can make a DC 15 Wisdom saving throw once per day to end its phobia.

Share Defenses. A shantak can extend its No Breath ability and cold and poison immunity to a single creature touching it. It can withdraw this protection as a bonus action.

Starflight. The shantak can survive in the void of outer space, and flies through space at an incredible speed. Although exact travel times vary, a trip within a single solar system should take 3d20 hours, while a trip beyond should take 3d20 days or more—provided the shantak knows the way to its destination.

ACTIONS

Multiattack. The shantak makes two attacks: one with its bite and one with its talons.

Bite. *Melee Weapon Attack.* +8 to hit, reach 15 ft., one target, *Hit:* 17 (2d8 + 5) piercing damage

Talons. *Melee Weapon Attack.* +8 to hit, reach 10 ft., one target. *Hit:* 15 (2d6 + 5) slashing damage, and the target is grappled (escape DC 15). Until this grapple ends, the target is restrained, and the shantak can't use its talons on another target.

ATTACK 2—PURITY

Unless the PCs followed procedure, a patrol is despatched on the opposite gondola. Again, this reaches the PCs at roughly the halfway stage of their journey. In this case, allow the PCs a DC 15 Wisdom (Perception) check to see the gondola approach and note it has passengers, some of which cling outside to the retained gravity.

The Purity troops, led by their oberfahn, jam metal into the gondola's chain mechanism on their side when the gondolas are 30 feet apart, slowing the two to 10 ft. per round. They use ranged weapons and then leap across between the two gondolas as they pass (the gap is 10 feet) using the gravity and atmosphere of the two. The auttaine have taken biochemical elixirs that grant them advantage on Strength (Athletics) and Dexterity (Acrobatics) checks made to jump. Characters who fail the check continue into the void and begin to suffocate unless able to survive without air.

The troops are interested only in killing intruders and do not surrender.

PURITY SQUAD OBERSOLDER (6)

XP 2,900 each

hp 105 each (see page 650)

PURITY PATROL OBERFAHN

XP 5,900

hp 170 (see page 651)

C. ZENITH

When the PCs reach the asteroid, they rise into its frail atmosphere, wan with billowing clouds. As the PCs near the base read the following description:

The gondola has been rising through mists for some time now—acrid ochre moisture clings to the outside of the tiny iron vessel. The waiting seems to go on and on as you rise upwards, only aware of the fast motion through your own bodies' sense of movement. Then suddenly the clouds are breached and you soar out. The chain grasps upwards, seemingly directly up to the heavens themselves, while all about you glower dark, impossibly steep cliffs—they must be many thousands of feet high. Dirty glaciers choke this black rampart and high, high above a dark point is visible, black stone and iron spire beckoning you upwards.

Resting atop the mountain is a large gothic fort made of huge stone blocks and topped with spires. Anyone falling off drops onto the glacier below, taking 20d6 damage. The glaciers are an impossible climb, leaving victims stranded below to die. The mountainsides indicated are narrow, exposed, and appallingly icy.

The whole structure is a homage to the gothic—what windows there are invariably depict iron angels wearing Purity flags sweeping aside armies, sconces show statuesque humanoid forms, and even the tiled floors depict Purity flags and scenes of heroic struggle.

Metal suspension bridges link the various parts of the fort; these are made of 1" thick steel cables in a mesh (AC 20, hp 30, break DC 23) with low steel cable handrails. If these bridges take 20 hit points of damage one rail is severed, leaving a single wire left; a DC 16 Dexterity (Acrobatics) or Strength (Athletics) check to climb is then required to use these icy perilous links. The icy outer walkways are made of stone with 2-foot-high parapets.

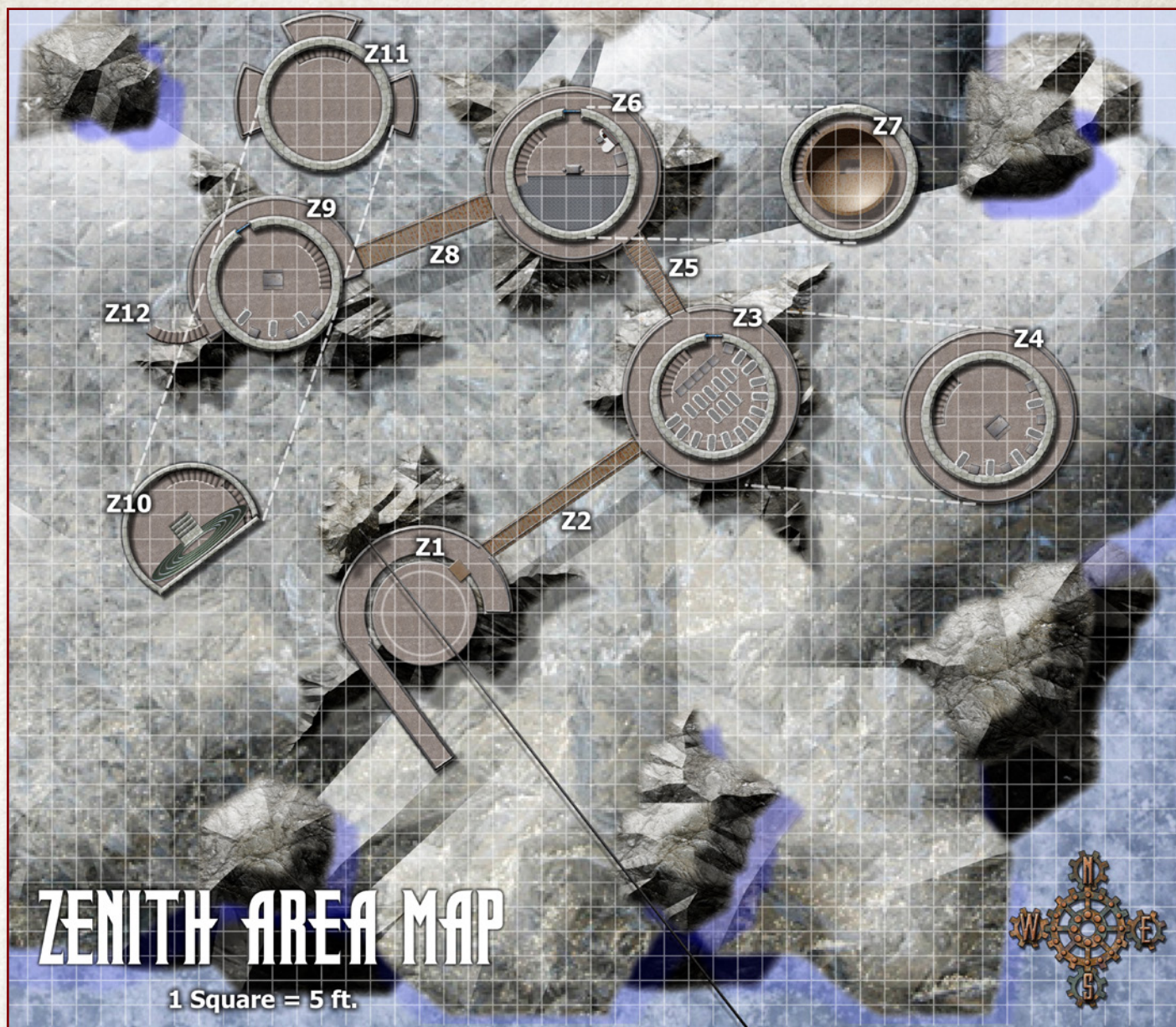
Zenith is the frontier of the Zone and has attracted the attention of two of Purity's most fervent officers—Commander Dotan Roth and his superior, Obercommander Aspa Corrosa. Roth is convinced that Asteroid 113 contains an Ancients' city and has persuaded Corrosa to help him reach it. It was he who poisoned her mind to wipe out Pestilence, and he who pushed her into funding a skiff to send an exploration group over. The group left a few days ago are now under siege in the asteroid (see Part Four). Roth has a unique *interplanetary teleport* scroll with him; it may be their only way back.

The attack on Zenith is a protracted combat with few frills—the soldiers within fall gradually back, using the linking bridges as they lose men. The occupants are listed within their starting locations, but you should be flexible with these. This is an army at an outpost: they have nowhere to fall back to.

Z1. THE GONDOLA BALCONY

A wide-open amphitheater of stone embraces the gondola as it arrives. A lone strut of iron thrusts into open space, screaming above the awful drop below. Above, a trio of curious iron and stone buildings grip pinnacles of rock, connected by suspension bridges made of steel. Two of these buildings have upper floors with balconies; the last is topped with a curious iron sphere some twenty feet in diameter.

The balcony edges do not have handrails—the gondola simply reaches the area and fills it. The struts have 3-foot-high railings.



ZENITH AREA MAP

1 Square = 5 ft.

Creatures: If the alarm has been raised, four oversolders and an oberfahn are here. They use ranged weapons against the PCs, supported by those in the Barracks (Area Z3). Without such an alarm, a pair of oversolders watch here—they are unused to visitors and likely to raise the alarm if they see movement of the chain connected to the gondola.

PURITY SQUAD OBER SOLDER (4)

XP 2,900 each

hp 105 each (see page 650)

PURITY PATROL OBERFAHN

XP 5,900

hp 170 (see page 651)

Z2. FIRST SUSPENSION BRIDGE

A steel bridge hangs across a frightful drop.

The bridge is used as a retreat by Purity troops, who are likely to be backed by colleagues from Area Z3 and the cannon golem from Area Z8.

Z3. BARRACKS

A wide, ordered space with racks for weapons, places for recreation, and a broad spiral stair rising upwards.

The stair winds upwards into Area Z4, some 20 feet above.

Creatures: The Purity troops gather here and train and enjoy recreation—usually some sort of gambling. At full strength,

there is room for 5 full squads (65 auttaine). 10 obersolders remain here. These troops support comrades in the event of attack with ranged weapons and melee as necessary. They are backed by the golem and Commander Storr (Area Z9), who rushes over to take command. The troops are disciplined and fight a sensible but flexible action based upon the PCs' own methods—in general troops fire to cover a small number of troops who move into melee. The troops are aware of the inferno grenades, but only use them if commanded to. Commander Storr does not like to overuse rare technology, fearing punishment. He only issues such an instruction when a third of his troops are dead, then allowing their liberal use and joining in himself.

PURITY SQUAD OBERSOLDER (10)

XP 2,900 each

hp 105 each (see page 650)

Treasure: Within the barracks are the following items: a ceremonial auttaine Purity uniform embedded with obsidian and gold wire worth 1,200 gp, a ceremonial +2 *longsword* with a platinum, ruby, and black steel pommel held in a leather and ermine scabbard and etched with 'Pure Forever' worth 2,700 gp, and a case of 12 *inferno grenades*.

Z4. OBERFAHN'S BARRACKS

This ordered room has five lockers and neat, spartan furniture.

Five oberfahn usually live here, separated from the common troops.

Treasure: Amongst the furniture is a magnificent Dollgor table (an auttaine variation on backgammon) set with obsidian and ebony, with polished jet and marble pieces, with dice made of carved pearls worth 2,000 gp. The room contains scores of military manuals, history tomes and maps from military conflicts across the known universe. This collection weighs about 100 lbs but is worth 4,500 gp to the right collector. If used as a reference in its entirety it grants advantage on all Intelligence (History) checks.

Z5. SHORT BRIDGE

A short suspension bridge over a glacier, perhaps half a mile below.

Z6. WORKSHOP

A wide neat area, half of which is given over to a workshop, the other half to a pig pen. The pigs are crammed together so tightly they can barely move—there must be several hundred of them. In the opposite side of the room, a curious metal box hangs below an opening with a lever nearby.

The pigs—which are crammed behind an iron mesh across the left side of the room as indicated—are used to feed the ooze in the area above, which in turn enriches the atmosphere. Huge tins of pig-feed are piled near the door.

The box is used to hold pigs; the level opens it and then lifts the pigs into the area above, where they are pitched outwards to feed the ooze. The box opens into a wide space sealed from the remainder of the sphere until the space behind is sealed. It is big enough for a Medium-sized creature.

Treasure: The workshop is an engineer's kit containing 200 assorted mechanical and survival tools, amongst which are an emergency beacon, emergency shelter, magnetic grippers, a keg of black powder, and 40 firearm bullets in a fancy walnut and silver case worth 200 gp.

Z7. THE ANGEL

A huge rusting iron sphere some twenty feet across and topped with a spire.

The sphere is suffering from exposure to the acidic rain and high winds of the summit here; it has AC 15, damage threshold 10, hit points 40.

Creature: The sphere is used to house a choke ooze.

OOZE, CHOKE

XP 18,000

hp 350 (see page 670)

Development: If the ooze is released, it noisily devours the pigs in Area Z6 and then explodes through the door, attacking anything it can get at.

Z8. AWFUL EXPOSURE

This is the steepest, deepest bridge. It swings in a wind, blown about this part of the mountaintop.

The bridge sways up to 10 feet in the wind, characters crossing it must make a DC 15 Dexterity (Acrobatics) check to do so as part of normal movement, otherwise they take a whole round to cross.

Development: The cannon golem destroys this bridge only when instructed to do so by Commander Storr, hoping to cut off the enemy with the choke ooze from area Z7.

Z9. OFFICER'S QUARTERS

A very finely appointed chamber, with a series of bookshelves, a huge and ornate telescope and a fancy iron staircase which spirals up and down.

The room is used as recreation area for the officers; of which only Commander Storr presently remains. Storr is presently in charge of the base.

Creatures: Storr resides here, with the base's cannon golem, a special type of modified iron golem, as his bodyguard.

COMMANDER STORR, PURITY OBERHAUPTMANN

Medium humanoid (auttaine), lawful neutral

Armor Class 18 (plate mail)

Hit Points 171 (18d8 + 90)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	20 (+5)	20 (+5)	18 (+4)	16 (+3)	20 (+5)

Saving Throws Str +9, Con +10, Wis +8, Cha +10

Senses passive Perception 13

Languages Common, Abyssal

Challenge 16 (15,000 XP)

Arc Rifle. Commander Storr's pepperbox rifle shots imbue a resonant electrical charge in the target. A creature struck by two or more shots in the same round takes 7 (2d6) lightning damage for each shot that hits after the first. If he hits two adjacent creatures with his rifle in the same round, electricity arcs between them, dealing 7 (2d6) lightning damage to each of them.

ACTIONS

Multiattack. Commander Storr makes three melee or ranged attacks.

Longsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage.

Pepperbox. *Ranged Weapon Attack:* +10 to hit, range 20/80 ft., one creature, ammunition (6). *Hit:* 15 (2d10 + 4) piercing damage.

Inferno Grenade (1/Turn). In lieu of a ranged attack, Commander Storr can hurl an inferno grenade (see page 542). He usually does so if one or more enemies is engaged with the cannon golem, in order to heal the golem while harming his foes. He has three inferno grenades.

REACTIONS

Blur Screen (1/Day). When attacked, Commander Storr can trigger a *blur* spell on himself, lasting up to 1 minute.

During Combat Storr believes in his racial purity; he is an overly confident fighter, and while happy to strafe enemies from a distance with his arc rifle, he also is unafraid to wade into combat and lead from the front. If he loses more than 6 soldiers, or 100 hit points, Commander Storr retreats to Area Z9, instructing the cannon golem to destroy the bridge (Z8) and then releasing the ooze (Z7) by firing at the dome. He then prepares for a final fight.

CANNON GOLEM

XP 15,000

hp 210 (see **SRD, iron golem**, except as below. A cannon golem lacks the poison breath and sword attack of a standard iron golem)

ACTIONS

Multiattack. A cannon golem has a magical cannon built into one arm rather than wielding a sword. It makes two melee slam attacks or one melee attack and one ranged attack.

Slam. *Melee Weapon Attack:* +13 to hit, reach 5 ft., one target. *Hit:* 20 (3d8+7) bludgeoning damage).

Cannon. *Ranged Weapon Attack:* +13 to hit, range 80/320 ft., one target. *Hit:* 33 (4d12 + 7) bludgeoning damage. When a cannon golem hits a target with its cannon, it can make a Strength (Athletics) check as a bonus action to shove that target, pushing it away and knocking it prone on a successful check. It has advantage on this check if the target is Medium or smaller.

Cannonade (Recharge 6). The golem shoots a cannon blast that fills a 60-foot line or a 15-foot cone. Each creature in that area must make a DC 19 Dexterity saving throw, taking 45 (10d8) bludgeoning damage on a failed save, or half as much on a successful one.

REACTIONS

Cannon Punch (1/Turn). When a cannon golem scores a critical hit with its slam attack, as a bonus action it can make a cannon attack against the same target. It cannot use this ability if it already has made a ranged cannon attack or cannonade on the same turn.

Treasure: A magnificent long-case clock worth 4,500 gp depicting Death chasing a devil on a six-legged goat. Hidden in the case is a *potion of gaseous form*, a walnut and porcelain pedal-organ worth 6,750 gp depicting angels with scythes but which weighs 100 lbs, and a superb wheel barometer (permanently set at dull) worth 2,900 gp with copper and gold handles depicting angels.

Development: The telescope, which is mounted on steel and oak tripod, is worth 2,500 gp. It is pointed at Asteroid 113; if the PCs look through it, they see the asteroid in all its spiked fury (for more information see part four).

Z10. ROTH'S OBSESSION

The stair leads to a wide space dominated by a gate, with five concentric rings. The gate forms the centerpiece of the room, and is surrounded by journals, paintings, notes, maps and objects.

Roth was obsessed with the gate, but never managed to open it. The surrounding objects all point to his findings about Asteroid 113; a DC 20 Intelligence (Arcana) check unravels this obsession—that Roth was unable to figure out the gate but knew about the other three, that he believed Asteroid 113 was an Ancients' base containing a wealth of knowledge, and that the kyton prison about it (which Roth describes as mortal pandemonium) was put there deliberately. Roth has clearly planned an expedition for many years, and this has now happened, three squads of soldiers and his commander (the Iron Lady) are with him. He believes that somewhere within the prison (which he believes periodically rearranges itself somehow) is a gateway into this repository of indescribable knowledge. PCs making a DC 22 Wisdom (Insight) check note Roth is troubled by visions of a bloated kyton queen (the God-Seer) and has variously painted and sketched her.

Development: Like the others, there are 6999 symbols depicted on each ring, and 5 concentric rings in total. These symbols are subtly different from the others, and vary little amongst themselves, making using them confusing. Characters attempting to resurrect the gate must make a DC 20 Intelligence check to correctly align each of the 5 outer rings, one check for each ring. If the PCs fail the check, they must succeed on a DC 20 Wisdom saving throw or be struck with terrible foreboding, refusing to touch the ring for 4 hours. If a character fails this Intelligence check a second time, she is again consumed with dread as above, but sure that if she fails again something terrible will happen.

If a character fails a third check (or any subsequent check), a scythe-like tentacle tears from the gate and lashes out with terrifying swiftness at the PC attempting to operate the gate, with a +13 bonus on its attack roll and dealing 19 (3d12) slashing damage. In addition, the target must succeed on a DC 18 Dexterity saving throw or be decapitated, as if struck by a *vorpal* weapon. A character slain in this manner that is later brought back from the dead has their Wisdom score permanently reduced by 3 points. This can only be remedied by casting *remove curse* and making a successful DC 20 ability check using the caster's spellcasting ability, followed by a *greater restoration* spell, or by using a *wish*.

The PC who awakened this gate feels a sensual pleasure tearing at their whole body and their Intelligence is permanently raised by 2 (maximum 30).

Unless this is the last gate the PCs awaken, the shiny blackness created within the opening repels attempts to enter it. If all three gates are awakened, it forms a link to Asteroid 113 as described in Part Four.

Z11. THE IRON LADY'S QUARTERS

This orderly chamber is dominated by pictures of devils and infernal literature, objects and curios. Overlooking all of it is a portrait of a very stern Purity officer, glowering haughtily.

The Iron Lady is obsessed with devils and has two as her infernal slaves. The portrait is of her, and if examined, it is possible with a DC 25 Wisdom (Perception) check to see her two handmaiden devils reflected in her pupils.

Treasure: Amongst the variously vile and disturbing objects are the preserved fetus of some revolting thing about the size of a lamb but consisting of congealed limbs and mouths. The thing is in a sealed jar and has a beautiful *scarab of protection* with seven charges left within. There is also a *darkskull* made from some distended alien skull (see page 549) and a copy of the Asmodean Monograph, a profane treatise on devils that grants the reader advantage on Intelligence (Arcana) and Intelligence (Investigation) checks to learn about devils. The portrait of the Iron Lady is worth 400 gp; the remaining perverse objects and curios are worth 11,400 gp in total and weigh 200 lbs.

Z12. TO THE SKIFF

A steep pathway descends a vast length of stone steps to the remains of a skiff launch site. The skiff has clearly already long gone.

PART FOUR: THE GOD-SEER'S CHILDREN

When the PCs awaken the final gate, read or paraphrase the following description:

The gate shimmers, and the rings move a single step left. The gate echoes away within, revealing a shambolic broken world; a place of iron spires and metal mountains. The stench is beyond description—and with the stench comes a noise: the screaming of a million souls. As you watch and listen, the whole chaotic landscape screams itself and moves, becoming something new. Somehow you know that your arrival has begun something inexorable.

All the PCs suddenly become aware that something momentous is happening, an event caused by them that will have repercussions across the universe—they do not know why they know this, or what may happen; they just *know*.

As the gate is formed, the PC most in communication with the God-Seer hears the kyton's screams of pleasure in her head and is aware that somewhere on the asteroid a vast hive is awakening with a single purpose—escape. She is also suddenly aware of a massiveness—of the whole asteroid reforming itself like a giant puzzle to facilitate this. Even as she realizes this, it moves again—this time dramatically as the whole landscape changes.

OBLIVION

The PCs can step through the gate at any time, however, once opened time is very much against them—if they delay, kyton soon start to arrive at the gate and come through.

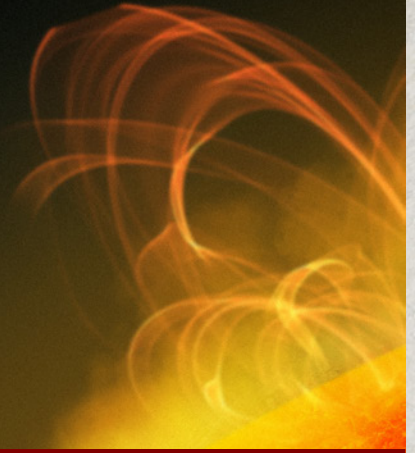
Their journey to Asteroid 113 is instantaneous and painless. When the PCs step through the gate read the following description to them:

Here is a broken landscape of black smooth stone and metal rising to giant spires—almost as though seared by fire into its present form. There is the sudden awful sound of a whole world unmaking itself, and the horizon changes. A metal spike mountain somehow seems much closer now than it did a moment ago; miles closer in fact. Nearby, you can make out the shattered remnants of a skiff, while all around you are signs of habitation.

The gate on this side is identical to the other 3, save the symbols are inverted. The PCs see how childishly easy the puzzle is and are aware that if they wish they can close the gate from this side in a minute's work without a check. They are also aware, however, that when they do this, it can only be reopened from the other 3 portals again. The PCs can also instantaneously travel to the other gates at will—simply choosing their destination as they step through.

The PCs are also immediately aware that as the world changes, the children of the God-Seer are coming—and coming soon.

The adventure as written assumes no one comes through the gate after the PCs from the other three entrances—indeed the PCs' whole dilemma is do they close the gate and seal the kyton on the asteroid—because the kyton are going to come this way quickly (see sidebar).



THE KYTON PANOPTICON

SEGMENT 1—THE RUINED SKIFF

The crash site lies about 200 yards from the gate. When Roth and his party arrived he deliberately aimed for the gate, hoping that its position was indicative of something important. He was able to slow the skiff as it arrived, but 2 troopers still died in the crash. They are buried not far from the wreckage of the skiff. Characters making a DC 15 Intelligence (Investigation) check on the vessel realize that the vessel could only come one way, and that the crew must have known this. The skiff has been regimentally emptied of all contents, although a Purity flag still hangs within the crushed port side.

The landscape of the area is undulating; cruelly spiked mountains rising through foothills to the seemingly endless iron spires that dominate the landscape. A set of tracks leads away over a low hill. Characters able to track and making a DC 12 Wisdom (Survival) check count about 40 sets of auttaine tracks in the soft ground.

The tracks lead some 500 yards over the short hill, when the PCs pinnacle this hill read the following description:

The sandy soft hill crests a low rise. Beyond, endless ridges of iron spiked mountains vanish over the horizon. Directly ahead is a high circular opening in the ground.

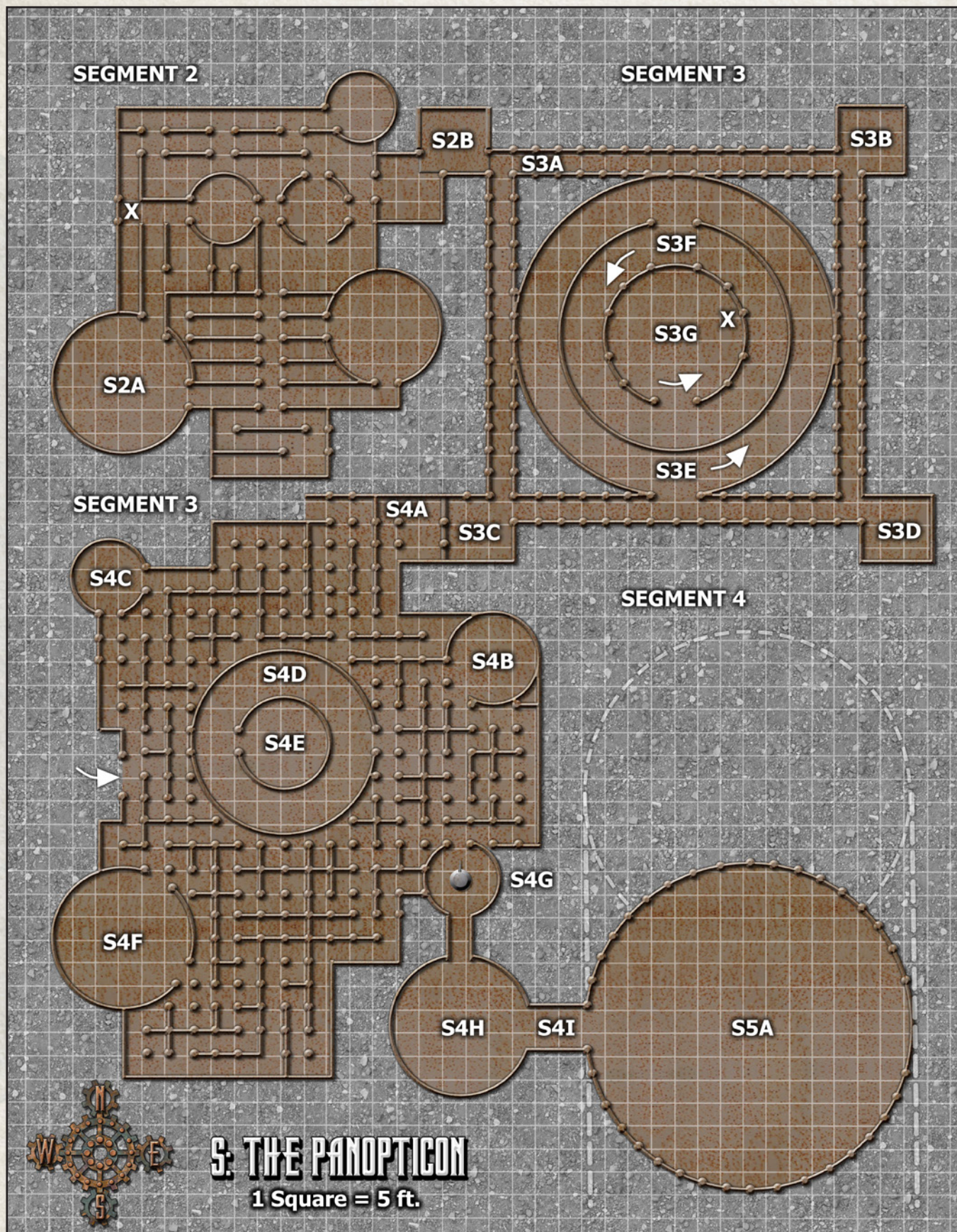
The PCs have come upon one of the vents into the Panopticon Prison. The shaft is some 100 feet across, where a series of half a dozen rope ladders drop into this 500-foot-deep opening into the Panopticon.

NO TIME TO LOSE

The PCs should already be painfully aware that Asteroid 113 is a vast kyton prison, and they should also deduce that the gates they have opened go both ways now. The question is—do the PCs leave the gate open while they explore the asteroid, or close it, potentially marooning themselves here? It's a brave and tricky choice but one you should push them to decide quickly—the changing landscape should help with this. If the PCs enter this moving world now—can they be sure they'll be able to get back here before any kyton do? Do they even care about the fate of the Shattered Zone?

You should also make sure that a feeling of impending danger is engendered into events—if the PCs dawdle, they should be attacked by kyton seeking escape, and these should be frequent—backed by a quickly moving landscape. Do not worry about throwing kyton at the PCs—there are a million here to play with, after all.





PANOPTICON FEATURES

Endless days of cruelty are etched into the walls of this vile place, home to around a million kytons. The prison they have festered in has existed almost forever; trapped and endlessly fed by the progeny of the God-Seer herself, the kyton have built a living nirvana of pain and torment. The entire place is *hallowed* (*extradimensional interference*, affecting all creatures), with 10-foot-wide iron corridors arching to 20 feet high. However, these—like all areas—are merely the skeleton of the true place; the walls are thick with the detritus of endless pain shocked into every inch. The panopticon chambers and corridors—which hang with countless chains—are almost always surrounded by deep sheaths of skin. These flesh walls, which are often between 5 feet and 12 feet thick, can conceal creatures, who loiter deep within their recesses. The floors are also littered with flesh, but constant movement has pounded it into a hard, meaty veneer.

The Purity exploration party arrived several days ago and until the PCs' arrival have had to trudge through various parts of the prison. The group are almost wiped out by kyton; fragments of their combats are found by the PCs. Their mundane journey is not detailed, but as the whole place can change, it is entirely possible for anywhere to be a possible way they used.

Now the entire panopticon is alive—the arrival of the mythic PCs has triggered its guardian to reawaken. Equal parts mechanical and divine, the Machine has waited eons to impart its knowledge, and now an inexorable series of events has begun, ending in the Machine's self-destruction. The Machine is moving its constituent parts to enable the PCs to enter its deepest soul—something that occurs in part five. Before that, the unfolding panopticon brings the PCs into peril—perhaps deliberately so on behalf of its Ancient creators. This part of the adventure is divided into a series of segments, vignettes that occur as the panopticon moves.

There is a complication—Dotan Roth. The Purity officer becomes mythic towards the end of this adventure, and his mythic potential confuses the Machine—Roth arrives first and, as the PCs discover in Part Five, he wants everything for himself. The Machine knows of the God-Seers mythic footsteps—it knows and keeps her in her place, only outsiders are brought to bosom.

Constantly remind the PCs that the whole asteroid is on the move—they may be crushed flat at any moment. The more you can make them feel imperiled the better. Play the panopticon as harshly as you can—it's been populated by self-mutilating creatures of madness for countless years; its history boils with pain and torment.

This is one bad place.

Teleportation in the Panopticon: The folding of geometry within the Panopticon is not simply a matter of the infernal world-engine constantly rebuilding and reshaping itself in a physical sense; it also bends reality and the subspatial interstices between them through which teleportation and summoning effects like *conjure animals* and *conjure elemental* operate. Any creature wishing to use such an effect must succeed on a DC 10 ability check using their spellcasting ability score to use such effects in Segment 1, with the DC increasing to 14 in Segment 2, 18 in Segment 3, and 22 in Segment 4 or the effect fails. In addition, whether or not the effect succeeds, pushing into these churning shards and spikes of subspace and trying to slip through deals 7(2d6) piercing and 7(2d6)

slashing damage to creatures when they appear, though they can attempt a Constitution saving throw using the above DCs to halve this damage. A creature that fails its saving throw also gains one of the following conditions (determine randomly for each creature): blinded, deafened, frightened, grappled, poisoned, or gains one level of exhaustion. A creature can end any of these conditions as a bonus action by attempting a new saving throw, with a cumulative +2 bonus on the save for each attempt after the first.

Dotan Roth has tapped into the inner secrets of the Panopticon and can teleport without difficulty or danger here.

SEGMENT 2—GHOSTS OF BATTLE

The surface shaft opens onto this wing of the prison. Despite first appearances, this place is empty. There is blood—and lots of it—but nothing else. The Purity squad took their dead, the kytons ate theirs. Beyond this area, the echoes of movement and a million screaming kytons echo constantly through the panopticon. Use this space to create tension, the fleshy walls the PCs walk past suddenly cry as something falls, something bangs on metal. The only things the PCs find here are listed below.

- Something exploded here, but an eye is still watching—what's left of an augur kyton somehow still stares hatefully at the PCs.
- A partly metal tongue has literally been pulled out.
- It looks like something living was pulled through a hole in the wall roughly the size of a foot, but there is nothing left but a stain.

S2A. EMBRACE

The shaft narrows as it descends and is only 30 feet across at its base. This base echoes like dull metal, as though it is merely a covering. The walls of the lower shaft are engorged with fragments of flesh, which have been smeared layer upon layer over endless generations to create a deep hive of skin punctured with holes, openings and grotesque decorations. In places, patches have been exposed and long lists of alien writing are smeared below.

The writings are descriptions in Infernal of what was done to the victims—or what they did to themselves. They are commonly found here.

S2B. DESCENT

This chamber appears to be like any other; however, as soon as the PCs have all entered, the entire thing drops like a stone, falling hundreds—perhaps thousands—of feet. As they descend, the PCs catch glimpses of other aspects of the panopticon; a chamber where a feasting mass of kyton are slowly tearing apart a Purity oversolder bone by bone; a bloated Colossal mass of flesh made from thousands of kyton; and a dark place where tens of thousands of kyton hang alive, all hooked to each other so that if a single one moves, the chains tear across the chamber in an increasing choir of suffering.

Then the chamber suddenly halts, a sphincter doorway peels back and opens access into Area S3A—the PCs have arrived at Segment 3.

SEGMENT 3—THE FRAGMENT

This tiny corner of the prison is very much occupied, but its kyton occupants are lurking within the fleshy walls. They do not openly attack the PCs, hoping to lure them into the central area where something terrible stirs. Wisdom (Perception) checks (DC 35) are required to see the kytons, although if attacked all kyton in that area emerge from the walls to take victims. They do not seek to kill, just to keep.

If the PCs blaze a trail through without noticing, they end up in the dark heart of this area, and when the thing within stirs, suddenly everything within attacks—creating an encounter of great danger.

This fragment is ruled by a thing called the Masochist, which dwells in the heart of the segment, though the PCs may entirely avoid the encounter with it if they are patient. The creature's followers cower in this minor fragment of the panopticon, terrified and aroused by what it might do. The creature itself sits brooding at the core of this wing, waiting.

Once the PCs enter this area two things happen: the whole segment turns and moves gracefully in its inexorable transit to link with Segment 4, and the PCs all become aware that on the surface above, kyton have found the gate. If the PCs use *teleport* or other spells at this point to return to that location, they should meet at least a dozen feral kyton—with hundreds more not far away. How this develops up to you, but unless the gate is closed, the kyton begin their escape.

The area moves because the Machine cannot easily bring the two parts (Segments 3 and 4) together—something it greatly desires—until the constituent parts are in place, this takes approximately half an hour from the PCs' arrival and culminates in the exit in Area S3C. However, movement is so slight that only those attuned to such slight changes notice them.

At any given time, the PCs are far more likely to hear the revolving of Areas S3E-G.

S3A. ECHOES OF TORMENT

The falling finally stops and an iron wall before you screams downwards. Two corridors streak away—one left, one right; each is infested with hanging chains and surrounded by fleshy arched remnants of endless suffering.

Four such corridors surround the Masochist; they are deathly silent but sounds echo around this area and have an alarming habit of coming back from behind—creating the illusion that something is always just behind you.

Creatures: Lurking in the depths of fleshy walls are 6 feral kytons (see page 690). These creatures can be scattered anywhere you wish, but if one is disturbed, they all emerge.

FERAL KYTON (6)

XP 5,000 each

hp 85 each (see page 690)

Treasure: Emerging from one of the walls is the fragments of the body of an auttaine long dead. A Wisdom (Perception) check (DC 25) spots this body, and the dull metal ring of evasion that did its owner no good.

S3B. CHAPEL OF ONE

This room is arched, its dome hanging with a small group of chains. Somehow, stretched across this whole space in exquisite agony, is a living thing. Its glowering head grins at you from the darkness of the chains' heights.

This evangelist kyton has worked for countless centuries as a plaything for the Masochist to reach this exquisite point—at the very edge of destruction and torment. The kyton has lapsed into madness, reciting poems without rhymes about the Masochist and what it has done to the kyton and others. Use it as a way of alarming the PCs, giving them terrible rumors or screaming and sobbing in misery and horror if the God-Seer's name is uttered.

Although it physically cannot attack, it can use its *dancing chains* ability, but only if threatened.

CHAIN DEVIL

XP 5,000

hp 85 (see SRD)

S3C. THE UNSEEABLE ESCAPE TO PAIN

Here, an arched opening blooms with flesh; jagged chains hang high in the ceiling and descend through a series of seemingly endless hooks. Dragged down these by cruel weights are scores of kyton.

This section of the panopticon connects in a complex way to Segment 4; however, it is half an hour after the PCs arrival that the two areas touch, the arched entrance between opens and the event described further below occurs. Before that moment, PCs listening here (and making a DC 22 Wisdom (Perception) check) hear the slightest of a breath of movement beyond this chamber.

Treasure: The weights are upwards of 200 lbs each—some considerably more. The kyton here are all dead; however, a DC 22 Intelligence (Investigation) check spots a sphere of adamantite weighing 300 pounds worth 15,000 gp amongst the weights, pulling the lower jaw of a kyton from its skeleton.

S3D. THE FRESCO OF FACES

This arched room is filled with kyton faces—thousands of them, stitched into one obscene living thing.

The kytons leer and mouth obscenities without being able to make any noise.

Creature: Lurking within these folds of faces is a creature known as an Attendee—one of the slaves of the Masochist—an advanced interlocutor kyton. The kyton's lair is behind a foul entrance of faces that form an obscene sphincter just below the

arched dome about 25 ft. above the floor. The kyton (and any other Large or smaller creature) is easily able to crawl through. It is aware of anyone within the room but tends to watch, waiting for visitors' curiosity to take them to its mistress the Masochist before attacking with its sisters.

THE ATTENDEE, INTERLOCUTOR KYTON

Large fiend (devil), lawful evil

Armor Class 18 (natural armor)

Hit Points 180 (19d10 + 76)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	18 (+4)	18 (+4)	15 (+2)	20 (+5)

Saving Throws Dex +7, Con +9, Wis +7, Cha +10

Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Damage Immunities cold, poison

Condition Immunities poisoned

Senses darkvision 120 ft. passive Perception 12

Languages Common, Infernal

Challenge 14 (11,500 XP)

Kyton's Sight. Magical darkness doesn't impede the kyton's darkvision.

Magic Resistance. The kyton has advantage on saving throws against spells and other magical effects.

ACTIONS

Multiattack. The Interlocutor Kyton makes 3 attacks with its claws.

Claws. *Melee Weapon Attack.* +10 to hit, reach 5 ft., or range 5 ft., one target. *Hit:* 23 (4d8+5) slashing damage.

Unnerving Gaze. As a bonus action, the kyton may turn its gaze on one target within 30 ft., causing them to make a DC 18 Wisdom saving throw or become paralyzed for 1 round, as they believe that their own body parts are entangled within the kyton.

AREAS S3E-S3G.

These areas form circular rings that turn a full half-turn in the direction indicated every 4 rounds, accompanied by a dreadful grating scream. Characters caught in any open doorways at that time must make a DC 16 Dexterity saving throw or take 70 (20d6) slashing damage. Those creatures within here are used to the movement, but others must make a DC 11 Dexterity (Acrobatics) check to avoid falling when this happens, unless they are anchored in some way to the fleshy walls.

S3E. EMBRACE OF SELF-MUTILATION

This chamber is pierced by iron spikes that thrust outwards at about every five feet. Within and about these spines are scores of kyton—they are torn, pierced, mutilated or flayed to form a living sentient thing of suffering.

The Masochist continues to work on its creation even as part of it dies, replacing destroyed flesh with new.

Creatures: Within the walls lurk 6 six additional feral kytons, these ready to join the dance when called by the Masochist herself.

FERAL KYTON (6)

XP 5,000 each

hp 85 each (see page 690)

S3F. THE WORK OF THE MASOCHIST

Beyond and within, a second round corridor appears. This chamber seems more dedicated to perfecting the art of form. Here a kyton is joined or altered to make demented features—things with vast tearing mouths, torso joined to torso, joint to limb. The dance of flesh may be living, but it is a prisoner like all the others.

The second work is a cacophonous giant of suffering flesh that never ceases its screams. Anyone coming within 30 feet of the fleshy wall must succeed on a DC 16 Wisdom saving throw or be affected as per *confusion*. Once the save is made no further saves are required for 24 hours. The flesh may be living, but it is fragmented, broken. Those who come near may be touched, pawed, or even caressed but otherwise the Second Work is unable to hurt anyone but itself.

Creature: The First Work is different, however. Made by the Masochist, the First Work tends the great Second, readying it for further "ascension."

THE FIRST WORK, INTERLOCUTOR PRIME

Large fiend (devil), lawful evil

Armor Class 18 (natural armor)

Hit Points 180 (19d10 + 76)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	18 (+4)	18 (+4)	15 (+2)	20 (+5)

Saving Throws Dex +7, Con +9, Wis +7, Cha +10

Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Damage Immunities cold, poison

Condition Immunities poisoned

Senses darkvision 120 ft. passive Perception 12

Languages Common, Infernal

Challenge 15 (13,000 XP)

Agonizing Obedience. A creature bleeding from an interlocutor prime's bloody blades is wracked with pain, gaining one level of exhaustion and having disadvantage on saving throws against becoming frightened. *Calm emotions* ends this effect, but otherwise it cannot be suppressed or removed until the bleeding is stopped, after which an affected creature can attempt a DC 18 Wisdom save as an action to end the effect.

Kyton's Sight. Magical darkness doesn't impede the kyton's darkvision.

Magic Resistance. The kyton has advantage on saving throws against spells and other magical effects.

Unnerving Gaze. As a bonus action, the kyton may turn its gaze on one target within 30 ft., causing them to make a DC 18 Wisdom saving throw or become paralyzed for 1 round, as they believe that their own body parts are entangled within the kyton.

ACTIONS

Multiattack. The Interlocutor Kyton makes 3 attacks with its bloody blades.

Bloody Blades. *Melee Weapon Attack.* +10 to hit, reach 5 ft., or range 5 ft., one target. *Hit:* 23 (4d8+5) slashing damage, plus 3 (1d6) points of slashing damage per round from bleeding, which is ended by magical healing or a successful DC 18 Constitution save. Bleeding damage from multiple hits does not stack, but if any hit is a critical hit the bleeding damage is increased to 7 (2d6) and the DC of a Constitution save to end it is increased to 20.

Barbed Wire. The interlocutor prime wraps a creature in barbed wire, causing them to make a DC 18 Dexterity saving throw. Those who fail are grappled (escape DC 18) and failing an escape check causes 14 (4d6) piercing damage.

REACTIONS

Split. When an interlocutor prime is subjected to slashing damage, it splits into two new interlocutors prime if it has at least 20 hit points. Each new prime has hit points equal to half the original prime's, rounded down. New primes are one size smaller than the original prime. A split interlocutor prime can reassemble itself into its normal form by making a DC 18 Constitution save, taking 1 minute.

S3G. PALACE OF THE CONSORT MASOCHIST

This is a domed space, where hundreds of arched recesses leer over a single, awful center. This chamber is empty—wiped clean, ready seemingly for something to happen. Countless clean chains hang within the room, their dull surface attesting to great use over a long time.

Suddenly, something emerges, distending from one of the upper archways in a long and revolting fleshy calamity.

The Masochist is always awaiting new prey, it lurks in a fold between ceiling and wall at point X, dragging with it its chains, knives and hooks—all it needs to thrive and play.

THE CONSORT MASOCHIST, EPHIALTES

Huge fiend (devil), lawful evil

Armor Class 18 (natural armor)

Hit Points 199 (19d12 + 76)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	14 (+2)	18 (+4)	18 (+4)	15 (+2)	20 (+5)

Saving Throws Dex +7, Con +9, Wis +7, Cha +10

Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Damage Immunities cold, poison

Condition Immunities poisoned

Senses darkvision 120 ft. passive Perception 12

Languages Common, Infernal

Challenge 14 (11,500 XP)

Kyton's Sight. Magical darkness doesn't impede the kyton's darkvision.

Magic Resistance. The ephialtes has advantage on saving throws against spells and other magical effects.

ACTIONS

Multiattack. The ephialtes makes 3 attacks with its claws.

Claws. *Melee Weapon Attack.* +11 to hit, reach 5 ft., one target. *Hit:* 24 (4d8+6) slashing damage.

Breath Weapon (5-6). The ephialtes exhales a spread of barbed, grappling chains anchored within its massive maw, targeting up to six creatures in a 50-foot cone. Those failing a DC 18 Dexterity saving throw take 17 (2d8+8) points of piercing damage and are grappled (escape DC 18). The ephialtes cannot use its breath weapon again while it is grappling.

Development: Bound to its mundane hunting, the Masochist is always looking for new prey. It positively quivers in glee, glistening with excrescences if it finds a new form to work on. The creature leads with its breath weapon, seeking to entrap foes so it can tear them apart very slowly.

If any kyton remain outside, they come at the sound of its dreadful breath weapon.

Treasure: The space above can be accessed by climbing the chains (Climb DC 10). Amongst a waterfall of chains are the following items: a silver and adamantine case containing weights and measures worth 2,600 gp, a *staff of healing*, a *wand of secrets*, a *manual of bodily health*, and a scroll of *move earth*.



SEGMENT 4—WHAT IS LEFT OF PURITY

The days of adventure have left but a handful of Purity explorers alive, but at last Dotan Roth has located his fabled Ancient's treasure trove and now stands at its threshold. Unfortunately, so far the gate that enters it has thwarted him, but the arrival of the PCs is about to change all that. The remainder of the expedition are now besieged by a kyton force; they have erected a stout metal barrier and left a cannon golem on guard. So far, the kytons have been repelled, however, it can only be a matter of time before reinforcements arrive.

The kytons here use augurs as their eyes and ears. Their leader—a bloodrager sacristan kyton known simply as the Glorious One—is frustrated but patient. He has a few Purity obersolders in his power and is tormenting them to try to draw the humanoid out. One of the soldiers—Daxx—escapes the kyton just as the PCs arrive. He dashes through the confusing maze of Segment 4 and straight at the PCs. This event forms the first encounter in this area—a segment that ends with the PCs meeting the God-Seer before the adventure concludes in Part Five.

TERROR APPROACHES

Segment 3 of the panopticon is slowly drawn to segment 4. When the two meet, Area S3C opens up to allow access between the two points. It does so just as an escaping Purity soldier reaches the area, a handful of kyton on his tail. The soldier, Daxx, is naked, and has been horribly abused by the kytons (exactly how horribly is left to you, but he can still run and talk). He runs screaming through this area until he meets the PCs. The soldier assumes the PCs are also Purity members (many of the common troops felt sure Roth would not set foot on Asteroid 113 without a plan of escape and reinforcements) and starts helpful in attitude. How that attitude develops is down to the PCs. Daxx knows the relative positions of kyton and Purity, he doesn't know the exact defenses, but if they can keep him helpful the PCs may be able to get directions to Purity and convince them that at the very least they are trapped miners. As the Purity expedition members are desperate the PCs have advantage on all Charisma checks made with them. It is possible that in this way the PCs may fight side by side with the Purity squad against the very tough kyton horde.

It's also of course entirely plausible the PCs will simply wade in and slaughter without dialogue.

DAXX, PURITY SQUAD OBERSOLDER

XP 2,100

hp 105, presently 12 (see page 650)

Creatures: Daxx is being chased by a single augur and a trio of feral kyton. If it can, the augur seeks escape and reports back to the Glorious One, who acts as detailed further below.

AUGUR KYTON

Tiny fiend (devil), lawful evil

Armor Class 13 (natural armor)

Hit Points 10 (3d4 + 3)

Speed 20 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	17 (+3)	13 (+1)	11 (+0)	12 (+1)	14 (+2)

Skills Deception +4, Insight +3, Persuasion +4, Stealth +5

Damage Immunities cold, poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 11

Languages Infernal, Common

Challenge 1 (200 XP)

Kyton's Sight. Magical darkness doesn't impede the kyton's darkvision.

Magic Resistance. The augur has advantage on saving throws against spells and other magical effects.

ACTIONS

Multiattack. The Augur makes 3 gore attacks.

Gore. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

Unnerving Gaze. The augur may turn its gaze on one target within 30 ft., forcing them to make a DC 12 Wisdom saving throw or become frightened for 1 round.

FERAL KYTON (3)

XP 5,000 each

hp 85 each (see page 690)

SEGMENT 4 FEATURES

The Glorious One has perfected the use of impaling and is able to keep his victims alive for days, weeks, even years. This segment festers like the back of a porcupine with spines, needles and iron spears that have grown somehow from the hateful walls—consider every inch of the walls and ceiling (unless specifically noted otherwise) to be covered with the equivalent of *spike growth*^{SRD}, though the kytons themselves can climb across these spikes easily and without harm if they wish. The corridors form an honor guard of misery—kyton corpses are everywhere, but in this region their forms do not make a layer of skin. Many of the kyton are still alive; perhaps reveling in their pain or at the threshold of death. These mutilated things are not generally referred to in the text, but you may decide to use them as an added dimension to events here—perhaps they paw or scream, or maybe still have the ability to attack.

The Purity forces have fought a pitched battle across this area, and now number but a few. A temporary pause in combat has occurred—while the Glorious One awaits inevitable reinforcements (it assumes the God-Seer is controlling things) and the Purity forces hide behind their defenses.

S4A. EMBRACE

This area seems to have a different aspect—spikes. Every inch of the walls are pierced with spines, spikes and iron spears, creating a claustrophobic, bristling ceiling. These spines are not empty, however—and some kyton here are still alive. The floors are smooth like melted glass.

S4B. PIERCED MANY TIMES

This vaulted chamber is crisscrossed by scores of long iron spears that cross from one side to another, creating a maze of hurt. Kytons have been pierced by these spines—some many, many times.

This chamber is where kytons come, or are taken, to suffer. It forms an elaborate trap—or perhaps joy.

Trap: The Rapture of Endless Impalements.

THE RAPTURE OF ENDLESS IMPALEMENTS

Mechanical trap

Anyone moving within the chamber is struck by 1d4 piercing spears every round. Each spear makes a ranged attack with a bonus of +8, dealing 34 (4d6+20) piercing damage. The spines cross the chamber and drive into the floor opposite, trapping the prey, who may be subject to further attacks. A DC 16 Dexterity (Acrobatics) check is required to get free of any spear.

S4C. THE AFFLICTED

This chamber has a single victim—the spines that thread through this kyton are incredibly fine, like steel needles. The spines pin the victim, who seems to float halfway up in the chamber, its body pierced by thousands of them.

The feral kyton within is trying to achieve rapture and become a sacristan kyton, much like the heralds (see Area S4E).

S4D. THE INFESTATION

This chamber bristles again with spines and spears, piercing kyton. However, there are different prisoners here too—a trio of auttaine are bound, naked on one wall. These poor creatures have been impaled many times, yet still live.

The kyton are experts at prolonging pain, and while their efforts are humble compared to the Glorious One, the kyton herein are busy piercing the auttaine—all oberdsolders. The auttaine have only a handful of hit points left.

Creatures: There are a dozen feral kyton herein. These feral kyton are larger and nastier than their usual kin; brought under the beneficent wings of the Glorious One they have thrived.

LARGE FERAL KYTON (10)

Use feral kyton statistics (see page 690), except as noted below.

Large fiend (devil), lawful evil

Hit Points 105 (12d10+40)

Challenge 10 (5,900 XP)

Distended Bite. *Melee Weapon Attack:* +9 to hit, reach 15 ft., one target. *Hit:* 13 (2d8 + 5) piercing damage. The target is grappled (escape DC 14) if the devil isn't already grappling a creature. Until this grapple ends, the target is restrained and takes 7 (2d6) piercing damage at the start of each of its turns.

Development: The Purity soldiers are reduced to a handful of hit points; they are petrified and do little but weep, even if released.

Treasure: Amongst the blood and misery of this room are a +1 rifle, a leather and silver case holding 24 adamantite bullets, and 3 kegs of black powder.

S4E. THE GLORIOUS ONE

This chamber is horrific, and clearly the black soul of this area. Your eyes are drawn to a pair of prisoners—auttaine—who have been impaled again and again by thin filaments of wire. They hang in the dome of the chamber some twenty feet above, their bodies swarming with uncountable wounds. These spines are fixed to have some give in them, so that as the victims move they drive in deeper, amplifying their agony. Above the door, impaled on long spears encrusted with blood, are three huge kyton, the spears emerging from their distended, still mouths. Attending to this scene of artistic carnage is something terrible—a bloated thing swollen by magic, its skin slashed and pierced so many times that wound and skin are indistinguishable.

The two auttaine are Purity oberfahn; sadly for them tougher and more able to withstand pain. They are at the very edge of unconsciousness, both held at 1 hit point by the skill of the Glorious One.

Creatures: The Glorious One and its Attendees—the trio of figures who voluntarily impale themselves in supplication of its mastery. Each of the Attendees are bloated sacristan kyton who mount their spears to extend their suffering. It takes a move-equivalent action for each attendee to extricate itself from its foul perch. Both sacristan and augur do everything they are told by the Glorious One—even if it means their destruction.

THE GLORIOUS ONE

Large fiend (devil), lawful evil

Armor Class 20 (natural armor)

Hit Points 198 (19d10 + 94)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	20 (+5)	18 (+4)	15 (+2)	20 (+5)

Saving Throws Dex +7, Con +10, Wis +7, Cha +10

Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Damage Immunities cold, poison

Condition Immunities frightened, poisoned, stunned

Senses darkvision 120 ft. passive Perception 12

Languages Common, Infernal

Challenge 16 (15,000 XP)

Augur Attunement. Glorious ones have a psychic connection with augur kytons within 300 feet, allowing them to know their location at all times and to concentrate in order to see through the augur's eye as if using *arcane eye*. In addition, a glorious one's mental synchronization with augurs grants the augurs advantage on attack rolls against any creature adjacent to the glorious one.

Free Action. Difficult terrain does not cost a glorious one extra movement, and magic cannot cause it to become paralyzed or restrained.

Kyton's Sight. Magical darkness doesn't impede the kyton's darkvision.

Magic Resistance. The kyton has advantage on saving throws against spells and other magical effects.

ACTIONS

Multiattack. The glorious one makes 3 attacks with its claws.

Claws. *Melee Weapon Attack.* +10 to hit, reach 5 ft., or range 5 ft., one target. *Hit:* 23 (4d8+5) slashing damage.

Agonized Wail. All creatures within 120 ft. must succeed on a DC 18 Wisdom saving throw or be frightened for as long as they are within 120 ft. of the glorious one. Creatures who makes this save are immune to this ability for 24 hours.

Blink. A glorious one can *blink* for up to 10 rounds each day, activating the ability as a bonus action. It need not use all 10 rounds consecutively.

Impaler. If a glorious one hits a creature with twice in the same round with its claw attack, as a bonus action it impales that creature with metal shards. The target is restrained and takes 3 (1d6) points of slashing damage per round. It can escape with a DC 18 Dexterity check; an ally assisting an impaled creature grants advantage on this check. A failed check deals 10 (3d6) points of slashing damage to the impaled creature.

Unnerving Gaze. As a bonus action, the kyton may turn its gaze on one target within 30 ft., causing them to make a DC 18 Wisdom saving throw or become paralyzed for 1 round, as they believe that their own body parts are entangled within the kyton.

REACTION

Pleasure and Pain. Whenever an effect that causes creatures to become frightened or stunned affects a glorious one, as a reaction it can ignore that effect and instead gain 10 temporary hit points and the benefit of a *bless* spell (no concentration required) for 1 minute.

Slither Out. Whenever a glorious one would become grappled, paralyzed, prone, or restrained, as a reaction it can ignore that effect and instead can move up to 20 ft. and gain the benefits of a *haste* spell lasting until the end of its next turn. The glorious one suffers no ill effects when the *haste* ends.

SACRISTAN KYTON (3)

Medium fiend (devil), lawful evil

Armor Class 16 (natural armor)

Hit Points 136 (16d8 + 64)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	18 (+4)	18 (+4)	15 (+2)	16 (+3)

Saving Throws Dex +6, Con +8, Wis +6, Cha +7

Damage Resistances fire; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Damage Immunities cold, poison

Condition Immunities poisoned

Senses darkvision 120 ft. passive Perception 12

Languages Common, Infernal

Challenge 10 (5,900 XP)

Kyton's Sight. Magical darkness doesn't impede the kyton's darkvision.

Magic Resistance. The kyton has advantage on saving throws against spells and other magical effects.

Unnerving Gaze. The kyton may turn its gaze on one target within 30 ft., causing them to make a DC 15 Wisdom saving throw or become incapacitated for 1 round.

ACTIONS

Multiattack. The sacristan kyton makes 2 attacks with its claws.

Claws. *Melee Weapon Attack.* +9 to hit, reach 5 ft., or range 5 ft., one target. *Hit:* 23 (4d8+5) slashing damage.

Shadow Scream (1/Day). The area within 25 feet of the kyton becomes affected as if by a 5th-level *darkness* spell. All creatures within the darkness are deafened and must succeed on a DC 15 Wisdom saving throw or become confused (per the spell *confusion*) for 1d4 rounds.

AUGUR KYTON (4)

XP 200 each

hp 10 each (see page 271)

Treasure: The Glorious One has spent long ages gathering objects from within the prison, as well as those taken from rare visitors. These objects adorn the chamber and are easily spotted. They made up of parts of creatures impaled onto others to form twisted artwork and generally of no value despite their vast number, however, also within this cruel display is an astonishingly punishing but beautiful bodice. Made of iron rings and clamps etched with gold and platinum figures of sexual cruelty, the whole is set with obsidians of great size and worth 4,500 gp. Also here are pair of rifles, a kyton head containing 23 doses of serpent venom, a curiously shaped kyton headdress with a broad shoulder arch set with fine rubies and the fingers and eyes of kyton worth 6,400 gp, a *staff of fire*, and a black metal puzzle box (DC 20 Intelligence check to open) containing a *gem of seeing*.

S4F. ECHOES

This chamber is also adorned with impaled kyton, these arranged so that many are dislocated to go through the same spear time after time. A curious distant echo throbs herein.

This section of panopticon is very close to the beating heart of the Machine. Characters listening can hear a vast but distant *something* echoing like a metal beating heart—this is the body of the Machine endlessly repairing itself and tending to its own needs in readiness for its deliverance. For more information see Part Five.

S4G. THE CANNON

Areas G and H are the last desperate siege of the Purity exploration group. They are prepared for battle and have been resting recently. Unless you wish otherwise, they have their

full allocation of spells, hit points and other skills. The troops fight a pitched battle against anything that attacks; however, it is possible that a clever group of PCs could hoodwink them as detailed earlier in this section.

Creature: Purity has positioned a cannon golem at the junction of corridors here, it fires at anything unless given a verbal instruction by the Iron Lady (and only her).

CANNON GOLEM

XP 15,000

hp 210 (see page 263)

S4H. PURITY

A domed chamber lurks behind a wall of welded iron spikes and spears.

Purity skulk here, desperate to finish their quest. They know that Dotan Roth is puzzling over a doorway (Area S4I) and hope he'll open it soon. The group is ready to fight to the last. The fixed iron mesh outside (AC 18, damage threshold 8, 100 hit points) is used to defend against the kyton. Characters can try to crawl through using a DC 25 Dexterity (Acrobatics) check, dealing 10 (3d6) slashing damage whether or not the check is successful. If the check fails, the character is grappled by the mesh (escape DC 25).

Creatures: The troops use the barrier as cover and fire through it. They are jaded and weak, but desperate now. The Iron Lady sends her devils into combat, preparing herself for a final, fittingly heroic battle. She prefers to engage in melee, enjoying seeing her enemies' fear as she cuts them apart.

OBERCOMMANDER ASPA CORROSA—THE IRON LADY

There is something more than just mortal steel in this auttaine—her looks seem icily confident. She wears a high peaked black cap decorated with a glowering steel stylized bird, and in one hand she grips a cane, weighing it across her other hand as if ready to lash out. Her auttaine steel is drawn away from her obvious features—veins of iron and mesh of metal pulling away into her body as though trying to conceal an even more ominous secret strength.

ASPA CORROSA, PURITY OBERCOMMANDER

XP 15,000

hp 216 (see page 651)

Corrosa is a golden light amongst Purity—feted, worshipped and adored by the populace, she is one of the poster girls of the movement and one of its brightest stars.

PURE AMBITION, IMPURE HEART

Despite her outer steel and strict obedience to the cause, Corrosa is not pure auttaine at all—she is infested with a creature called a queborrin—an alien parasite of considerable power. Below the uber-ordered, manic, racist and vile officer lurks an

infestation—an implanted parasite that seeks to ride within its host as she rises. In simplistic terms, Corrosa's infestation was entirely deliberate and enables the queborrin to spy.

The queborrin is one of many of its kind slowly infesting Purity, the creature's own movements a subtle part of the Ultari Hegemony—the queborrin being one of the Principalities' children. This particular creature has the latent ability to communicate with its kind over considerable distances, an ability known as hive-minded—it sees what Corrosa sees and reports back to its hive brothers and sisters far away. When the PCs finally meet her—and probably kill her—they will be seen doing it, something that marks them as special targets for future adventures.

Corrosa is very, very high in the ranks of Purity, and regards herself as a potential future leader—something she is slowly garnering support for. What her Purity colleagues do not realize is that it is the queborrin within Corrosa that is subtly driving her need—the alien regards it as highly amusing that a self-styled master-race is infiltrated with its kind, and that slowly but surely they are groping towards the Kronen herself. Of all the queborrin, Corrosa-husk (as she is referred to by the aliens) is the closest and most likely to succeed.

This makes her death an act of war between whoever slew her and the aliens. If the PCs kill Corrosa, the powerful queborrin slithers from her body in a manner detailed below.

As the auttaine finally falls, her body begins to writhe as though enveloped in a death-fit. Then slowly the fleshy part peels back as a revolting thing emerges from beneath. This insectoid horror is covered in tiny hairs that rise bristling along its slimy bloody spine. Crooked legs heave upwards, bringing veins and bone with them as it rises. The thing glowers upwards, infestations of green gemstone eyes popping from its skin.

QUEBORRIN

XP 1,600

hp 73 (see page 698)

The queborrin immediately seeks another host amongst the PCs.

THE STEEL ATTENDEES

Like many of the upper echelons of Purity, Corrosa has taken part in a foul ritual at which she was imbued with a pair of fanatically loyal attendees. These two devils spend their whole time at her shoulder, altered to appear as Purity officers. That the pair are the lovers as well as protectors of the Commander is an open secret amongst those close to the her.

The two devils are utterly devoted to their charge—they obey every command (up to and including self-destruction)—and are utterly enraptured by her. This makes the duo very dangerous if Corrosa is in any way injured or imperilled. The devils do not hesitate to summon help immediately and order it to protect their charge. They then use their *ropes of entanglement* and try to capture foes so that the commander can deal with them harshly after any combat.

ERINYES DEVIL (2)

XP 8,400 each

hp 153 (see SRD)

Gear Each erinyes has a *rope of entanglement*.

PURITY OBERFAHN

XP 5,900

hp 170 (see page 651)

PURITY SQUAD OBERSOLDER (4)

XP 2,900 each

hp 105 (see page 650)

GOLEM, STEAMWERKS

XP 11,500

hp 189 (see page 680)

Treasure: The defense has all the Purity weapons laid out, as well as trio of backpacks containing spades, flashlights, rope and smaller objects such as saws, hammers and crowbars.

S4I. THE EMPTY PLACE

A narrow balcony opens onto nothingness—a vast pit through which the wind howls. At the far side of this blackness is another balcony, this one before a large circular golden door, surrounded by curious alien glyphs much like the other gates.

As the PCs enter the area Dotan Roth is busy trying to work out what to do with the gate, when the Machine, sensing the PCs arrival, opens it. This scene should be cinematic in many ways, with the glowing doorway suddenly moving of its own accord and Roth falling to his knees in amazement as the thing opens and a vast booming noise from the Machine fills the region. Dotan Roth manifests his epic destiny, and at that moment, however, the God-Seer's segment of the panopticon begins to draw near, the whole area is enveloped by a mass of iron as the section slowly draws here.

Timing this event is crucial—if the PCs came here on friendly terms or not, they should catch a glimpse of Roth as the gate opens and the Machine beyond is glimpsed as he moves in. However, having the Purity soldiers, the Glorious One, and the God-Seer all in the same place might get very messy, so run this section carefully.

Of course, if the PCs just come in as foes, the whole encounter can run very smoothly, with the PCs facing the Purity patrol and seeing Roth enter the Machine, while temporarily blocked while the God-Seer arrives.

SEGMENT 5—THE ARRIVAL OF THE GOD-SEER

The God-Seer can arrive when you wish, her lair sliding into the gap as shown on the map. Do not leave Roth on his own for too long, however; having a strong sense of timing will help the events here reach a satisfying climax. If everyone sits around

healing and preparing the whole impetus is gone. You might consider advancing the death of the Machine at this point by heralding its arrival, as this area begins to break apart.

When the Segment containing the God-Seer slips into view, read or paraphrase the following description:

A vast cathedral shape finally slithers and booms into place with a fanfare of chains, iron, and tolling steel. This domed space is overlooked by hundreds of arched recesses over the single, awful place. The arches are alive with countless kyton. Below, its interior is alive with chains—thousands of them, some twitch with living victims, others striking as though alive. And at their center is something foul; a bloated female kyton form, her distended belly purging itself of a pair of kyton who drop to the bloody floor and scream. Behind this foulness, you see the opening of the golden circular portal once more. The kyton looks at you and says "Come, my blessed children, you have come so far to free me. Let us embrace."

The God-Seer's reward is to take the PCs into herself, tearing their very essence into her demented form in the forlorn hope that she can take on their powers before her escape.

Creatures: The God-Seer has no intention of sharing the PCs. As combat starts, she screams an alien howl that causes all the kytons to draw back in fear, only those she newly births join in ignorant hunger. Of course, if the PCs are having too easy a time of it thus far, you can add additional feral kytons to the fray to enhance the challenge.

THE GOD-SEER

Huge fiend (devil), lawful evil

Armor Class 20 (natural armor)

Hit Points 325 (26d12 + 156)

Speed 50 ft., fly 70 ft.

STR	DEX	CON	INT	WIS	CHA
25 (+7)	16 (+3)	22 (+6)	18 (+4)	15 (+2)	20 (+5)

Damage Immunities bludgeoning, piercing, and slashing from nonmagical attacks

Saving Throws Dex +7, Con +12, Wis +6, Cha +11

Senses darkvision 60 ft. passive Perception 12

Languages Common, Infernal

Challenge 19 (22,000 XP)

Combat Gear. The God-Seer wields a *storm of chains* (see page 548).

Magic Resistance. The God-Seer has advantage on saving throws against spells and other magical effects.

Wretched Spawn. On the first round of combat and every other round thereafter, the God-Seer births a feral kyton. The kyton attack anyone hostile to the God-Seer.

ACTIONS

Multiattack. The God-Seer makes 3 melee weapon attacks.

Claws. *Melee Weapon Attack:* +12 to hit, reach 10 ft, one target. *Hit:* 25 (4d8+7) slashing damage.

Storm of Chains. *Melee Weapon Attack:* +15 to hit, reach 15 ft., one target. *Hit:* 20 (3d6+10) piercing damage.

Unnerving Gaze. As a bonus action, the God-Seer may turn its gaze on one target within 30 ft., causing them to make a DC 18 Wisdom saving throw or become paralyzed for 1 round.

FERAL KYTON

XP 5,000 each

hp 85 each (see page 690)

Development: The golden doorway remains burning in unbearable light, which gives off no heat. PCs stepping through the portal are drawn into the Machine itself, see part five below.

PART FIVE: THE FORBIDDEN CORE

The PCs voyage into the Machine is partly a dream-like experience; the vastness of the location would allow for several sessions of adventuring in its own right. Such a mammoth location is therefore an almost cinematic experience.

The Machine is beyond immense; it is huge and complex and almost divine. In many ways it is a foretaste of the technology to come in the final adventures in the *Legendary Planets Adventure Path*. Distances are measured in miles, not feet—corridors stretch and arch upwards for a dozen miles, their heights wreathed in lightning, their depths plunging into nothing. Flesh and metal components move in perpetual motion, but on scale unprecedented for the PCs—every facet, every cog is cathedral-like, every component of a complexity beyond comprehension. And it is never still.

When the PCs step through the gate, read or paraphrase the following description. PCs emerge halfway along this seemingly infinite bridge, the way behind gone.

...and then somehow you are awake again, as though rising from slumber. You walk along a perfectly smooth bridge of metal some one-hundred yards across—the bridge stretches away seemingly to infinity ahead and behind. Below you, it falls without handrail for mile after mile, while above, it echoes upwards for a similar distance. Lightning dances in the metal heavens and components of flesh and metal rise, the size of small towns, below and then above. Ahead, bathed in beatific light, is an auttaine—he is surrounded by a golden light, from which emerge angels.

MONSTERS FROM THE ID

Roth is busy trying to absorb the Machine's many gifts, including the fabrication of epic spirit-essence suffusing the structure, which he has called to life as golden-winged angels. However, as his wrath turns on the PCs these angels are corrupted, with grisly skeletal visages replacing beatific smiles as they attack. This battlefield is 100 yards wide over a fall of 20 miles.

The PCs immediately sense confusion in the air—this comes from the Machine itself, which is confused about the arrival of legendary creatures seeking to fight each other. It does not side with any group, but its confusion and eagerness to spend its purpose is palpable. PCs making a DC 20 Intelligence (Arcana) or Wisdom (Insight) check realize that Roth is guiding the angels, although they may at first think they are something he summoned. However, PCs making the check quickly realise the similarity between here and events right at the start of the adventure with Ha'vzeer and her own id monsters. The PCs

cannot fashion creatures here, no matter how hard they try, but they can try to wrestle control from Roth. This may be attempted by any PC as an action, making an ability check adding their Intelligence, Wisdom, and Charisma modifiers contested by those of Dotan Roth (1d20 + 10). If the PC wins this contested check, they gain control of one angel and can command it until the beginning of their next turn, when control reverts to Roth.

Creatures: The final battle of this adventure takes place between Dotan Roth and a trio of creatures he has brought from the Machine. The bythos seek to age their opponents out of existence, while Roth's tactics are detailed on the next page

COMMANDER DOTAN ROTH

There is a smiling anonymity in this pale auttaine—a weakness that seems almost deliberate; mocking, perhaps. He resembles something almost more aquatic than auttaine; his wan, clammy skin seems drawn back as though his whole body is trying to force him to smile—just once. He wears a long coat of slick leather, and his whole essence is greasy—perhaps sweaty. He seems weak, but that feeling that he is a spider luring you into a trap won't go away. His voice is careful, asthmatic, the few words chosen wisely, as though saying too many may be a waste of energy.

COMMANDER DOTAN ROTH

Medium humanoid (auttaine), lawful evil

Armor Class 17 (mage armor)

Hit Points 153 (18d8 + 72)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	16 (+3)	18 (+4)	20 (+5)	14 (+2)	16 (+3)

Saving Throws Con +10, Int +12, Wis +9

Skills Arcana +18, History +12, Insight +9, Perception +9

Damage Resistances fire, lightning, radiant

Damage Immunities bludgeoning, piercing, and slashing from nonmagical attacks

Senses truesight 120 ft., passive Perception 19

Languages Common, Draconic, Giant, Gnome, Undercommon

Challenge 18 (20,000 XP)

Legendary Resistance (3/Day). If Roth fails a saving throw, he can choose to succeed instead.

Spellcasting. Roth is an 18th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 20, +12 to hit with spell attacks). He has the following wizard spells prepared:

Cantrips (at will): *mage hand*, *prestidigitation*, *ray of frost*

1st level (4 slots): *detect magic*, *mage armor*, *magic missile*, *shield*,

2nd level (3 slots): *acid arrow*, *detect thoughts*, *invisibility*, *mirror image*

3rd level (3 slots): *animate dead*, *counterspell*, *dispel magic*, *fireball*

4th level (3 slots): *blight*, *dimension door*

5th level (3 slots): *cloudkill*, *screying*

6th level (1 slot): *disintegrate*, *globe of invulnerability*

7th level (1 slot): *finger of death*, *plane shift*

8th level (1 slot): *dominate monster*, *power word stun*

9th level (1 slot): *power word kill*

ACTIONS

Burning Touch. *Melee Weapon Attack:* +9 to hit, reach 5 ft., or range 5 ft., one target. *Hit:* 21 (4d8+3) radiant damage.

LEGENDARY ACTIONS

Roth can take 2 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. He regains spent legendary actions at the start of his turn.

- **Cantrip.** Roth casts a cantrip.
- **Burning Touch.** Roth uses his Burning Touch.

During Combat Roth is an incredibly powerful opponent, but he is most dangerous because he is cautious. He tries not to get caught in melee at all if he can manage, hiding behind his angels as he tosses his most powerful spells at the PCs.

Other Gear long coat made of cured choker skin, high leather boots of speed, Purity medal of honor made of platinum and gold in worth 3,200 gp, Purity commander uniform, battered leather journal containing Roth's lifelong studies of the Ancients, and Asteroid 113 in particular, an Ancients' collection of curious jade and skymetal figures depicting the very animals the PCs have seen on the gates here; the figures clearly make up some sort of Ancients' game and are worth 3,400 gp.

FALLEN ANGEL, PLANETAR (2)

XP 15,000

hp 200 each (see SRD but these fallen angels are LE)

Roth is on the cusp of being ascended; his own potential and obsession with the Ancients have brought him to this threshold. An auttaine whose frailties once marked him out as a victim, Roth has developed his mind, magic, and selfishness to a high degree to survive and thrive in Purity life. He sees the order brought by Purity as the guardian angel his early life led him to deserve. Rising from humble beginnings, Roth is now one of the most powerful Purity officers in the Shattered Zone.

PURITY

Roth is Purity through and through. When the PCs interact with him, he delights in telling them how superior the auttaine are, and how the weakness of their underperson flesh will be stripped when he has overpowered them. Make his threats as graphic as you are comfortable with and make them repeatedly; in Roth's mind there is no doubt of the destiny of the auttaine and Purity. His own ascension to mythic power is something he sees as merely the destiny of all his kin, something that, with the aid of the Machine, he intends to awaken in all auttaine, beginning with his beloved Kronen. To Roth, the Kronen is the living embodiment of Purity, a living god. As he approaches mythicness, he piggybacks the probing thoughts of the God-Seer as detailed in the text, belittling the PC's petty efforts.

PURE KNOWLEDGE

Obsessive about the Ancients, Roth has spent his entire life devoted to the study and recovery of Ancient artifacts. His first mission as part of a Purity mission to explore the heart of Asteroid 554, was undertaken with his friend and tutor, the celebrated archaeologist Ubon Ka. Unfortunately for Ka, the attention he got was at the expense of the brilliant work by Roth, which led to the latter killing his tutor on the remote outpost of Asteroid 209—better known as Barren. Roth, of course, brilliantly covered his tracks by inventing an heroic death for his own tutor while trying to better Purity.

Over the years that followed, Roth became known as the ruthless expert of all things Ancient, and eventually his work came to the attention of the Kronen herself. From that moment, Roth has never looked back; being given access to all the knowledge, maps and personnel that Purity can offer, the auttaine soon learnt of the secrets within Asteroid 113 and developed his present obsession.

PURE ARCANE

Roth's high level and powerful spells make him a potentially deadly enemy, particularly if the PCs cannot tear control of his angels from him. Memorable villains deserve memorable endings. His recent mythicness makes him biologically unstable, his flesh unable to contain the forces within. If he is slain, this instability causes Roth to literally melt before the PCs eyes.

You could turn this the other way of course: does Roth truly die? He would make a fine villain to pursue the PCs over the final parts of the Legendary Planets Adventure Path—a ghost whose spirit is imbued with the essence of the Machine itself—perhaps an avenging dark angel that is partly mechanical, partly flesh which follows the PCs, greedy and jealous of their mythic power and hungering to be like them.

Development: The end of Roth triggers a dramatic event; the Machine spills its knowledge into the PCs, completing its mission before setting in place its own suicide as detailed below. The PCs, however, struggle to contain the information seared into them—it burns into their being and may unhinge them.

When Roth finally dies, read the following description:

The vastness around you halts—simply halts—as though some terrible event has occurred. Far, far below; perhaps within the soul of the place itself, a vast bell booms—like the one in the fable but vaster—planet-sized. Then suddenly the world about you burns into impossible light; things are made and unmade in the tornado of whiteness that blinds you, pounding you—engorging you with knowledge, knowledge you now understand has been kept hidden below the surface of Asteroid 113 for almost eternity its kyton skin preventing any visitors. A secret that, as it pours into you, unhinges and threatens to unmake you—you feel your skin boil, your minds bloat as though about to burst. Wave after wave of impossible things tear you, burning your soul and filleting your being.

Then all is blank, perhaps mercifully so.

THE MACHINE

The Machine has fulfilled its purpose, forcing its information into the weak flesh of the PCs. As they awaken—perhaps several days later—the PCs become fully aware of the purpose of the thing—to

spill its secret to those who may be worthy to complete the task of the Ancients. In finally purging itself of its secret, the Machine also grants a gift to each. Every PC may choose to increase one of their ability scores by 2 (maximum 30). This is an instantaneous increase, not a bonus, and cannot be dispelled or suppressed.

The Machine also imparts its main secrets. How you wish to present this information is left to you to decide.

- In a past so far away its years are beyond reckoning, two great Ancient species—the Patrons and the Principalities—made war on each other for eons.
- In simple terms, the Patrons were basically good, while the Principalities showed all the characteristics of evil. Even in learning this, the PCs realize that their morality is woefully simplistic but essentially right.
- Each scattered their children—species created by both to further their own ends over millennia across the universe.
- In time, however, the Patrons foresaw that the Principalities would defeat them. Their worlds were falling to the aggression of their enemies, and they themselves were fading. Yet, they also foresaw the rise of their own children, realizing that if the war were to pass only to the scions and progeny of the Ancients (on both sides of the conflict), “good” could still triumph.
- So, in one last act of defiance, the Patrons lured the Principalities into one final battle, drawing them into a trap constructed as an interdimensional prison formed from the fused psyches and dreams of all that remained of their species in an effort to buy time for their children.
- In the wake of this intergalactic purge, the homeworlds, colonies, and outposts of these two Ancient societies have lain dormant. But the Patrons planned their departure with precision and patience unmatched. They left behind the seeds of evolution on untold worlds beyond the borders of the remaining children and proxies of the Principalities. And in those cradles of civilization, the Patrons knew the multiverse would find its salvation. As the greatest creators and makers of their time, they essentially put the building blocks of life in place for the young species of the multiverse to have a chance to mature, find their footing among the legendary planets, and eventually rise up against the scions of the Principalities.
- It’s taken millennia for this plan to come to fruition and the children of the Patrons haven’t always gotten along. Some have worked to eliminate one another or remain solely focused on just conquering their individual worlds rather than working together. Others actually have managed to reach the greater stage of the multiverse but haven’t yet come into direct conflict with the “evil” children and elder species of their longtime enemies. Most have no idea what awaits them yet.
- The children of the Principalities have been gathering their strength and power, led by the elder races of the ultari and the onaryx and their servant races like the jagladine. The center of ultari power has yet to be discovered, but their psychic connection to the Principalities allowed the ultari to rise from something of a priestly caste to eventual mastery over the successor races on their side. They were the speakers for the past, the inheritors of the dark dreams of their creators and to borrow the reflected light of their ancient authority. They may even have discovered or created a conduit to gather the residual thoughts of the Principalities and continue their ancient work. Among the cascade of images and impressions unleashed by the Machine, celestial coordinates and patterns of cosmic energetic flows provide clues for the areas of space

and the interplanetary portal network that might offer the best chance of finding the ultari homeworld.

- A day of reckoning is coming, and the legends of those who’ll stand at the dawn of a new era will be forged in the destiny laid down by the Patrons long, long ago. For better or worse. The Ultari Hegemony has been continuing its shadow war of infiltrating new worlds even as they’ve recruited younger races to fight for them. Some have rebelled, like the **krang** and the **bahgra**, but new races are attracted to the Ultari Hegemony’s power, but the tide is shifting and all calculations point toward the time growing very near when the long-simmering skirmishes rise toward an outbreak of interplanetary war.
- While they’ve been preparing for war, the Ultari Hegemony has been hunting down traces of the Patrons’ legacy on many distant worlds, infiltrating them, and planting their own sleeper agents, but also kidnapping those whom they believe possess the spark of the Patrons buried within them, who have the potential to attunement with the power cosmic once wielded by the Patrons themselves. These unique souls could be used to power their schemes to return the Principalities from their bound slumber and awaken them onto the universe or could wield the power of destiny to break the wheel of fate itself and sever the future entirely from the powers of the past.
- The Machine believes that you may be—and likely are—the weapon of deliverance.
- One final truth dawns on the PCs; that Relstanna must have known about the Machine, or suspected it, and merely sent the PCs here on a promise of escape to awaken it and learn its secrets. She has been lying.

Finally, the PCs know that the Machine—in emptying itself of its secrets it has begun its own suicide—knew the secrets herein could be allowed to be taken, and that even its components must be sacrificed to prevent the wrong enemies taking it and somehow using it. Within 20 hours the asteroid will vaporize. It could, theoretically take the PCs with it if they’ve closed the gate and aren’t able to escape. You can have them find a magical scroll in Dotan Roth’s gear with a special *interplanetary recall* ritual (as *word of recall*, but able to traverse interplanetary distances and bring PCs back to Beacon) that he brought in case he needed to return to Beacon and that they could use as well. How that develops is left to you.

You may wish to allow the PCs to use these dying hours to explore the vast wonder of the Machine, perhaps finding some Ancient treasures as they do.

CONCLUDING THIS ADVENTURE

The PCs still have some wrapping up to do—firstly escape from Asteroid 113 before it boils to nothingness. The PCs may also have allowed a vast horde of kyton to escape into the Zone—this may develop in any way you see fit—is Salvation abandoned to a mystery infestation? Has contact been lost with Hope? Are there still kyton to fight in the Machine?

Finally, the PCs may have to deal with other NPCs at Beacon—Lady Kethi, for example.

How these strings are drawn together (or left apart) is left to you to decide. The PCs have other matters to attend to and the first likely meeting is with a confrontation with their Relstanna. It may be time for some plain speaking.

The Legendary Planet Adventure Path continues in *The Depths of Desperation*.

THE DEPTHS OF DESPERATION

LEGENDARY PLANET: CHAPTER FIVE

The Depths of Desperation continues the Legendary Planet Adventure Path as the PCs hear of a way back home on the water world of Vareen. While success may be within their grasp, the PCs have stumbled into the middle of a war for domination of the entire planet. Minions of the evil Ultari Hegemony want Vareen for its regenerating clean water supply and have brought their superior forces to bear in a war for the planet. Worse, Vareen hosts a versatile series of gates, so the Bellianic Accord and their allies cannot risk letting it fall into the wrong hands. It's up to the PCs to contend with the natural dangers of the ancient marine world, force the Hegemony from the planet, and discover their path home—whether they then choose to use that path home is up to them.

ADVENTURE BACKGROUND

Vareen and her sister planets were once beautiful and vibrant. They circled a large orange sun and bore fantastic and diverse ecologies across their continents. Vareen, in particular, hosted a dozen continents full of life. Beyond these, vast civilizations stretched across the ocean floor and naturally occurring portals led to fantastic locations on other worlds.

So valuable were Vareen's many portals that the Bellianic Accord maintained embassies on several of the planet's continents. The allies refined the planet's spacial sensitivity and used the world to connect Accord planets for commerce, diplomacy, security, and travel. Varinians accepted this sudden influx of diplomats and travelers in exchange for the Accord's protection and the sustaining benefits of their portals.

With political and economic relevance came strategic importance. When the war between the Accord and the villainous Ultari Hegemony reached Vareen's corner of space, the aggressors named two victory conditions—seizure of the planet and her resources, or ruin of the planet so as to limit the Accord's easy access to the rest of space. The battle began on the system's other planets, but the Hegemony's commitment to Vareen allowed its forces to effectively surround the world—even giving the sun over to a mercenary band of fire giants and salamanders for occupation. Despite being under constant attack, the Accord and Vareen's native empires defended their world with conviction. Vareen's original denizens possessed potent elemental magic and fearsome physical power. The Hegemony brought in troops through their portals to fight a ground war and enhanced their defenses with potent technomancy.

Ultimately, both sides determined to win the battle for Vareen at all costs. Unleashing a series of potent spells, the Hegemony changed a massive portal on Bardez, Vareen's closest neighbor, such that it flooded space with pure water from an elemental plane. The water gushed into space, billions of gallons at a time, and froze immediately, disrupting Bardez's atmosphere and orbit and killing almost all life thereon. In line with the Hegemony's predictions, Bardez veered into Vareen's orbital path, showering the lush world with meteoric devastation and pushing the larger planet closer to the sun. The increased warmth melted Vareen's ice caps and flooded the entire world. Whatever life remained on dry land vanished as glaciers broke from the portal in space to splash into a single ocean that still grows by millions of gallons of fresh water every few years. The convergence of orbits and resulting destruction lasted for months, giving the Accord time to evacuate those who would leave and close their network of portals behind them.

Almost nothing survived, except a few primitive aquatic races—and a desperate gamble the Accord left behind. The Accord's plan to seed developing races with their genetic identity had been in process for long years. When they knew the Hegemony intended to destroy Vareen and move on to other battles, they left a piece of their puzzle behind, embedded in a fledgling aquatic race known as the locathahs. Locathahs have now prospered on Vareen, establishing mighty cities deep beneath the waves and re-establishing contact with other races through the few surviving underwater portals.

LEGENDS IN THE MAKING

By this point in the Legendary Planet adventure path, the PCs have established themselves as heroic figures on a galactic scale. Kidnapped as slave stock for the evil Ultari Hegemony, their desperate escape revealed a plot to locate ancient genetic seed material placed by the Patrons—enigmatic benefactors who fought the Hegemony thousands of years ago in a harrowing series of interplanetary battles. Those who did not serve the Hegemony as bearers of these biological secrets were slated for transformation into mindless slave soldiers known as klaven. The biomorphologists trusted with this process, mad scientists known as the jagladine, intended further experimentation, but the PCs freed themselves, met fellow victims from worlds unknown, and sought a way home. While making friends and allies (the Bellianic Accord, anxious to defeat the Hegemony), the PCs have explored many worlds. Throughout their attempts to identify a safe path home, they have learned of equally legendary benefactors, the Patrons of an ancient alliance devoted to lasting harmony amid its member planets.

Now the PCs learn the location of a portal on the water world of Vareen that may well allow them to escape the building war and return to their home world. The PCs' Accord allies have promised to help them return in exchange for their assistance thus far, but the PCs soon learn the war is more active and brutal than ever. The planet Vareen, robbed of its dry land hundreds of

years ago by a cataclysm of the Hegemony's design, once again faces invasion. The portal on Vareen—placed by the mysterious and vanished Patrons so long ago—is not so easily reached. In fact, uncovering and activating this portal will be a trial, and the PCs learn that leaving Vareen for home will leave the aquatic planet undefended in its desperate hour.

The Patrons were, more than anything else, diviners and planners. Knowing that evil would survive them, they devised a strategy for opposing the Hegemony's return. This time, the Patrons predict a lasting victory. This time, they have agents the Hegemony cannot defeat, and have arranged to bring them to Vareen seeking a portal home just when they are needed most.

This time, the Patrons have the PCs.

ADVENTURE SUMMARY

Vareen keeps in contact with an embassy in the underwater city of Pol-Nephar on Argosa. Locathahs are the most populous race on Vareen, dealing in interplanetary trade in a number of goods unique to their watery world. When the PCs learn of Vareen, they receive several bits of information. The world is an important hub for trade, but also has portals capable of reaching still more planets. They learn contact with Vareen was lost, and an emissary sent to re-establish contact with them never returned. Finally, they learn an unusual signal from the other side of Vareen's gate could mean the locathahs are under attack. The elali seer Relstanna bids them investigate, then inquire about their path home once the Varinians are safe.

In **Part 1**, the portal to Vareen deposits the PCs in cold, deep waters, having been refocused by bil'djooli invaders to kill off-worlders who come to intervene. After battling a terrifying example of local fauna, the PCs enter a receiving station occupied by tentacled monsters with a gift for alien technology. A lone holdout, the locathah engineer Strael leads the party to the great city of the locathahs, the still independent city of Simrukoth, anxiously awaiting bil'djooli invasion on the ocean floor.

The party presents itself to Simrukoth's Emergency Council, hoping to offer assistance and locate a portal home, but instead are surprised by hetzuud assassins disguised as locathah guards. Pursuing the shape-shifters through a bazaar in the city, the PCs demonstrate their dedication and gain the council's approval.

In **Part 2**, the PCs assist the locathahs in their efforts to repel the Hegemony invasion. The bil'djooli are everywhere, as the PCs attempt to free prisoners of war, destroy a klaven slave transmogrifier, recruit a clan of ocean giants, and more. These missions provide specific benefits in the mass combat between the Varinian and Hegemony forces in **Part 3**. Additionally, the PCs discover well-guarded information left by the Patrons in an old ruin. Although bil'djooli soldiers already explored this ruin, it still waits to offer the new agents of the Accord additional secrets, new allies, and perhaps most importantly, a way home.

In **Part 3**, the PCs help direct allied armies and undertake their own specific missions during the great battle. If the locathahs succeed in repelling the assault, they turn the tide of the invasion and send the PCs to encounter Navarch Kil'quinn, the ranking bil'djooli military officer. If the PCs are successful, they have saved Vareen from the Hegemony forces and captured one of the mightiest of the Hegemony's ships for the Accord. More importantly, the PCs have earned a way home, and may decide to conclude their interplanetary adventures for good—or help the Accord eliminate the Hegemony's forces once and for all.

TECHNOMANCY IN THE DEPTHS OF DESPERATION

By this point in the Legendary Planet Adventure Path, the PCs have seen several different kinds of technology and witnessed unusual items powered by magic or science, or both. The fusion of technology and magic used by the locathahs and bil'djooli derives from the supporting influence the Patrons and Principalities, which means characters with a little knowledge can learn to use any of the technology or technomancy presented in this adventure.

Door panels and computer kiosks are purely technological, featuring polymorphic software that a character can bypass with a successful DC 10 Dexterity (Sleight of Hand) skill check. The interface for these systems is different from one culture to another, but symbolic icons suggest their function. As a result, a character attempting a Dexterity (Sleight of Hand) check to use a panel or kiosk can first attempt a DC 10 Intelligence skill check to gain advantage on the Sleight of Hand check. This check is made as part of the same action. If a character can reach the inner workings of a device or door, he can instead make a Dexterity check with thieves' tools to disarm or operate the mechanism instead of the interface by adding 2 to a door or trap's DC.

Some technology is powered by magic, or energy indistinguishable from magic. The traps in **Part 2** essentially use a combination of *programmed image*, *wall of force*, and other spell effects, and are powered by both magic and science. The *bil'djooli rods* found throughout the adventure mechanically harness magical elemental energy, making them vulnerable to manipulation via Sleight of Hand or any effect that affects magical rods. An item described as technomantic can be circumvented or countered with normal magic (such as an *antimagic field* spell), or with sufficient technological equipment. Regarding effects that are both magical and technological, whenever the following text refers to a Technomancy check, it refers to the highest of the acting character's Dexterity (Sleight of Hand) or Intelligence (Arcana) bonus. Characters using the Help action to assist this check must make the same check the acting character makes.

PART 1: WAVE THEM IN

The PCs have established considerable trust with their allies in the Bellianic Accord, surviving a number of incredible adventures to aid the Accord against their common enemy. While the elali and their allies desire the PCs' continued assistance—and, in fact, more religious members of the Accord believe the PCs are destined to be the prophesied saviors of the multiverse—the Accord remains committed to finding the PCs a way back to their own world, as promised. While the elali have vast archives, and increasing control over the network of gates the Patrons established, the effort to locate a path home is time-consuming and often interrupted by desperate efforts to stop the Hegemony. But the Accord has at last been successful, and they send two of the PCs' allies to share the good news—and to ask another favor.

OLD FRIENDS

Sometime after the events of *Confederates of the Shattered Zone*, a pair of familiar faces approaches the PCs with news that their risks and sacrifices may have finally paid off.

Relstanna accompanies the krang warrior Khedri, each with a trace of urgency on their faces. The elali seer seems to express optimism while the krang exudes quiet concern. Relstanna begins with barely controlled excitement, holding a silver disk aloft to begin floating on its own. She sprinkles what looks like tiny slivers of a royal blue crystal onto the disk and speaks.

“This is strallesh. It is a crystal formed after the death of a blue seaweed that only grows on one world. When you place it in your mouth, it breaks down liquid into component gases, making it possible for a pearl diver to work uninterrupted for hours or a trapped agent to wait submerged underwater without needing to come up for air. The crystal is in high demand throughout the galaxy. The locathahs—fish-like humanoids—of the ocean planet Vareen maintain a lucrative trade in marine food, a self-healing coral used in buildings, and strallesh. They are an amicable people and they maintain air-breathing quarters on the ocean’s surface near their largest cities.

“I tell you this because you’ll need it to go home. We’ve been researching some of the older records of ancient worldgates, and Vareen contains several ancient portals, placed there long before the rise of locathah civilization. The fish-people of Vareen can point you to their ancient ruins, and those ancient ruins can take you home.”

At this point, Khedri takes the lead. “As you might expect, there’s a complication. Hegemony forces recently arrived on Vareen, and they’ve begun mobilizing for an all-out war against the locathahs and other allied races on the water world. The very gates that include your way home could be an asset to the Hegemony, and that’s something we can’t allow. The Hegemony has been relying upon the bil’djooli, an aquatic race of polluters and tyrants. We reached out to the locathahs to arrange a reception for you and a guide to the ruins to take you home, but we received no reply. We sent an ambassador through the gate yesterday but he has not returned, nor has he established contact. I suspect the Hegemony forces have advanced their war effort considerably, and our envoys haven’t been able to reach Simrukoth, the largest of the locathah

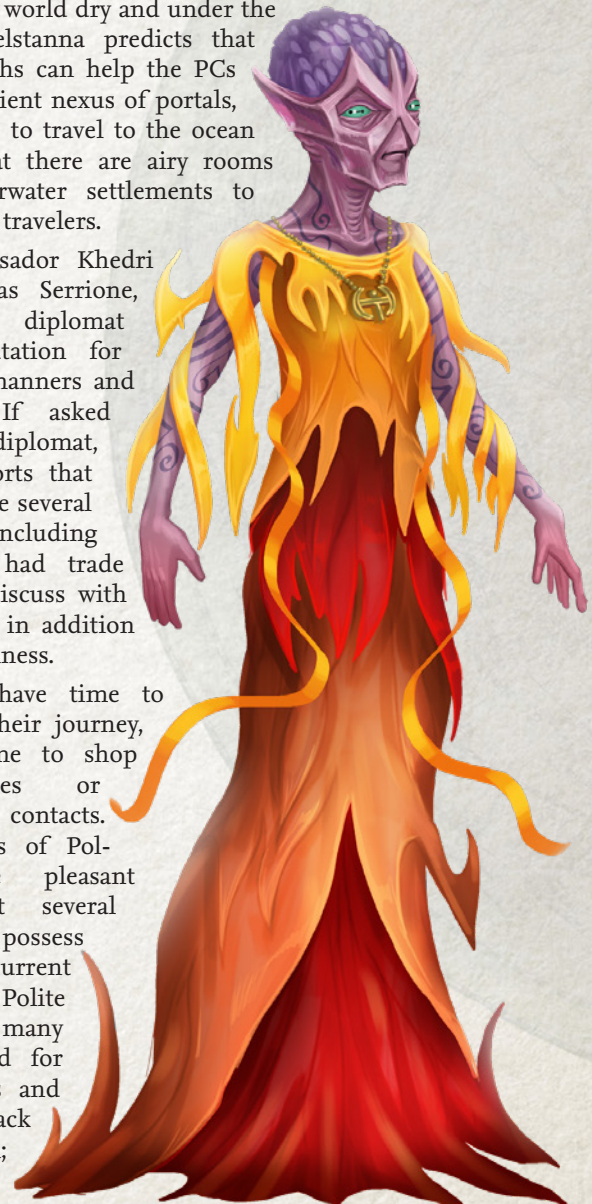
cities. We’re arranging for a defense of Vareen, but that’s taking far more time than we can afford. We ask that you proceed to Vareen and ensure that our ambassador is safe, as well as approaching the locathahs to find out about their war effort.”

Relstanna concludes the pair’s presentation. “The submerged city of Pol-Nephar here on Argosa contains a gate to Vareen. Pol-Nephar sees a number of visitors who breathe air, so they have wares that can accommodate your travels. We’ve arranged for several days of strallesh for each of you, at no small expense, but if you need anything else, pick it up in Pol-Nephar.”

Relstanna gives each PC a pouch containing 20 doses of strallesh (see page 545). If asked about Vareen, Relstanna smiles as if remembering a favorite vacation. She tells the PCs that Vareen is a world of clean water and breathtaking orange-purple sunsets, and the gate from Pol-Nephar to the ocean world leads to Surface Station Nine, a floating guest house that keeps visitors to the world dry and under the open sky. Relstanna predicts that if the locathahs can help the PCs locate the ancient nexus of portals, they will have to travel to the ocean floor, but that there are airy rooms in the underwater settlements to accommodate travelers.

The ambassador Khedri speaks of was Serrione, a jaskirri diplomat with a reputation for immaculate manners and appearance. If asked about the diplomat, the pair reports that Serrione spoke several languages, including Aquan, and had trade business to discuss with the locathahs in addition to Accord business.

The PCs have time to prepare for their journey, including time to shop for supplies or maintain contacts. The residents of Pol-Nephar are pleasant enough, but several interactions possess an undercurrent of anxiety. Polite prying reveals many are concerned for their families and friends back on Vareen;



between the Hegemony forces and Varinian defenders had made everyone anxious, and now they haven't had contact or updates for several days. The Accord has temporarily closed access to the portal from Pol-Nephar, intending to get better information about the war, and no one has come through the portal from Vareen. The disappearance of the Accord's emissary adds to the local anxiety, so merchants in Pol-Nephar are eager to assist the PCs if they learn the party is in town to travel to Vareen and investigate. The PCs gain advantage on Charisma (Persuasion) skill checks to reduce the cost of items purchased in town and on checks to gather information about Vareen, which includes Varinian gear and information from the Vareen gazetteer beginning on page 599.

Locathah buildings in Pol-Nephar are, like all locathah structures on Vareen, made of a durable living coral that slowly regenerates if damaged. The gate to Vareen is a high arch of white coral, damp from a constant mist of fresh water sprayed onto the portal platform. Humans and locathahs both operate the gate, ensuring the PCs' comfort. It is important to note the PCs cannot see the other side of the portal, or determine that the gate leads to cold, crushing waters hundreds of feet below the surface instead of to the pleasant guest quarters of Surface Station Nine. The gate now deposits travelers in area A.

A. COLD RECEPTION

Passage through the portal leads to incredible pressure in dark, icy waters. At this depth, it's impossible to determine the distance to the water's surface or floor. A single soft white light interrupts the darkness, blinking with consistent rhythm.

When the Hegemony engaged in the second war for Vareen, they predicted intervention by agents of the Accord. To slow down or eliminate new arrivals, their bil'djooli soldiers seized a number of facilities and moved the focal point of their connected inbound portals. The portal from Pol-Nephar deposits the party a few hundred yards from its substation, near a vicious native predator.

Creature: The light belongs to the lasiodon lying in wait below the substation. The Hegemony supposes that most creatures attempting to visit Vareen via portal will be eaten by immense predators or destroyed by natural hazards and rendered unable to hinder their plans or send for reinforcements. Thus far they have been correct. The lasiodon uses its lights to draw curious prey into the midst of its six heads, at which point all six lights flare up simultaneously to reveal the monster. The lasiodon fights to the death.

LASIODON

XP 20,000

hp 330 (see page 691)

Development: The first PC swallowed whole by the lasiodon sinks down the creature's gullet, passing the somewhat whole remains of Ambassador Serrione, who was swallowed whole almost immediately upon arrival. If Serrione is revived or his corpse questioned, he knows nothing of the fall of Surface Station Nine.

About 100 yards away from the lasiodon lists a damaged building of white coral. Surface Station Nine, a sanctuary for visiting air-breathers, normally absorbs and expels water to remain afloat and stationary, but a breach by bil'djooli soldiers caused the structure to take on water and sink. The station's portal once accepted travelers from Pol-Nephar into the receiving room at area B2, but now deposits arrivals outside.

Treasure: Ambassador Serrione's body still wears a *cloak of displacement*, *eyes of charming*, and a gold signet ring worth 650 gp. To finance his stay, he carries a pouch with four sapphires worth 800 gp each and 65 pp.

UNDER PRESSURE

There's more than enough danger in *The Depths of Desperation* to challenge a party of very powerful characters. Fortunately, the PCs wield the Morphic Nature epic blessing. Up to this point in the Legendary Planet story line, the PCs' attunement to the Accord's portals has sustained them despite a number of natural and supernatural hazards. In *The Depths of Desperation*, the PCs enjoy protection from deep water pressure and the cold temperatures associated with life near the ocean floor. This also allows them to breathe and speak normally underwater, including casting spells. Penalties for failed swimming skill checks, such as sinking or being pulled along a current, still apply.

One difficulty in *The Depths of Desperation* is the very limited visibility on the ocean floor. Most marine life exists amid dim bioluminescence or total darkness. Unless otherwise described, an encounter occurring outside an artificial structure is in total darkness without some light provided by the PCs. Darkvision works normally underwater, and any sites described as naturally luminescent provide dim light to a distance of 20 feet.



B. SURFACE STATION NINE

When the bil'djooli began their occupation of Vareen they destroyed or disabled several gates and surface stations to seal the planet off from unwanted assistance. Interrogation of their locathah prisoners revealed that merchants friendly with the Accord traded with Simrukoth, using a number of the portals to visit with some frequency. Concerned that a greater enemy might have access to hidden portals and respond with an army, the bil'djooli navarch ordered the merchant portals refocused to dangerous areas, then sabotaged nearby structures to prevent their occupation.

The surface station normally floats on the water's surface as the name suggests, allowing fliers or land-dwellers to escape the complication of confinement under the water. Formed from living coral, the surface stations are marvels of bioengineering and, if damaged, heal slowly over time. Surface Station Nine is one of several stations secured near major locathah settlements.

B1. MOON POOL

The characters enter the moon pool beneath Surface Station Nine, read or paraphrase the following:

The water gives way to equally cold pressurized air with a foul odor. A white room surrounds this end of the pool, with a single exit blocked by

a windowed door. The building's damaged frame causes the water to seem deeper at one end of the pool, splashing against the circular ledge near a fastened handrail. Light in the room is very dim, with blinking pinpoints of colored light betraying the existence of alien technology.

In peaceful times, this facility was but one of several surface stations used to host trading partners and other visitors who were incompatible or uncomfortable with life at the bottom of the ocean. When functioning normally, the station floats on the water's surface. The combination of a moon pool and a flat deck means occupants could stay indoors with easy access to fresh air rather than staying in a coral city where rooms may or may not be filled with water. Now it serves as a guard station. The bil'djooli have grafted some of their own equipment to the native technology to link to their overall communication network (see the communications robot in area G), but they are having troubles connecting to that network.

The damaged facility still holds four elite bil'djooli soldiers in the nearby chambers, but the PCs can traverse this room unmolested. The entry room offers very little in the way of useful information, but a PC who studies the technology and its interface panels can attempt a DC 20 Dexterity skill check with thieves' tools. Success grants the character advantage on rolls dealing with attempts to manipulate or understand bil'djooli or locathah technology.

WIRED DOOR TRAP

Mechanical trap

With no use for the pool or the refocused gate outside, the bil'djooli have sealed off the only door from the moon pool into the station. Should their commanders find sufficient reason for them to brave the nearby lasiodon, they can bypass the seal, but any creature that touches the door access panel risks an electrical shock and an unpleasantly loud alarm. A shower of sparks deals 21 (6d6) lightning damage, or half to any creature that makes a successful DC 16 Dexterity saving throw. It hits all targets in a 15-ft. cone from the door. Further, a screeching alarm sounding for 2d4 (5) rounds alerts everyone on Surface Station Nine. The trap can be noticed with a DC 16 Wisdom (Perception) skill check and disarmed with a DC 16 Dexterity skill check with thieves' tools.

B2. RECEIVING ROOM

The door slides into the wall, opening up to a room lined with shelves and equipment decorated by the occasional flashing light. A central kiosk holds more panels of lights, with one section badly damaged.

The surface station monitors and partially controls the gate outside the damaged building. When the PCs arrived in the middle of the ocean, the gate attempted to alert a badly damaged system as to their arrival. The bil'djooli stationed here know the gate has attempted communication, but have been unable to determine exactly what the system is trying to communicate.

Creatures: Two squid-like creatures with pale blue tentacles and some sort of armor work at the kiosk, their facial expressions muddled by a glass helmet full of clear liquid. Each stands about seven feet tall on its curled appendages. They each hold a four-foot ceramic rod with curving grooves and colored jewels. The bil'djooli have stationed a squad of four soldiers here to provide an alert for Hegemony forces should off-worlders arrive at the portal. While they use the lasiodon as a first line of defense against intervention, the bil'djooli can't afford surprises now that control of Vareen is within their tentacled grasp. Two of the soldiers are puzzling out the station's communications system, trying to determine technology of the gate and here in the receiving room.

BIL'DJOOLI ELITE SOLDIERS (2)

XP 5,900

hp 221 each (see page 624)

Development: If the two soldiers are dispatched quietly, the two soldiers resting in area B4 make no move to leave their quarters until time to relieve them several hours later. However, the bil'djooli spend most of their workdays trying to master the portal technology, so they expect to hear some amount of tinkering and even cursing (in Bil'djooli). If things are too quiet, the pair becomes suspicious and come to investigate.

The receiving room has a kiosk devoted to control of the errant portal. PCs can repair the damaged section of the kiosk and re-orient the portal to allow arrivals from Pol-Nephra inside Surface Station Nine (the receiving room offers the most room). Once they do so, any travelers from Pol-Nephra arrive on the station rather than suspended in deep freezing water.

Treasure: The soldiers wield the powerful technomagical bil'djooli rods (see page 546). Each bil'djooli carries one, allowing the PCs to confiscate them as weapons or to present to the locathahs of Simrukoth. If the PCs acquire 20 of these rods over the course of the adventure and give them to the Emergency Council, the Simrukuul give them an additional 1,000 gp of credit per rod toward the purchase of other goods and services in the city. Additionally, they can field an army using these rods to fight against the Hegemony forces in Part 3.

B3. REFUSE ROOM

This small room has two distinguishing characteristics. First, the odor of rotting trash fills the room. Old rags, oily bits of machine equipment and tools, and mostly-eaten animal carcasses occupy most of the floor space, as if each was simply tossed into the room. Across the compartment another door reveals blackened fluid filling the room beyond. The door is scorched and warped but appears to remain watertight. None of the equipment or panels in this room shed any light.

Creature: This room appears to be recently used as a garbage dump, but it does hold one helpful surprise—the locathah engineer Strael quietly remains on board the station, confounding the efforts by the bil'djooli to receive communications from the gate or the bil'djooli communications relay (see area G). The brave civilian has fed from the remains of bil'djooli meals and slept in cramped hollows for a few days now.

After the bil'djooli attacked, Strael was dispatched with a security detail from nearby Simrukoth to determine the damage dealt to Surface Station Nine and, if possible, use its portal to go for help in Pol-Nephra. The tentacled invaders detected and attacked his companions, using their corpses to attract the lasiodon outside the gate. Undiscovered, the engineer made for the access pool and hid in the station's flooded chambers. For several days, he has subsisted on rations and whatever supplies he could salvage from the submerged part of the station. His hiding places became scarce when the bil'djooli finally jammed the door shut and sealed off the station to prevent it taking on more water and sinking. Lately, he's been able to jam communications between the soldiers and their commanders, and begin the nearly impossible work of reprogramming the portal to allow him to make contact with Pol-Nephra.

Strael exhibits a mixture of resolve and terror, both because he is desperate to save his people, and because he is an unlikely combatant who prefers technology to violence. He is elated to see the PCs, but warns them to be cautious of the bil'djooli guards.



STRAEL

Medium humanoid (locathah), lawful neutral

Armor Class 12 (leather armor)

Hit Points 60 (8d8 + 24)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	12 (+1)	16 (+3)	14 (+2)	14 (+2)	11 (+0)

Skills Arcana +5, Perception +5

Senses passive Perception 15

Languages Aquan

Challenge 2 (450 XP)

Locathah Technologist. Strael can use common Locathah technological items without making a roll. He has advantage on any roll to use a technological item.

ACTIONS

Dagger. *Melee or Ranged Weapon Attack:* +4 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 3 (1d4+1) piercing damage.

Light Crossbow. *Ranged Weapon Attack:* +4 to hit, range 80/320 ft., one target. *Hit:* 4 (1d6+1) piercing damage

Trap: Before the PCs arrived, Strael had accepted the likelihood of death once the soldiers finally discovered him. To maximize his chances to make it back to the access pool he

rigged a trap for those who might wander deep into the refuse room. Once a creature (besides Strael) moves more than 5 feet into the room, a series of taut wires springs, causing a burst of sharp odds and ends to assault the intruders.

EXPLODING TRASH TRAP

Mechanical trap

This trap discharges a burst of shrapnel, dealing 21 (6d6) piercing and slashing damage, or half that with a successful DC 16 Dexterity saving throw to all targets in a 15-ft. cone, firing out of the room. The trap can be noticed with a DC 16 Wisdom (Perception) skill check and disarmed with a DC 16 Dexterity skill check with thieves' tools.

Development: If the PCs gain his trust and all four bil'djooli are captured or killed, Strael offers to accompany them to the last major locathah city, the Coral Capital of Simrukoth. He knows that in Simrukoth, an emergency council marshals the remaining forces of his people in an effort to resist the bil'djooli.

B4. LIVING AREA

The bil'djooli soldiers commandeered the locker room next to the receiving area outside the access pool. Though substantial air pockets exist in the remainder of the facility, it was taking on water and sinking. The soldiers are aquatic, but submersion

risked damaging their limited control of the gate. As a result, two days ago they sealed the far doors in the refuse room and closed off access to the rest of the facility. They live in the locker room, work in the receiving room, and cast their garbage into the antechamber at area **B3**.

Creatures: The bil'djooli are frustrated with their assignment and the station's willful refusal to grant them reliable access to their army's communications relay (they don't know Strael has been hampering their efforts). They do know their companions at area **B2** are working to identify an unusual signal. If they hear combat from elsewhere in the station, or if the PCs happen on them here, they hoist their *bil'djooli rods* and attack.

BIL'DJOOLI ELITE SOLDIERS (2)

XP 5,900

hp 221 each (see page 624)

Development: If the soldiers are destroyed before the PCs explore area **B3**, Strael timidly announces himself and warns the PCs not to approach the trapped refuse room. He asks them to identify themselves and describe where they came from. If the PCs tell him they come from Pol-Nephar, or otherwise convince him their intentions are peaceful, he surrenders as described in area **B3**.

Once the party defeats the bil'djooli and retakes Surface Station Nine, it's easy to determine that the living coral structure can neither float nor move without significant healing. The station can eventually heal itself, but this process takes several weeks without magical assistance. After healing 100 hit points of damage, the PCs can stabilize the station and pilot it several miles to Simrukoth with a pair of DC 20 Technomancy checks. Strael can automatically succeed at these checks, if the PCs allow him to navigate the station.

SIMRUKOTH

If the PCs follow Strael's eager guidance, whether swimming or by piloting the sunken Surface Station Nine, they reach the last stronghold of the locathahs within a few hours. The ocean-floor city of Simrukoth acts as diplomatic center for several of the races that dominate Vareen. Most of the city consists of ancient living coral grown to form a complex network of chambers, streets, and tunnels, though the locathahs are able to drain individual rooms and halls to accommodate air-breathers. Outside the city, vast fields of diverse sea plants host their own local wildlife ecologies, essentially self-sufficient farms where predators feast on prey and any discarded flesh supplies the plants and scavengers. High overhead, Surface Station One floats at sea level, connected to the city by a miles-long cable of sturdy chains and tubes. Along this chain, simple cages like crow's nests allow locathah sentries to observe predators and other traffic directly over the city.

UNDER THE SEA

The Depths of Desperation offers significant combat encounters against powerful foes. Local sea monsters, an aggressive army of evildoers led by a daemon, and a prearranged trial of the PCs' character and cunning are all available in the following pages. Vareen, however, is a large world with more than a few dangerous creatures to trouble extraterrestrial visitors. Should the PCs spend more time exploring Vareen, or if they should need additional experience to face the encounters herein, consider surprising them with one or more of the following encounters to give them an understanding of the brutal short end that awaits inattentive visitors to this ancient world.

d6	CR	ENCOUNTER
1	13	Pair of marids (as a djinni in the SRD)*
2	14	A field of 16 monstrous seastars (see page 683)
3	14	A cluster of 4 mindclaws (see page 683)
4	15	Gang of 7 water elementals (SRD)
5	17	A dragon turtle (SRD)
6	17	Cluster of 3 deep tiger anemones (see page 682)

The best places for these encounters are as the PCs travel to Simrukoth from a surface station or to add atmosphere to their travels between any of the errands the PCs undertake in **Part 2**. Additional adventures on Vareen may also include intelligent races such as karkinoi, deep merfolk, and sahuagin.

*A marid has a swim speed of 60 feet rather than a fly speed and can form its whirlwind only underwater. A marid speaks Aquan rather than Auran and can summon a water elemental rather than an air elemental, and its *gaseous form* and *wind walk* abilities function only underwater, transforming the targets into liquid water rather than mist.





Locathahs are normally industrious, if unhurried, in their day to day activities. Before the bil'djooli invasion there were trade agreements to fill and food to gather from incredibly bountiful wildlife, and few other concerns. The Simrukoth military is far from mighty, but it is well-supplied and sufficient to keep aggressive tribes of cecaelias and deep merfolk in check. The uniquely deadly great predators of Vareen pose a major threat, but they avoid defended structures.

Since the sudden occupation of their world by the Hegemony's military forces, the locathah lifestyle and mindset has changed dramatically. Formerly cosmopolitan traders with other planets, the Simrukuul—as inhabitants of Simrukoth are known—now view all aliens with suspicion. They force themselves into polite but terse greetings while trying to maintain focus on tasks that were once less urgent. Most of them resent a turn of events that has them confined to a city of tunnels and round chambers instead of free to swim the open ocean. The locathahs have not dealt with such adversity in a score of generations or longer. The PCs may pick up on these feelings with a successful DC 15 Charisma (Insight) skill check.

If Strael accompanies the PCs after eliminating all four bil'djooli at Surface Station Nine, he leads them to a chamber just inside the city.

A sparse entry chamber allows entry into the submerged city. The locathah engineer activates a glowing panel to produce soft pink light from inside the coral walls. Water drains quickly out of the room, even though the large rectangular portal offers no visible means of holding the ocean at bay. Strael turns to speak.

“We have air breathers and water breathers, and some who don't seem to breathe at all. Our rooms and halls adapt by operating these panels. If no one already occupies the room, you can drain the water to walk instead of swim, although it's rude to do so unannounced if the room is already occupied.

“We must seek the Emergency Council. I will introduce you and tell them about our meeting. From there, perhaps you can bring us some good news.”

Strael programs a water-free path to the bazaar described in the chase details at area C. Observant PCs can memorize the sequence of events well enough they can effectively program a path to include or drain water with a DC 20 Technomancy check. If the PCs ask about the process, Strael reminds them that Simrukoth maintains an all-water environment throughout most of the city, but their current location houses visitors from other worlds who frequently cannot breathe water. He explains that their visitors' quarters and nearby halls can be drained or filled by asking a locathah to access the panels for them (or accessing it themselves, provided they've learned how).

Along the way to meet the Emergency Council, the PCs spot a few visitors from other races, but not many. They pass an open-air bazaar and mezzanine, swim through adjacent hallways, and then arrive at a conference hall guarded by several stern locathahs bearing tridents or rapiers. Simrukuul they encounter first regard the PCs nervously, but nonaggressive interactions put most of the citizens at ease. A DC 20 Charisma (Persuasion) skill check is enough to shift any small group of locathahs to an indifferent attitude.

SURFACE STATION NINE

5ft



SIMRUKOTH

In *The Depths of Desperation*, the PCs spend significant time in or near the ocean floor city of Simrukoth—the last and largest stronghold of the locathah people. As they recruit allies and hamper their enemies, the PCs may spend time among the locathahs to learn their culture and gauge their resources. Given the current state of siege and curfew enforcement, the current statistics for the city are as follows. Simrukoth is a large, prosperous, and cultured city with a strategic location and is considered a holy site and a center of academic learning. It is ruled by a council, including councilors **Claiglool** (a locathah engineer), **Ruushka** (a triton fighter), and **Gomveit** (a barbarian from the mysterious deep-water charda race). It has a population of nearly 20,000, around 90% of which are locathah. The remainder are tritons, chardas, aquatic elves, and a smattering of other races.



Creatures: Locathah guards normally ensure peace by arresting criminals (almost always non-locathahs) and breaking up fights. Lately the guards are tasked with enforcing curfews and martial law. The city is crowded, as locathah refugees swam in after the first wave of bil'djooli assaults. While other locathahs are confused and afraid, the guards are even more insular, greeting the PCs or other aliens with suspicious glances. The guards are afraid for their people and remain vigilant. None of them consider bending rules or accepting bribes to allow the PCs to skirt curfews or other rules.

LOCATHAH GUARDS (4 PER PATROL)

Medium humanoid (locathah), neutral

Armor Class 17 (splint)

Hit Points 58 (9d8+18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+2)	14 (+2)	10 (+0)	11 (+0)	10 (+0)

Skills Athletics +5, Perception +2

Senses passive Perception 12

Languages Aquan

Challenge 3 (700 XP)

Amphibious. The locathah can breathe air and water.

ACTIONS

Multiattack. The guard makes two spear attacks.

Spear. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 4 (1d6+1) piercing damage.

Heavy crossbow. *Ranged Weapon Attack:* +3 to hit, range 100/400 ft., one target. *Hit:* 5 (1d8+1) piercing damage

Development: The current state of affairs in Simrukoth has the locathahs on high alert, but the local guards accept the PCs if they gain the Emergency Council's approval after the assassination attempt described in area C below. As the party accomplishes objectives in **Part 2** to help defend their capitol, the locals gradually trust the PCs more and see them as leaders and saviors.

MEETING THE EMERGENCY COUNCIL

Amid the suspicious glances of a hundred of the native fish-people, Strael leads a procession through air-and water-filled tunnels until several guards join the entourage and clear a wider path. Eventually the jaunt leads to a chill chamber of desks and seats, each desk bearing a conch shell with unique insignia and an hourglass. Five of the creatures are locathahs of various ages and builds, though all possess stern, wise eyes. Two of the creatures are not locathahs. The first is a humanoid woman with dark blue skin. She has no hair and wears sharkskin armor decorated with tarnished bronze rings. The other creature is much shorter with a blue-black body that appears comprised of bony plates. Several guards bearing rapiers hang about the edges of the room, their gazes vigilant.

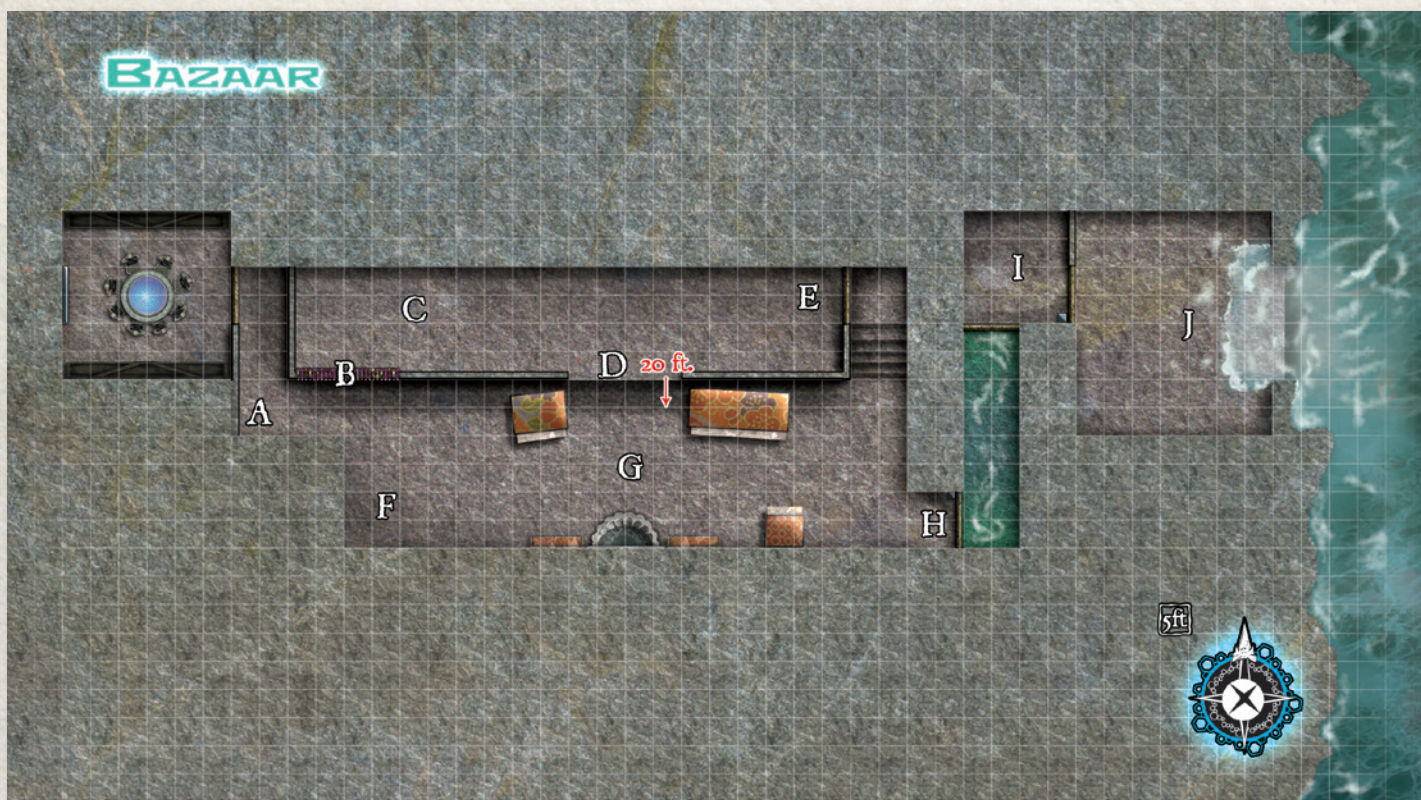
The gathering quiets itself before appraising the battered engineer Strael, who begins to speak in a fluid rhythmic tongue.

Most of the members of the Emergency Council are locathahs from Varen or settlements varying distances away. Two (the triton queen Ruushka and the charda chieftain Gomyeit) hail from distant communities of other races and seek to stop the Hegemony assault before the bil'djooli reach them. All tell of the swift spread of the enemy, and the thousands upon thousands of slave klaven being produced in an effort to completely dominate the planet.

The Council listens first to Strael's story about meeting the PCs. If he knows the PCs defeated the bil'djooli soldiers or the lasiodon, he relays that to the leaders as well, embellishing their exploits a bit. He ends with the admission he did not see them come through the portal outside Surface Station Nine, but that they bring the hope of allies from beyond Varen.

Still somewhat in shock at their way of life nearing extinction after





only a few weeks, the Council apparently mistrusts hope. Gomyeit scoffs that the air-breathers are likely softer even than the locathahs. Ruushka reminds the council that the PCs could be spies or foils planted by the bil'djooli, who thus far have demonstrated a lack of sportsmanship in war. When the questions turn to bickering among the council, one of the locathahs, an old frail fish with greying scales named Claiglool, conveys the council's hesitation.

The locathah that stands on his shaky legs is very old, with pale grey scales and shriveled fingers. "I am Claiglool, the chief historian of Simrukoth. Our need is dire, but we dare not lean on ancient prophecy or the kindness of strangers in this black hour. We are a peaceful people at war: outmatched, outnumbered, and unused to the savagery visited on us the last weeks. Please, tell us how it is you came to help us."

The PCs can relay anything they wish, but at this point they cannot wholly convince the Emergency Council of their good intentions, nor can they convince the Emergency Council to direct them to the ruins that contains their portal home. If the PCs insist that the Accord is coming to provide military insistence, most of the council members shake their heads, believing that any aid would come too late.

Creatures: The chamber includes the entirety of the Emergency Council, including the two non-locathah representatives. Each locathah wields expertise in a unique field. Claiglool is a historian, Cerpadt an engineer, Meirwatt a communicator and linguist, Razioq an occultist, Sshultaq a naturalist, and Wirtaem a peace officer. Each is more or less identical in combat, being primarily academics; even Wirtaem is more of a civilian administrator than a warrior. All have the

combat statistics of ordinary locathahs, but with Intelligence and Wisdom scores of 17.

The two non-locathahs belong to nations with a stronger military component, and the charda Gomyeit serves an aggressive race with compulsory military service. Gomyeit and Ruushka view the locathahs as dangerously vulnerable, but their respective commanders see the locathahs' survival as essential if the individual pockets of resistance are to throw off the invasion. Their primary mission is to advise the locathahs while yielding command to their hosts. They each have a unit of their races' elite warriors to defend Simrukoth and maximize casualties to the bil'djooli; these armies are currently quartered in Simrukoth and are deployed in **Part 3**.

Development: While the locathahs are aware of the ancient ruin left by the Patrons (the haunted region called Dressfa), and local monstrous threats, they are unaware of their place in the Patron's plans as a seed race left behind to develop thousands of years ago. That the bil'djooli want their planet and water is apparent, but they do not know that the true objective of the invasion—Principality seizure of the dormant portals and genetic secrets of the Patrons—lies within their borders.

Claiglool and a few other locathahs are aware of a prophecy handed down for hundreds of generations. This pronouncement states that Varen's forefathers prepared the way for salvation at a time when the seas boil and every swimming thing faces annihilation. This ancient fable was merely mythology to most locathahs, until the bil'djooli showed up firing rays of flame and lightning from their rods. Locathahs who know of the prophecy adopt the PCs as their saviors very quickly once they begin to trust them.

C. BAZAAR CHASE

The PCs' conversation with the Emergency Council almost certainly includes information that the Accord is coming to provide assistance. At this point, spies stationed around the room attack.

Creatures: A team of six hetzuud slayers have infiltrated the war council, posing as guards they murdered days before. Their assignment is to provide intelligence to Navarch Kil'quinng, but the locathah leadership guards its information closely. The lack of useful information infuriates Kil'quinng, so the hetzuud are desperate to provide her some good news, even if it means taking extreme risks. The hetzuud determine to attack while the PCs are present, sowing confusion among the surviving leaders and dispatching at least some of the PCs before fleeing. However, their primary objective is to bring news of the locathahs' new allies to their navarch. The hetzuud trust their ability to escape in the event of capture, as they don't believe the locathahs have the stomach to execute them outright.

HETZUUD SLAYERS (6)

XP 3,900 each

hp 105 (see page 630)

TACTICS

Before Combat The hetzuud have applied poison to their weapons and used their change shape ability to pose as locathah guards (these changes are reflected in the statistics block).

During Combat The hetzuud attack in pairs. Knowing their escape plan, they specifically target arcane casters to limit the likelihood their enemy can use dimensional travel to get ahead of them.

Morale The hetzuud think themselves superior combatants, and ultimately believe they will be killed if they don't cripple the PCs and get news of their arrival to the Hegemony. If the combat turns against them, they flee in pairs to cover the retreat of those already in flight. The hetzuud have an agreement that any of them who survive will ask the navarch for the resurrection of their deceased comrades.

Development: Unless the PCs eliminate the hetzuud immediately, they break off in twos to make their escape or cover those who left before them. Each pair of hetzuud that abandons the fight follows the same basic path to the sea window at location (i), but to increase the likelihood of a successful mission, each pair splits up at location (b) with one climbing and one taking the lower level. The assassins have a rehearsed plan for egress and follow it as described in the chase events below. Pursuit of the assassins kicks off a chase scene with a number of events that determine whether the PCs catch the assailants before they escape Simrukoth. The following events and hazards are keyed to the chase diagram.

The bazaar is currently filled with air, not water, so all creatures must walk rather than swim.

(a) **Grenades:** The first assassins to flee activate a special cache of grenades they previously concealed behind a wall panel in the bend leaving the council chamber, 30 feet away from the chamber exit. They can reveal and trigger these grenades as a bonus action. At the end of the second round after they are triggered, the grenades explode, dealing a total of 42 (12d6) points of damage (4d6 bludgeoning, 4d6 piercing, and 4d6 slashing) to everything within 10-foot sphere. A successful DC 12 Dexterity saving throw halves this damage.

(b) **Terrace:** In this location, a crowded street stretches away from the council chambers and toward the outer walls of Simrukoth. If any assassins are out of sight of the PCs when they enter this area, they use an action to disguise themselves as ordinary locathahs in order to flee more easily through the crowd; a successful DC 12 Wisdom (Insight or Perception) skill check is required to spot the disguised assassins hurrying through the crowd.

Movement through the crowd is restricted as if by difficult terrain. PCs can thin the crowd with a DC 20 Charisma (Intimidation) skill check and move normally. The terrace has sufficient room for PCs to fly over the crowd if they can.

There's also a lattice frame with ivy growing up the wall where the PCs emerge from location (a) above. If the grenades have detonated when the PCs reach this location, the lattice work





is damaged, breaking under the weight of a Large or larger creature and unusable thereafter. A PC can climb the wall with a DC 15 Strength (Athletics) skill check and reach a less crowded mezzanine, where movement is not restricted. If the frame is damaged, the DC of the Athletics skill check increases to 20. Most of the upper level has a solid wall, but the center section is open-air and creatures in either section can see into the other.

The next several elements of the chase are divided between the upper level of the terrace (locations [c], [d], and [e]) and the lower level (locations [f], [g], and [h]).

(c) *They Went That Way*: If more than one group of assassins flees ahead of the party, the latest one waits here, disguised as a locathah beggar. The “beggar” points in the direction of the chase and claims to have seen the alien attackers. With a DC 18 Wisdom (Insight) skill check, a PC can determine that the beggar’s claim is insincere.

If the PCs move past the beggar in pursuit of their quarry, it changes back to the appearance of a locathah guard and pursues the PCs, waiting for the actual locathah guards at location (e) and moving to flank a PC.

(d) *The Leap*: Midway through the upper corridor, a broad opening with no ledge or rail occurs in the wall, making visibility to and from the lower level possible. The height of the mezzanine is 20 feet. A PC or hetzuud can jump from one level to another with a successful DC 20 Dexterity (Acrobatics). If the hetzuud at location (c) has no pursuers to fight or follow, it

attacks PCs on the lower level by firing its crossbow then jumps down to engage them. The existence of the mezzanine ledge and locathah civilians in the area combine to provide cover against any ranged attacks between levels.

(e) *“Halt!”*: Posing as a guard, the first hetzuud to flee across the mezzanine cries alarm and asks the first genuine locathah guards it encounters to find the alien attackers and arrest them. It then continues its flight to the sea window. When any non-locathahs rush through this area, two locathah guards blow loud whistles and demand the PCs stop for questioning. The PCs can enlist the guards in the chase or refer them to the Simrukuul council with a DC 14 Charisma (Persuasion) skill check. They gain disadvantage on this check if they refuse to stop moving during the exchange. If the PCs fail at this check, the locathahs threaten violence. The whistle brings an additional 1d4 locathahs each round for three rounds.

LOCATHAH GUARDS (2+)

XP 750 each

hp 58 each (page 290)

(f) *Mass Panic*: Unfortunately for the PCs, the locathah residents of the city live in constant fear of attack from alien threats, and the hetzuud are counting on a panic response. The presence of the PCs rushing into the bazaar after the grenades

explode incites a panic. The crowds at the bazaar move away from the PCs, some cowering in terror, some trampling their peers. The bazaar ahead is dry, so most locathahs move slowly, creating an almost impenetrable barrier of locathah bodies. If the PCs don't find a way to calm the crowd, dozens of locathahs suffer injuries during the panic, and angry citizens in the crowd deal 7 (2d6) points of bludgeoning damage to the PCs each round the PCs are in the shaded portion of the bazaar on the bazaar map (treat as a swarm attack).

(g) *Bizarre Bazaar*: While the PCs make their way through the bazaar, the first two hetzuud attempt to make their escape while any other assassins move to intercept the PCs here, allowing their companions to escape.

(h) *Door Panel*: The door to the hallway outside of the bazaar is currently closed because the hallway is full of water. The doors are programmed to maintain a chamber's state of empty or flooded until it's no longer occupied, but a PC can override this rule and empty the chamber immediately with a DC 15 Technomancy check. Overriding the system to open the door without emptying it requires an additional DC 20 Technomancy check, but doing so floods the bazaar and adds to the chaos. The hetzuud have no gift for alien technology, but they know how to command the hallway to empty, so they remain in this room until the hall drains and the opposite door opens.

(i) *Antechamber*: Unless they have an easy access to the water window in location (j), the hetzuud spies make their last stand here, sending two of their number into the room beyond, while the rest form a line and disrupt any effort by the PCs to follow them.

(j) *Water Window*: The first hetzuud escape into a chamber similar to the one the PCs entered with Strael. A large window magically holds the seawater outside the chamber, forcing the assassins to run to the window and flee the city. If multiple hetzuud reach this room before the PCs, they depart separately to increase the chances that one successfully warns the Hegemony.

Development: Disguised as locathah guards, the assassins have significantly less trouble fleeing through a crowded bazaar or flooded tunnel. Including stepping into the hallway after the bazaar and locking the door by filling it with water, it takes ten total rounds for each hetzuud to traverse the chase sequence on the bottom level (the second escapee takes the lattice and ascends to the mezzanine to wait for pursuit). This schedule assumes the assassins benefit from their *potions of speed*; their time is substantially increased otherwise.

If any hetzuud make it to open water and get away, they inform the bil'djooli commanders of the PCs' involvement and the discussions of the Emergency Council. Although the bil'djooli don't immediately respond to the PCs' involvement, they are more likely to recommend direct action against the PCs sooner (see the **Assassination Attempts** event in **Part 2**).

ONE ACCORD

By defending the Emergency Council from assassins and chasing the spies, the PCs earn considerable trust from the citizens and leaders of Simrukoth. If the Council endures less than two casualties and most of the hetzuud are captured or killed, the Emergency Council regards the PCs with a friendly attitude and asks their help to bolster their defenses or harry the bil'djooli in exchange for whatever help the party desires. If no Council members died and no hetzuud escape, the Council responds to the PCs with eager helpfulness. They still show concern for their people, but trust the party's input regarding the invasion and any strategy to defend the city.

Regardless of how enthusiastically the locathahs respond to the PCs, they hold a small ceremony acknowledging each PC as a defender of the Simrukuul. The council's legal authority, Wirtaem, announces them allies in the fight against the bil'djooli, sent from across the stars to help push off their oppressors. After the brief ceremony, they invite the PCs to a council meeting to plan the defenses of the city against inevitable attack, advancing the party to **Part 2**.

Development: If Strael is alive, he aids the PCs in their relations with the Emergency Council. Although the engineer has no formal position, he offers supportive comments, reminding the Council the PCs volunteered to investigate from another world, or praising the PCs for rooting out spies and countering the assassination plot.

Perhaps more importantly, Strael offers to take a team of locathah engineers back to the gate to Argosa and repair it. If the PCs succeed in dispatching the hetzuud without the Emergency Council sustaining any casualties, the Emergency Council also commissions Strael to seek aid from Argosa; in this case, the divymm army listed among locathah forces in **Part 3** arrives in time to defend Simrukoth from the final bil'djooli attack.

Treasure: If the Emergency Council has a friendly disposition toward the PCs, each PC receives a small conch shell brooch suitable for armor or cloaks. Although the Emergency Council believes these tokens to be merely honorary, the tokens mystically interact with the PCs' extraordinary natures, allowing each PC to gain advantage on two d20 rolls of their choosing during this adventure.

PART 2: FOUR LEAGUES UNDER THE SEA

The second part of *The Depths of Desperation* offers the PCs opportunities to strengthen the locathahs of Simrukoth or weaken the armies of the bil'djooli. As with some of the events in **Part 1**, each errand accomplished by the PCs on the locathahs' behalf influences the mass combat scene in **Part 3**. Some of the objectives work in the Hegemony's favor if the PCs avoid or fail in their pursuit.

This section begins with a gathering of the Emergency Council. The council explains that the Hegemony's armies will reach their doorstep in a few days' time. Read or summarize the following scene.



A smaller audience chamber features a well set into the center of the pink stone floor. A cool mist fills the room. A pair of armed locathah guards stands at opposite ends of the well, which features a map of the ocean floor. The larger city of Simrukoth and several outlying settlements are clearly visible, as is a tall mountain range, a deep crevasse, and the apparition of a damaged building floating at eye level. An immense shadow looms over the bottom of map not far from the floating building.

Above the map, the elder Claigloul takes a position next to the other council members. The council members Gomyeit and Ruushka wait at attention while the old locathah speaks to you. "We are grateful for your efforts against the bil'djooli and on our behalf. If we are to accept your aid in the coming attack, we must rely on you to help us prepare for war. We are not an aggressive people, and even if many of us are wary, we realize we have not mounted an effective resistance thus far."

The historian turns to Gomyeit and Ruushka, and the shorter spiked creature gestures to his triton companion and speaks. "We have learned that armies approach from all sides. Some places have fared better against the aggressors, but every corner of Vareaen is taxed by

their presence. Our own people send the few troops they can spare to defend the Simrukuul, but we are in dire need of aid. In three days' time—four at the most—the armies of the enemy will converge from the north, east, and south and lay siege to the greatest city that remains free of the invasion. We have until this time to find allies or hinder their progress while our troops drill in preparation for war."

The Emergency Council has identified the following missions as potentially helpful to the defense of Simrukoth. Although the Emergency Council doesn't outright ask the PCs to attempt these missions, it should be clear to the PCs that their assistance is the best chance of success at any of them. These missions provide the substance of **Part 2**, and the PCs should feel free to attempt these missions in any order.

- **Ruins of Dressfa:** A haunted place apparently older than aquatic civilizations on Vareaen, Dressfa is a mysterious, haunted ruin. The site seems to have some strategic importance to the Hegemony, as they sent a force there shortly after arriving. However, this force hasn't been seen since. The site also likely has special importance to the

PCs, as they know an older ruin on Vareen contains several gates, including one that leads them home. If the PCs offer to explore the ruins, the locathahs agree with obvious discomfort; the site is considered both sacred and haunted. Nevertheless, Claigllood explains what he knows about the site to prepare the PCs for the journey. See area D.

- **Rescue at Surface Station Six:** The damaged building indicated on the map is Surface Station Six, a locathah surface station similar in appearance and function to Surface Station Nine. The Hegemony captured this station and convert captured prisoners into mindless soldier-slaves. The locathahs have learned that the cruel commander of this experimentation and recruitment is a jagladine mad scientist named Vrailjan. The Emergency Council seeks agents to rescue the slaves, kill Vrailjan, and scuttle the station. See area E.
- **With the Giants:** The locathahs of Simrukoth are in desperate need of every ally they can recruit, and suggest that diplomatic PCs attempt to recruit the local ocean giants to the defense of Simrukoth. See area F.
- **Communications Relay:** The Emergency Council knows that the Hegemony has established a small communications relay station on a nearby ridge. Destroying this relay seems likely to hamper the Hegemony's military intelligence. See area G.
- **Command Denied:** The Emergency Council speculates that a good way to cause chaos among the Hegemony forces is to strike at one of their local command groups. See area H.
- **Friends, Not Food:** Two powerful monsters lurk in the area near Simrukoth, a sea serpent named Land-eater and an enormous mantis shrimp named Reefhammer. Although the Emergency Council doesn't immediately think about conscripting these leviathans to their cause, they encourage the idea if the PCs suggest using local flora or hear about them from another source. See area I.
- **The Last Bardezite:** The field of death and bone outside of Simrukoth is a topic the locathahs avoid; they do not initially volunteer information about this mission. If the PCs press for other options, or if the situation looks extremely desperate, the Emergency Council might recommend petitioning the fearsome entity in this location for aid. See area J.
- **The Best Defense:** After the PCs return from their first mission, whether they are successful or not, triton spies provide vital information allowing the PCs to make a lightning strike against Hegemony forces. See area K.
- **Assassination Attempts:** The Hegemony forces do not idly stand by while the PCs demolish their preparations; use the **Timed Event** below to represent Kil'quinng's response to the PCs' successes.

Development: An astute character notes with a DC 15 Wisdom (Perception) skill check that the shadow near Surface Station Six resembles a smooth oval, as if from an artificial structure floating higher in the water past the damaged station. This represents the bil'djooli mother ship, though the locathahs omit

its presence from the conversation. In their minds, the ship is a worry for another day, and the PCs should focus on facts vital to the urgent missions they've presented. The *Subjugator* figures largely into **Part 3**, once the mass combat begins to wind down.

TIMED EVENT: ASSASSINATION ATTEMPTS

The highest-ranking bil'djooli soldier on Vareen is the navarch Kil'quinng. Having served in countless invasions and pogroms over the last few centuries, she maintains a tight hold on the information that flows into the *Subjugator* from the central communications relay at area G. She shares information with the daemon Xatmaos, an advisor who assisted the Hegemony in their original effort to conquer the galaxy.

Whenever the PCs encounter bil'djooli soldiers in **Part 2**, the soldiers report the PCs' threat to the communications relay robot (see area G), who then relays the information to Kil'quinng. The first time Kil'quinng receives word of the PCs' intervention, she assigns sensors from the mother ship to find and track the PCs. Treat this as a technomagical *scrying* effect (so it can be detected and dispelled normally or with a DC 14 Technomancy check).

If the PCs immediately reveal themselves as a significant threat, make another successful strike against the Hegemony forces while being scryed upon, or succeed on another mission where they encounter and defeat bil'djooli, Kil'quinng dispatches a special troop of soldiers to assassinate the PCs. The bil'djooli hunter-killers track the PCs based on the intelligence the navarch already has, arriving at their next objective and inserting themselves into the encounter to ambush them. If the PCs defeat another bil'djooli encounter after surviving the hunter-killers, Xatmaos comes to deal with the PCs in person, teleporting to their location to attack (see area L2).

BIL'DJOOLI HUNTER-KILLER

XP 8,400 each

hp 221 (see page 626)

Development: Kil'quinng doesn't stop with this single assassination attempt. If the PCs survive the hunter-killer attack and then succeed at another strike against the bil'djooli during **Part 2**, Kil'quinng realizes the true danger the PCs represent. In this case, Xatmaos comes to deal with the PCs in person, teleporting to their location to attack (see area L2).

D. RUINS OF DRESSFA

One of the PCs' primary objectives should be the exploration of the ancient ruins left behind when the Patrons abandoned Vareen long ago. The PCs may rightly suspect that the ancient runes hold answers they alone could understand. However, the Ruins of Dressfa are much more than an old structure with vital clues. The Patrons left behind a deadly test that constitutes an epic challenge for the PCs, bringing them closer to their spiritual ancestors and finally revealing the way home.

The locathahs can only offer limited information about the ruins, but the historian Claigllood offers what he knows. Claigllood explains that the ruins were thought haunted for dozens of generations and universally avoided by Varen's native races. However, reports say the Hegemony invaders were only on the planet for a few days before they sent a massive force there. Whatever lay waiting at Dressfa was obviously very important to them. The Hegemony forces haven't been seen again; regardless whether they were defeated or disappeared, the incident has only fueled locathah speculation that the site is haunted.

The idea of exploring Dressfa makes the Emergency Council uncomfortable; the dark ocean is full of tangible nightmares that devour entire hunting parties, but the ghosts of Dressfa still daunt the most rational Varinian. If the party wants to visit the site and find what the bil'djooli were after, Claigllood offers them directions and promises the council will continue preparations while they await the PCs' return.

The PCs can question other locathahs or search electronic files to make a DC 10 Intelligence (History) skill check. Success reveals that Dressfa is rumored to have been inhabited by godlike beings when there were still continents above the waves. With a check result of 15 or higher, the PCs learn that the legends maintain these benevolent entities built Dressfa on the ocean floor, despite being air breathers and land dwellers, as though they foresaw the flooding of the planet long before it occurred. With a check result of 20 or more, the PCs learn that the ancient race left behind secrets for those who proved worthy, and that a small band of "sleepers" remain to defend the site (the sleepers are the loran mystics currently inhabiting the ruins).

Dressfa is days away from Simrukoth as the shark swims, and the Council bids the PCs use magic or advanced technology to reach the ruins immediately if they resolve to go. The following encounters are keyed to the map of Dressfa and the ocean floor nearby.

D1. CONCH GROVE

A soft blue-gray glow emanates from a forest of swaying seaweed. The plants grow within a few feet of one another and reach thirty feet high. Some fauna crawls across the ground or swims around the site, but nothing ventures toward the forest. Several giant conch shells, white or gray in color, interrupt the plant growth.

The Guardians of Dressfa, a coterie of loran monks devoted to defense of this holy site, cultivate a grove of dangerous native plants called conch trees. A successful DC 20 Perception skill check reveals that the tree-like knots of seaweed are artificially arranged in specific locations. The pattern itself allows for multiple trees to attack an interloper at the same time.

The forest rings a 30-foot-wide circle surrounding Dressfa's last standing structures. If the PCs approach from above or from the northeast side, they notice a slight increase in the number of conch shells dotting the forest. With a successful DC 20 Perception skill check, they also notice broken bits of

metal armor and broken curved glass settled into the mud. If more than one party member succeeds on this skill check, they find enough materials to suggest they've found the remnants of bil'djooli body armor. The aliens learned quickly that the plants were dangerous, but lost a number of their force before even reaching the ruins. Any living tissue left behind either lies under the various conch shells or has been claimed by ocean floor scavengers.

A successful DC 15 Intelligence (Nature) skill check reveals that the giant conch shells and tall stalks of seaweed are part of the same creature.

The ruins of Dressfa lie within the grove, damaged but still awaiting the PCs' prophesied arrival.

Creatures: The conch trees have incredible reach and accurate senses, making them ideal guardians of Dressfa's submerged exterior. The plants know the scents of their loran caretakers, but attack anyone else who ventures within their considerable range.

Their long reach allows them to harass anything moving within 60 feet, including directly overhead. Although there are dozens of conch trees tightly packed together, no more than 8 of the plants can reach any area at a given time.

CONCH TREES (8+)

XP 2,900 each

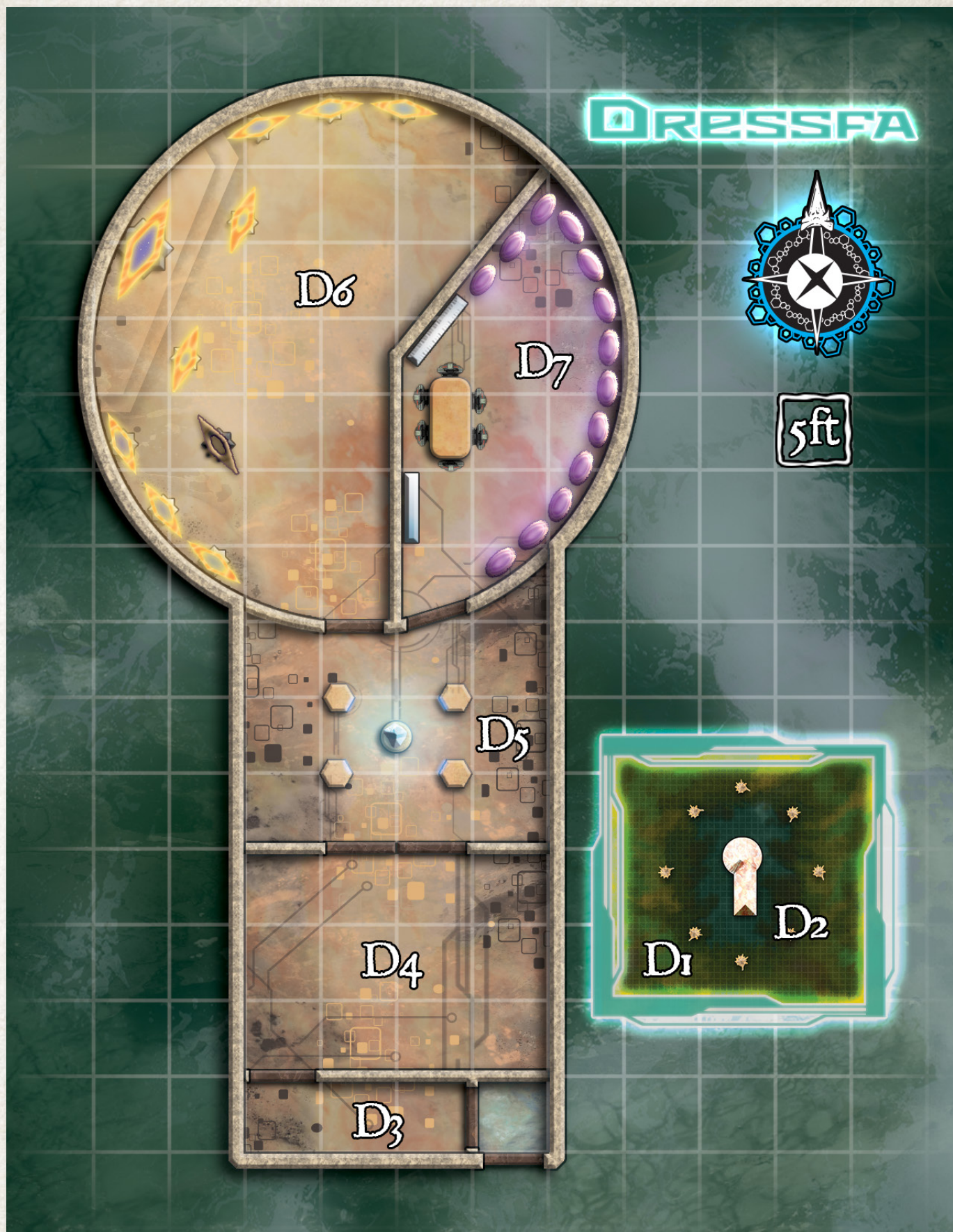
hp 94 each (see page 672)

Treasure: The process for creating the Varinian mineral stralalth begins with a freshly dead conch tree. Each dead tree yields 1d4 doses of the mineral if harvested within 24 hours of the plant's death. In addition to this resource, a total of four additional *bil'djooli rods* litter the ground among the conch trees.

D2. GROVE CENTER

A flickering blue-gray light reaches through the black waters at the center of the strange grove, barely illuminating a badly damaged coral building. Different sections of the ruin seem lit by this effect at random. The coral building is surrounded by simple marine life and chunks of stone and coral indicating that this structure was once part of a much larger complex. The central building has only one entrance, and faint yellow light flickers from within.

The Patrons used predictive models and divination magic to guide them in their conflict with the Principalities. When the first worlds under their control came under heavy attack, they used these same processes to predict where and how doom might befall one of their planets, and how to sow the seeds of resurgence and victory into future agents. The next step in delivering the Accord's legacy to the PCs is in the domed coral building, called the Apicarium of Dressfa. The Patrons expect the prophesied saviors of the Accord to enter the building and survive a deadly trial that reveals more of the Patron's plans.



The conch trees can attack any creature inside this cluster of ruins, but are conditioned to attack creatures coming into the grove from outside. They ignore any creatures that enter the central clearing.

Creatures: The bil'djooli left four soldiers behind to eliminate intruders while their aquamancer commander delivered stolen genetic source material to Navarch Kil'quinng aboard the *Subjugator*. They each float in separate locations, maintaining vigil over the runes. If one of them spots intruders it alerts the others via a technomagical commlink and fights defensively, waiting for support before committing to the fight in earnest.

BIL'DJOOLI ELITE SOLDIERS (4)

XP 5,900

hp 221 each (see page 624)

Development: If the bil'djooli spot the PCs entering the dome without engaging them, they signal the communications relay at area G to warn Navarch Kil'quinng of the PCs' arrival, then wait to ambush the PCs as soon as they emerge from the dome. If Eri, the Loran Wise Mother, emerges with them, the bil'djooli immediately flee, having seen her kill half a dozen of their number by herself.

D3. AIRLOCK

This small chamber is a cramped airlock. Under normal function, the doorway shuts tightly once the panel is activated, while all water is pumped out of the room. The interior door then opens, revealing a dry chamber beyond.

Unfortunately, the bil'djooli have sacked the ruins and made off with what they believe to be the site's greatest prize. They left their own dead behind, as well as considerable destruction. The damaged airlock no longer functions and the interior is now protected by an emergency force field. The field acts as a wall of force.

Development: The airlock can be repaired with a DC 20 Technomancy check made from inside the entry hall. Checks made from the panels in the airlock or outside the main entrance cannot repair the airlock. Once the airlock is fixed, any water in the entry hall is quickly pumped out of the building.

If the PCs destroy the force field, it collapses and the water outside the structure instantly rushes past the PCs into the entry hall. The mass of water pushes anyone in or in front of the airlock against the doorways and walls, dealing 24 (7d6) points of bludgeoning damage to each creature in the water's path. Affected creatures can reduce this damage by 1d6 with a DC 10 Strength (Athletics) check, and by an additional 1d6 points for every 5 points by which this check exceeds the DC.

D4. THE LORAN MONASTERY

A short hall leads away from the airlock into a room reminiscent of a shrine. The chamber is lined with candles, each set a short distance from wood-paneled walls. The room is dry and warm, a pleasant change from the unforgiving chill of the ocean floor. An ornate wooden door seems more fit for a castle interior than a broken ruin.

This room is actually covered by a holographic illusion intended to make the place seem more like a peaceful monastery than a submerged ruin. Though the effect is not magical or mind-affecting, creatures interacting with the projection see the battered room for what it is with a DC 15 Wisdom save. PCs seeing through the holographic effect notice the stone walls are damp with condensation, and muddy footprints and tentacle tracks cover the floor. Blast marks dot the walls and ceiling, with the residue of burns, corrosion, and frost from the assailants' bil'djooli rods. Characters can make a DC 20 Wisdom (Survival) check to determine that more than half a dozen bil'djooli forced their way into the ruin from the outside ocean and battled another half-dozen Medium-sized humanoid figures. PCs that see through the hologram or feel around the room also discover two bodies—one a bil'djooli soldier, and the other a purple-skinned humanoid with bioluminescent patterns.

The remainder of the facility beyond contains relics and technomagical electronic equipment the Patrons wished preserved until their heirs arrived. To maintain the dry environment where these items were operated or stored, the panel controlling the illusory wooden door is disabled until any standing water is pumped back through the airlock. Manipulating the air lock or shutting down the hologram covering the room normally requires a DC 25 Technomancy check, but the PCs—as predicted guests of the Patrons—can do either simply by touching a panel and willing it so.

D5. GENETIC ARCHIVES

This large room hosts a crystal obelisk with several kiosks made of the same coral substance that comprises the walls of Simrukoth. Crystals of different shapes and sizes protrude from the coral, filling slots that resemble some sort of control panel. Multicolored lights slowly pulse from inside the terminals and the larger crystal structures. Two doors stand in the chamber's north wall and one in the south wall.

In front of the crystal terminals, a single cloaked figure stands over the prone body of a tentacled soldier. The humanoid woman has deep purple skin with shining facets like sequins, and an angular, elf-like face. Her long white hair is gathered in a topknot and tightly braided. She wears a loose-fitting black robe with slits cut at the elbows and knees, and no shoes. Across the room, another tentacled soldier lies broken against the corner. Its rod-like weapon is splintered and cracked from a single massive blow.

The standing figure does not move, nor seem to notice she is not alone in the room.

The female figure is Eri, the Quriel (“wise mother”) of the loran monks here (LN female loran monk). She is currently in stasis due to the effect of a *stasis grenade* (see page 548) used by the bil’djooli aquamancer. The PCs can end Eri’s imprisonment in the stasis effect by casting *dispel magic* or succeeding at a DC 25 Intelligence (Arcana) skill check. Alternatively, they can combine a surge of electricity or thunder damage with a DC 25 Technomancy check to end the effect prematurely.

Eri is only one of several lorans living in Dressfa. The patrons bred the loran race from a group of willing undead progenitors specifically as guardians in the event evil returned to Dressfa. The small contingent of lorans maintains their ordered lives in seclusion, guarding Dressfa for two purposes: first, to defend their genetic archives from theft by Hegemony forces, and second, to assist long-prophesied saviors in taking on the destiny of the long-vanished Patrons.

When the bil’djooli attacked Dressfa, they were surprised to encounter a small contingent of living guardians inside the ruins. A number of their expedition already lay on the ocean floor, swallowed by conch trees, so the second attack pressed them sorely. The invaders won their fight and left with material from Dressfa’s genetic archives, but not before Eri and her

acolytes killed or wounded most of their number. The Wise Mother was only stopped when the bil’djooli commander set off an entire belt of *stasis grenades*, leaving her alive but still motionless for the next several days.

Counting on the PCs’ arrival shortly before or after the Hegemony found Dressfa, the Patrons prepared a vital test to finally cement the PCs as the heirs of their long-dormant legacy. This test plays out as an illusion with the effects of a haunt, which begins in this room and continuing through the encounter in the adjacent Gate Room.

The door to the Gate Room is sealed, and does not open unless a creature fails a Wisdom save against the trap in this room (see below). At that point, the door cycles open noiselessly to reveal the Gate Room beyond.

Trap: The Patrons who left Dressfa for the PCs to discover uploaded a portion of their spiritual conscience into the dome’s computer system. Though dormant for millennia, their desire to reveal themselves to the PCs manifests as a form of haunt (an intelligent trap). The haunt isn’t intentionally hostile, though it does attempt to compel the Patron’s chosen saviors to enter the Gate Room, where it continues to tell the story of the Patron’s manipulation of events even as destruction nears one of their most important worlds.

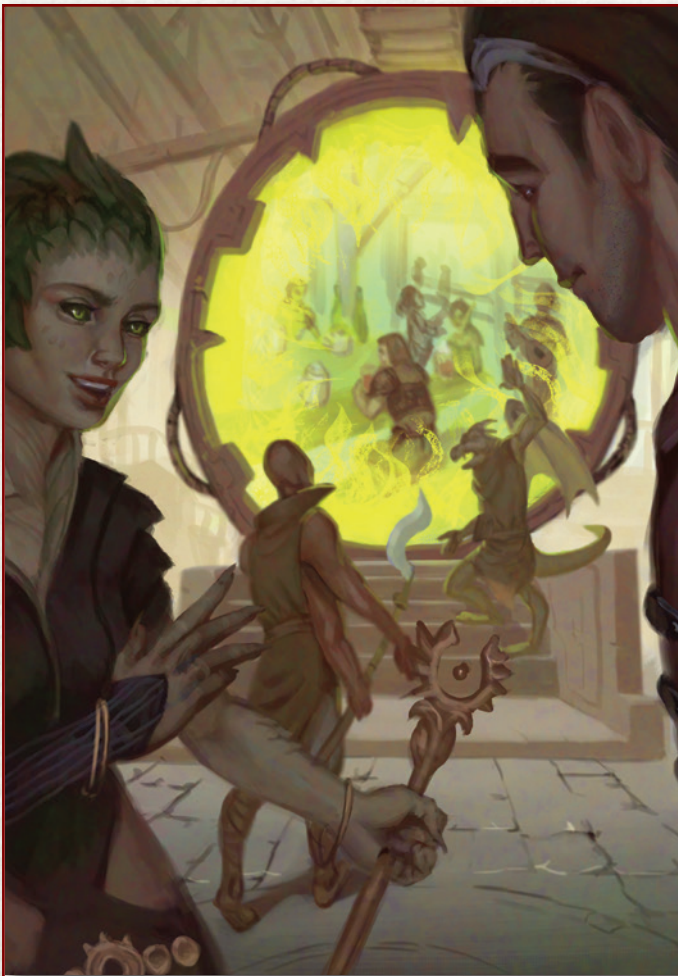
PREDICTIVE PATRONS

Magical Trap

When this haunt is triggered, a holographic replay begins, showing a group of regal aliens working in a domed building of pink coral. Several debate apparent mathematical models and point to several landmarks along the PCs’ path thus far (draw events from the PCs’ past adventures to display here). The haunt’s perspective pulls away to show Vareen’s solar system before a column of ice appears in space and knocks a smaller red-brown planet into a larger blue-green one (this is Bardez smashing into Vareen). A close-up of the blue-green planet shows a rain of meteors and comets destroying the land before focusing in again on the domed structure below the rising waves. The alien figures nod in agreement then rise to enter the next room. As they do so, each creature in the room becomes the subject of a *geas*. Unless an affected creature succeeds at a DC 18 Wisdom saving throw, it also rises and proceeds to the Gate Room, where the haunt continues.

Destruction The haunt is powered by the Patrons’ residual will, and as such cannot be destroyed until either the Hegemony successfully destroys the Patron’s attempts to survive them, or the PCs experience the scene in the Gate Room (area D6).

Development: If the PCs free Eri from stasis, she is not affected by the haunt, but remains attentive until its effect ends. She urges any PCs who save against the effect to follow their companions into the Gate Room. Once the test at the Gate Room is completed, the Wise Mother waits for questions about her nature and role in the ancient ruins. Eri has rotated shifts with various members of her order for centuries, sleeping away decades before assuming vigil. If the PCs seem committed



to the fight against the Hegemony, she accepts that they are worthy heirs to her former benefactors. She also confides that her purpose, now that the PCs have discovered the gate, is to prevail on them to take the fight to the Hegemony and end their threat forever. To that end, Eri offers to lead a force against the bil'djooli under the PCs' direction (the army she musters of fellow loran mystics is presented in **Part 3**).

Eri then offers to show the PCs the final secret of the Patrons in the stasis room at area **D7**.

D6. GATE ROOM

The archaic framework of a grand portal stands against the far wall of this room. Other, smaller portals decorate the adjacent walls, but each pales in comparison to the room's primary portal. Additional coral shelves bear more crystals in patterned slots as in the room outside. One of the smaller gates is broken with no crystals in the kiosk before it and no light emanating from the depths of its coral station. The other portals all roil with an inner light.

The gate room houses a number of important portals to other worlds touched by the Patrons and their plans to secure the galaxy from enslavement by the Principalities. It also hosts a dangerous gambit placed by the Patrons thousands of years ago. Having predicted the return of the Principalities, the Patrons seeded multiple worlds with genetic information. The evolution of the resulting fledgling races created the PCs that stand in the ruin now. The progenitors of the Accord kept this project secret, but surreptitiously disclosed "secret" records of other bits of genetic information as a lure for the Hegemony.

Allowing the biological materials in the genetic archives (area **D5**) to be stolen by the Hegemony was a high cost the Patrons deemed necessary. The stolen genetic seeds could help the ranking forces in the Hegemony revive and free the original Principalities—aggressive powerful beings bent on conquest. However, the valuable information the bil'djooli stole for the Hegemony helps to obscure Dressfa's real prize. The large gate here still reaches several worlds not yet dominated by servants of the Principalities, including the planet (or planets) the PCs were originally captured from as part of the jagladine's efforts to create slaves and identify worlds the Patrons had influenced. The gate itself stands dormant until the moment the PCs touch any gate, kiosk, or crystal in the room. When this happens, read or paraphrase the following:

Lights flicker briefly before a series of colored beams project detailed images from the walls and crystals in the room. Several translucent aliens appear in a vaguely familiar city, working a device that pulses outward with apparently benign energy. The aliens then step through a portal in the city to emerge inside a gate identical to the largest one in this very room. They manipulate their crystals and terminals with the familiar setting remaining in the background. Suddenly they turn their gaze upward, and the view pulls out to reveal they stand in a pink domed structure deep under ocean waves. As the dome shrinks in the background, a lush world of purple trees, blue-green water, and

orange-pink skies comes into view, joining its sister planets in a system that revolves around an immense orange sun. The ghostly image of a malevolent entity weaves its arms until massive chunks of ice appear in space, breaking off and slamming into a smaller red-brown planet, which then crashes into the purple-and-green planet. Screams of terror erupt around the planet as dust flies into the air, ice caps melt, and floating glaciers fall from space into the world until all is quiet and there is no more dry land.

A strange series of symbols appears over the portal, changing along a rhythmic pattern. Giant starships appear, but on the opposite side of the room from the display at the large gate. The room becomes an orange-pink atmosphere over a surface of green water dotted by floating islands of pink coral. The ships spread over the ocean planet, assaulting these islands or diving into the water to attack settlements below.

The ships vanish and a number of lifelike creatures comes into view, emerging from the wall opposite the gate: a skinny creature with four arms, a commanding bil'djooli figure with black skin and gray tentacles, a vicious bat-winged creature with a powerful build, and two other bil'djooli warriors. At the portal, the scene changes to match the current room, the familiar city still in view, but a sphere of rainbow colors surrounds the gate. The changes to the symbols overhead become increasingly rapid as the figures at the edge of the room draw near.

PCs who view the entirety of the display can guess with a DC 15 Intelligence (History) or Wisdom (Insight) check that the changing symbols over the gate represent a countdown. Once a PC realizes this, it's fairly easy to determine that the countdown ends in minutes. Any character that studies the array of crystals, gate, and countdown may conclude (with a DC 20 Intelligence (Investigation) check) that the PCs must destroy the projected alien threats and manipulate the gate's controls before the clock runs out or the gate will self-destruct. A DC 15 Intelligence (History) check reveals that the familiar city is an ancient city from the PCs' home world.

The projections of Hegemony creatures attack the PCs instantly, attempting to destroy them before advancing to the gate. The creatures are drawn from Hegemony forces that the PCs have recently or will soon meet (including an onaryx warrior, the evil race the PCs may encounter in the next *Legendary Planet* adventure, *Mind Tyrants of the Merciless Moons*). Defeating these opponents isn't necessary for the PCs to pass the test, but these opponents distract the PCs as best they are able to prevent them from accessing the gate.

The central gate showing the city in the PCs' home world is covered by a *resilient sphere* effect that lasts until the countdown reaches zero. The sphere is the principal obstacle for the PCs; the test is for them to remove the *resilient sphere* and activate the gate it protects before the timer reaches zero.

Although the timer counts down through 20 rounds, the PCs should remain in the dark about exactly how much time remains without a successful DC 15 Intelligence (History) or Wisdom (Insight) check as the symbols continue to morph and flash above the gate.

Creatures: The projections are technomagically manipulated light and only quasi-real, but are essentially accurate depictions of the modern threat to the Accord. These projections take half damage from any source except lightning or thunder damage, which deal damage to the projections normally.

Epic Boon: After PCs complete this encounter, their Boon of Luck improves to a d8.

PROJECTED BIL'DJOOLI WARLORD

XP 7,200

hp 221 (see page 624)

During Combat The projected warlord looks like Kil'quinn, but this projection has the statistics of an ordinary bil'djooli elite soldier that grants herself and her allies the benefits of a continuous effect and has 40 additional hit points. The projected warlord commands her allies while firing her *bil'djooli rod* at the PCs.

PROJECTED JAGLADINE GENETIC SURGEON

XP 11,500

hp 188 (see page 635, except as noted below)

Multiattack. The genetic surgeon makes 3 hand-axe attacks.

Hand-axe. *Melee or Ranged Weapon Attack:* +10 to hit, range 20/60 ft., 1 target. *Hit:* 8 (1d6 + 5) fire damage.

During Combat The projected jagladine scientist looks like Vrailjin. The projected jagladine scientist fights with hand axes, throwing them into combat if no PC engages him. As a programmed combatant, he never runs out of axes and can use them as melee or ranged weapons in any combination every turn.

PROJECTED ELDER ONARYX WARRIOR

Large humanoid (onaryx), neutral evil

Armor Class 18 (plate)

Hit Points 220 (20d10+110)

Speed 40 ft., 60 ft. fly ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	10 (+0)	21 (+5)	12 (+1)	14 (+2)	17 (+3)

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 12

Languages -

Challenge 12 (8400 XP)

Paralyzing Scream (5-6). All creatures in a 60 ft. long, 5 ft. wide line must make a DC 16 Constitution saving throw or be paralyzed for 1d4-1 turns (minimum 1)

ACTIONS

Multiattack. The onaryx makes 2 claw attacks.

Claw. *Melee Weapon Attack:* +11 to hit, 10 ft. reach, 1 target. *Hit:* 14 (2d6 + 7) slashing damage.

PROJECTED BIL'DJOOLI ELITE SOLDIERS (2)

XP 5,900 each

hp 221 each (see page 624)

During Combat The projected bil'djooli elite soldiers fire on the same target each round, using their ranged combat capabilities to minimize risk to their allies.

Development: If the PCs resolve the *resilient sphere* effect and open the gate, the image of a sinister space ship (not unlike the bil'djooli mothership *Subjugator*) flies from outside the room and into the portal. PCs can remember the exact sequence that opens or closes their home gate with a DC 15 Wisdom check or with any magic that enhances memory. Alternatively, they can reproduce the sequence with a DC 20 Technomancy check. The resilient sphere effect can be disabled with a DC 20 Technomancy check (each check takes 2 rounds) or removed in any of the normal methods to remove a *resilient sphere*.

If the PCs fail to remove the *resilient sphere* in time, the gate overloads, dealing 21 (6d6) damage to all creatures in the room (DC 15 Dexterity saving throw for half damage) and destroying any remaining projections. After this, the gate cannot operate without extensive repair.



D7. STASIS ROOM

The stasis room remains locked, requiring Eri's access code or a DC 20 Technomancy check to open. Inside the room, two wounded loran monks observe the awakening process as a dozen more lorans are brought out of a cryogenic hibernation.

The loran monks are perfectly suited for "cold sleep," as their mystics call it, as they delight in long periods of introspection and meditation and are immune to cold damage. Once their bodies reach a certain temperature, they drift comfortably into a deep sleep, allowing their minds to ponder obscure mysteries and their immortal blood to sustain their youth. It takes one hour for the remaining loran mystics to recover; during this time, Eri explains that the fledgling loran race is free to live their lives and advance their species normally as soon as the threat to Vareen is ended; their eons-long role at Dressfa is finally complete.

E. RESCUE AT SURFACE STATION SIX

Few acts of war are more barbaric than the mass capture of prisoners for use as slaves or the subjects of experimentation. As the PCs have known since the beginning, the Hegemony engages in that behavior without regret. Even worse, the jagladine "physicians" that turn captured enemies into brutal soldiers view their work with a sort of twisted reverence. The Hegemony cares only about overtaking worlds using their own victims as foot soldiers. The jagladine view the work as a path to enlightenment.

The bil'djooli attacked Vareen suddenly and viciously, scooping up entire locathah cities as slave stock and consigning the healthiest prisoners to conversion to a new form of klaven slave soldier. The cruel commander of this experimentation and recruitment is the jagladine mad scientist Vrailjan. When

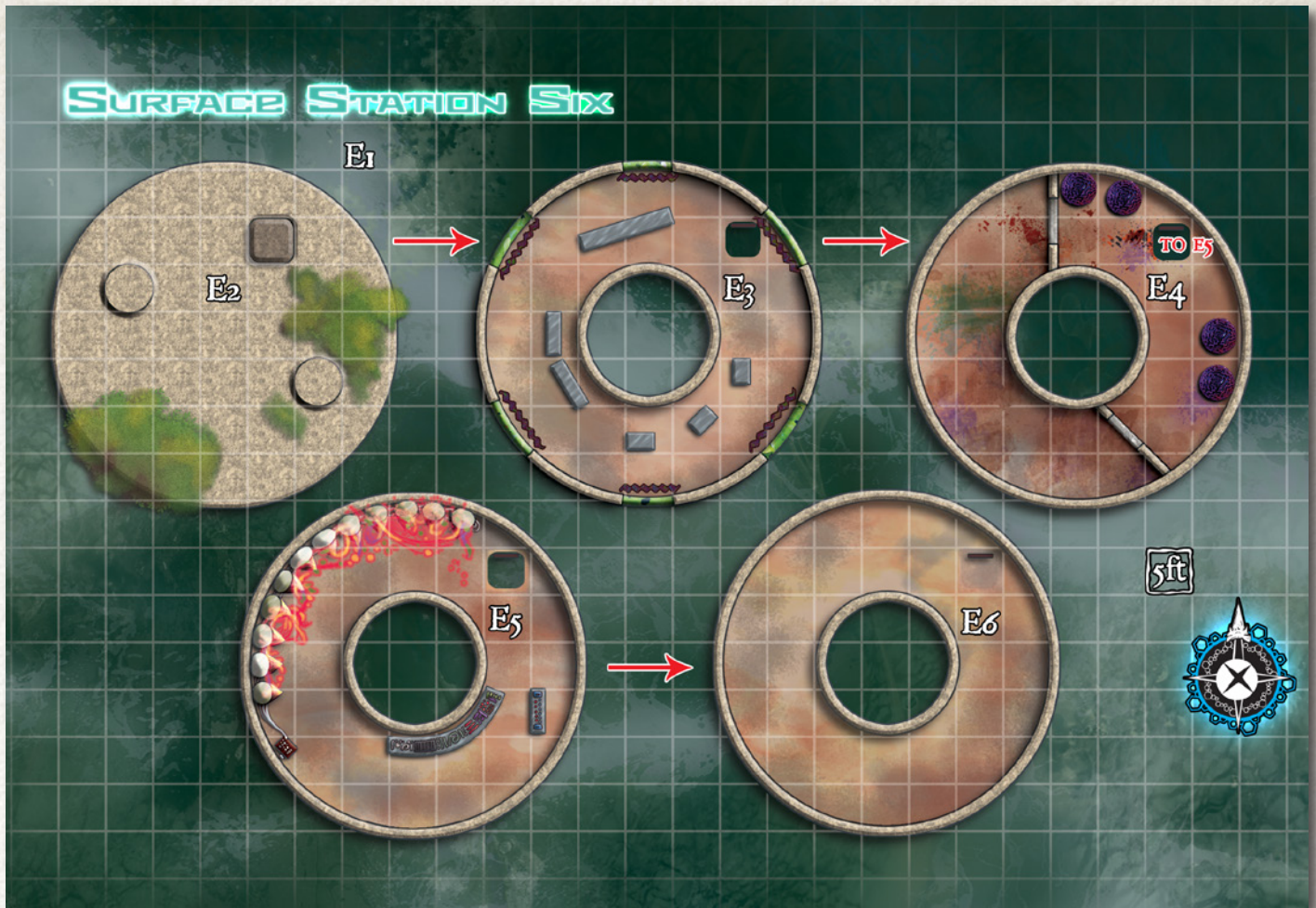
the PCs entertain suggestions about ways to help in the upcoming battle, the council unanimously bids them rescue their companions and avenge those lost by killing Vrailjan and destroying the captured Surface Station Six.

Surface Station Six remains afloat on the water's surface about 60 miles from Simrukoth. Like other surface stations, it's made of the living coral the locathahs use for their buildings, enabling the structure (when healthy) to remain afloat in a static location, power technomantic devices, and drain any water it takes on. The station can be accessed via its open-air surface doorway or moon pool on the structure's bottom. The map of Surface Station Six illustrates the main floors of the facility, but the large station contains other floors sealed off to contain the locathah prisoners awaiting conversion to klaven slaves.

Each floor is accessible via a central shaft that runs through the facility, with ladders along its interior. A simple landing allows the shaft's occupants to exit the cylinder at the desired floor. The shaft empties over the access pool at the bottom of the station. Though the facility pitches occasionally during storms or large waves, climbing the shaft is easy (requiring only a DC 10 Strength (Athletics) check). If a character falls, she can grab a rung or landing with a DC 15 Reflex save. A falling character who fails the initial Reflex save plummets through the cylinder and lands in the moon pool below. This design was intended to protect visitors who slip inside the cylinder, but is now a liability as landing in the moon pool alerts the foes in area E6. An interior ladder also runs up and down through the facility's floors, allowing a second method of traversing the station.

Each outside wall of the station holds small, thick circular windows that provide light but prevent water from entering the station. Each room in Surface Station Six is therefore at least as well-lit as the prevailing exterior light, and further illuminated by technomagical light sources at night.





E1. STATION EXTERIOR

The bil'djooli destroyed most locathah surface stations as they overran the world, but the navarch arranged to have several stations floating near key settlements preserved at the request of the jagladine scientist Vrailjan. Surface Station Six, and similar sites located near other cultures across Vareen, now serve the Hegemony.

Creatures: Four bil'djooli swim outside Surface Station Six on patrol, completing a circuit within a 240-foot radius of the station. Two guards swim beneath the station, while the other two swim along the surface and wear glassteel helmets. If a bil'djooli spots an intruder, it uses a commlink to alert the other bil'djooli, then attacks with the support of the other guards. Although initially brave, the easy escape of the open ocean appeals to injured bil'djooli; these guards flee if reduced below 20 hit points.

BIL'DJOOOL ELITE SOLDIERS (4)

XP 5,900 each

hp 221 each (see page 624)

Development: If the bil'djooli are alerted there are intruders nearby, they lock and trap the top-side hatch at area E2. The klaven training in area E6 take up weapons and prepare to attack any intruders.

E2. TOP-SIDE HATCH

The PCs may relish the chance to walk on a solid surface and enjoy clean fresh air for a change. The coral atop Surface Station Six is dry and textured, allowing for sure footing.

Gaining access to Surface Station Six from the top requires the PCs to enter an airlock via the exterior hatch. They must then open the interior air lock hatch. Both doors require a DC 15 Technomancy check to open.

Creatures: Two more bil'djooli guards maintain a position on the surface, wearing glassteel helmets and attacking any creature that comes within range. These guards fight until slain.

BIL'DJOOOL ELITE SOLDIERS (2)

XP 5,900 each

hp 221 each (see page 624)

Trap: If these bil'djooli are alerted to nearby intruders, they close and lock the top-side hatch. Each door has an electrical current to discourage tampering while locked. The bil'djooli know about the trap, and a desperate soldier might trigger the trap to electrify its enemies if escape seems impossible.

ELECTRIC DOOR TRAP

Mechanical trap

If the door is touched without being disabled (DC 15 Dexterity check on which thieves' tools apply, DC 15 Wisdom (Perception) check to notice), all creatures within 20 feet of the door take must make a DC 18 Dexterity saving throw or take 36 (10d6) damage, or half on a successful save.

E3. OBSERVATION DECK AND CYLINDER

This observation deck allows occupants to view weather conditions outside the surface station via larger windows placed into the coral as the building is grown. The bil'djooli obscure vision into these windows by covering them with tarps or shelves inside the observation deck. As a semi-permanent station for Hegemony forces, the bil'djooli stations here also make use of bil'djooli pods, draining their naturally produced poisons as they rest.

Creatures: Four more bil'djooli soldiers are stationed here to guard the facility, report unusual behavior, and communicate the jagladine's progress to the navarch.

If intruders enter the room from the top-side hatch, two soldiers fire with their *bil'djooli rods* from cover while another guard enters the main cylinder piercing the station to prevent intruders from retreating that way. The final guard retreats to area E5 to alert Vrailjan and encourage him to abandon the station, according to protocol.

If intruders enter the room from any other direction, the guards instead all seek cover behind the bil'djooli pods and attack. These guards fight until slain.

BIL'DJOOLI ELITE SOLDIERS (4)

XP 5,900 each

hp 221 each (see page 624)

E4. HOLDING CELLS

Two identical chambers serve Surface Station Six's occupants, each one floor above and below the operations floor used by Vrailjan to house his klaven transmogrifier. Though the walls were originally grown to form individual sleeping chambers, the bil'djooli have cut or burned away much of the interior coral to install a delivery system for poison gas in each storage chamber.

This floor of Surface Station Six has two parts: chambers for the bil'djooli, and flooded chambers for the aquatic klaven to wait in. The central shaft is walled off except for the bil'djooli chambers outside the holding cells.

Creatures: Two bil'djooli guards watch over dozens of captured locathahs in the flooded chambers beyond their quarters. From these rooms, they can monitor their prisoners, travel up or down the facility's central cylinder, or communicate via panel with Vrailjan or the other bil'djooli. Though their routine is simple, they keep air-breathing klaven as guards and servants. If attacked, one of the bil'djooli moves to the door panel adjacent to their charges to request Vrailjan purge the prisoners and make rescue impossible.

BIL'DJOOLI ELITE SOLDIERS (2)

XP 5,900 each

hp 221 each (see page 624)

Trap: Despite the jagladine successes in converting slaves into obedient soldiers, the Hegemony requires fail-safes in the event of an unforeseen revolt or attempted rescue. Tampering with the exits to the locathah or klaven storage chambers results in the expulsion of a deadly gas into the chamber, likely killing every prisoner in moments. However, a successful DC 15 Dexterity check on which thieves' tools apply disarms the system long enough to evacuate the chamber's occupants. A result of 25 or higher on this check allows a character to reroute the poison into the adjacent quarters instead. The gas cannot be diverted into any other room.

PURGING GAS TRAP

Mechanical trap

If the exits to the storage chambers are tampered with, one round later poisonous vapors with the effects of a cloudkill spell are released into the chamber. The trap can be detected with a DC 15 Wisdom (Perception) check.

Development: Rescuing the locathah prisoners provides both moral and strategic victory for the Simrukuul. If more than half the imprisoned Simrukuul return from captivity at Surface Station Six, all locathah units listed in the mass combat section of **Part 3** gain a +1 bonus to defense value (DV), offense modifier (OM), and hit points (hp). Additionally, the number of each type of klaven unit during mass combat is reduced by 1.

E5. KLAVERN TRANSMOGRIFIER

A laboratory with complex equipment occupies the immaculate room. Several locathahs occupy windowed metal tanks, each full of a light green liquid. The subjects in the tanks appear to be deceased, but twitch occasionally as various fluids are pumped through tubes and into needles inserted deep into the corpses. Tiny shocks of electricity appear to catalyze whatever changes the equipment makes in the bodies.

Surface Station Six functions more or less as an assembly line for conversion of captured locathahs to klaven. The floor above the transmogrifier houses the slave stock, guarded by dutiful

bil'djooli soldiers. They come downstairs for transformation, then proceed to the floor below for evaluation. When a formation of 120 soldiers is ready, a bil'djool soldier takes command of them and orders them through the access pool to swim to a staging area in advance of the coming attack.

Among the most committed and depraved of jagladine researchers, Vrailjan helped pioneer the klaven conversion process to efficiently use captured or killed soldiers to help the Hegemony consistently outnumber their rivals. Since releasing the conversion program for less experienced jagladine to further, he has moved beyond the creation of simple klaven and experiments with more complex hybrid creations. He himself has mastered transitional forms, injecting himself with modified tissue and reactive agents that make him a versatile threat in combat.

Vrailjan's primary research assistant is...himself. The clone Vrailjin has gained unique skills and abilities over time, and acts as Vrailjan's lieutenant and chief surgeon. The clone has the ability to replace his master as head of the transmogrification program should Vrailjan be killed. Until Vrailjan dies, the two operate in complete harmony; Vrailjin has no ambitions to supplant his creator.

If the PCs want to save the locathahs or destroy the converted klaven forces, they must contend with Vrailjan, who has full authority over both. While the bil'djooli have never contravened one of Vrailjan's orders, he prefers the security afforded by total control over his klaven slaves, so he and Vrailjin commandeered a pair of bil'djooli soldiers as a disciplinary action and converted them into potent klaven warriors. They've also taken a number of locathah children and reengineered them to be ravenous flesh-eaters. These smaller slaves stand at attention until commanded to attack intruders.

Creatures: If Vrailjan detects combat in advance of the PCs' arrival, he uses *detect thoughts* to interpret the threat from the bil'djooli or klaven in the area and triggers a telepathic beacon that functions like a *sending* spell to warn Kil'quinnng (see **Part 3**) of the attack. If allowed ample time to prepare, both Vrailjan and Vrailjin use their potions and Vrailjan activates his spines, using alchemical conversion against a type of energy he has witnessed the PCs using.

VRAILJAN, JAGLADINE BIOMORPH

XP 13,000

hp 150 (see page 634)

VRAILJIN, CLONED JAGLADINE GENESURGEON

XP 11,500

hp 188 (see page 635)

Before Combat If he suspects intruders, Vrailjan immediately consumes his potions. He moves away from the door to assault intruders with bombs. His unique connection to his clone allows him to empathically sense Vrailjin's location,

so he avoids dealing area damage to Vrailjin with his bombs even when Vrailjin is invisible.

During Combat Vrailjan attacks with his bombs until a significant melee threat emerges, then attacks with natural weapons. Vrailjin (the clone) puts himself between his master and enemy melee combatants and attacks in melee.

Morale Vrailjan would prefer to survive to continue his work but fears the specter of prosecution. If he can escape arrest by negotiating, he surrenders once reduced to 25 hp or less. If he feels the PCs will kill him or make him stand trial on an Accord planet, he fights to the death, trusting another clone elsewhere to take up his work. Vrailjin is conditioned for obedience and willing to give his life for his master, particularly if it seems only one of them can get away. If he feels escape or surrender is impossible, he ends his resistance to detonate like a *fireball*.

KRAKEN BREED KLAVERN (4)

XP 1,100 each

hp 84 (see page 642)

PIRANHA BREED KLAVERN (2)

XP 3,900 each

hp 147 (see page 641)



HENDERSHOT



Hazard: The klaven transmogrifier includes ten small chambers suitable for Medium-sized creatures, all joined together by a thick bundle of cables snaking across the floor. The machine finishes conversion of a batch of klaven slaves in about ten hours, meaning an army of 120 klaven reserves is formed, inspected, trained and released every 6 days. With a dozen such captured facilities working constantly around Vareen, the Hegemony has been creating new armies of aquatic klaven slaves faster than they lose slaves to attrition.

The PCs can physically damage the transmogrifier chambers, which have a damage threshold of 8 and 200 hp each. However, the stasis chambers are replaceable with similar technology aboard the *Subjugator* or in larger settlements that employ technomancy. The PCs only truly destroy the transmogrifier if they reprogram the machine to overload while no occupants are inside. A DC 15 Technomancy check informs the character that forcing the machine to identify its own component parts and transform them causes a massive power surge that could

destroy the chambers and corrupt their operating system. Reprogramming the machine for this requires a DC 20 Technomancy check, and the overload occurs after 10 minutes.

Destruction of the transmogrifier causes a chain reaction that demolishes the entire surface station. Treat any creature caught inside the station when it implodes as being stuck in an *earthquake*, making exiting the station very difficult. The wreckage of the surface station sinks to the ocean floor over the course of the next hour. This is also the most effective way to scuttle the station, as the Emergency Council requested.

Development: Vrailjan believes the Hegemony forces present are sufficient to repel a small oppositional force, so he trusts the bil'djooli to buy him and his clone time to prepare for combat before they wade in to take prisoners and kill the rest. He is loath to interrupt conversions, so he refuses to gas the locathahs or stored klaven unless the soldier from the observation floor comes downstairs to advise the facility is in danger. If the PCs have a reputation among the bil'djooli (having defeated one or

more of the **Part 2** objectives involving bil'djooli soldiers), he purges the captives in both chambers immediately, possibly murdering the remaining locathahs before the PCs even reach the holding cells.

The loss of potential soldiers changes the bil'djooli assault force, forcing them to assign active troops to other regions of the planet and taxing their reserves. The Hegemony forces in **Part 3** include one fewer each of klaven assault troops and piranha breed klaven.

Vrailjan's influence over the klaven is powerful, and his loss affects his soldiers psychically. If Vrailjan and his clone are both slain, each klaven unit takes a -1 penalty to its OM and Morale.

If any PC is captured alive and the PCs fail to destroy the transmogrifier, Kil'quinng orders the PC placed into Vrailjan's machine and converted to klaven. In this case, klaven who used to be PCs constitute a new army added to the Hegemony reserve forces in **Part 3**, led by a jagladine commander.

E6. MOON POOL

This moon pool provides access into Surface Station Six from the water, and resembles the moon pool in Surface Station Nine (area B1).

Creatures: The bil'djooli stationed at Surface Station Six rotate through responsibilities, which includes training and evaluating the converted klaven and sending them off once a platoon passes inspection. The soldiers currently tasked with this work stand here now, observing new aquatic klaven drilling with spear maneuvers. Once these creatures detect any signs of combat or intrusion, they interrupt these drills to take up positions around the access pool and wait for enemies to emerge.

BIL'DJOOLI ELITE SOLDIERS (2)

XP 5,900 each

hp 221 each (see page 624)

KLAVEN ELITE MARINE (8)

XP 2,300 each

hp 105 (see page 641)

Before Combat The klaven elite marines practice maneuvers and maintain readiness. They have long spears in hand if surprised. If apprised of nearby intruders, they approach the access pool.

During Combat The klaven fight with their long spears. They attempt to confine their enemies to the access pool but move to flank creatures on the ledge.

Morale Klaven elite soldiers have tactical orders, but no sense of self-preservation. They fight to the death.

F. WITH THE GIANTS

The locathahs of Simrukoth are in desperate need of every ally they can recruit. Among their most desired colleagues, an ancient enclave of ocean giants wields incredible physical strength and would be a vital resource in pushing the bil'djooli back off-world. Unfortunately, the giants are insular and don't realize the severity of the threat to their way of life. If the PCs demonstrate a knack for diplomacy and report victory against the bil'djooli in other objectives, the Emergency Council asks them to recruit the giants, who live in a city called Sholigree a hundred miles from Simrukoth across the ocean floor.

The giants of Sholigree prefer seclusion. They host visitors but don't respond to summons or attempts to contact them magically. If pressed, the council admits they dispatched emissaries to the giants a few days after the invasion began, but they received no word. In truth, the emissaries never arrived at Sholigree. The bil'djooli found and tortured them, learning of the giants from their ill-fated captives. As a result, Navarch Kil'quinng ordered her forces to give the giants a wide berth.

F1. SHOLIGREE ACCESS

A rift cuts deeply into the ocean floor, brightly lit by veins of luminescent coral. The water feels warmer nearer the rift, hinting at large magma vents close by. At the rift's opening stand two blue-skinned humanoids with flowing beards, each surpassing the height of three men. They bear incredibly large crossbows and tridents, and they are clothed in woven seaweed and sharkskin.

The giants have lived in an immense canyon on the ocean floor for hundreds of years, building their submerged cliff dwelling and taking turns guarding the approach to the city. The ocean giants barely tolerate the presence of outsiders. They trade with the locathahs when they must, but generally live in their undersea fortresses, defending their territory and content for the rest of the world to ignore their routine. The PCs can prevail upon their gruff hosts to take them to the King of the Deep for an audience with a DC 20 Charisma (Persuasion) check. If the PCs fare poorly in dialogue but refuse to leave, they are arrested and taken for the same audience, but as prisoners.

Creatures: Two ocean giant sentries guard either end of the rift. The giants are rarely troubled by visitors, but hungry predators can swim directly into the rift so they remain constantly alert. The giants have a system of alarms using their conch shells, so they check in frequently, sounding a warning when they notice silhouettes in the distance, and sounding an "all calm" once they determine there is no danger. Once they determine a potential threat or visitor is nearby, they fire their special crossbow bolts to increase their range of vision. Ocean giants begin with an indifferent attitude, but warn intruders to stay away if reduced to unfriendly and immediately sound an alarm and attack if they become hostile.

SHOLIGREE OCEAN GIANTS (2)

Huge giant, chaotic neutral

Armor Class 18 (natural armor)

Hit Points 262 (21d12+126)

Speed 50 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
29 (+9)	11 (+0)	22 (+6)	12 (+1)	14 (+2)	18 (+4)

Saving Throws Str +14, Con +11, Wis +7, Cha +9

Skills Nature +6, Perception +7, Performance +14

Damage Resistances cold, lightning

Senses darkvision 60 ft., passive Perception 17

Languages Aquan, Common, Giant

Challenge 13 (10,000 XP)

Amphibious. An ocean giant can breathe air and water.

Innate Spellcasting. The giant's innate spellcasting ability is Charisma (spell save DC 17). It can innately cast the following spells, requiring no material components:

3/Day: *control water*, *gust of wind*, *water breathing*

1/Day: *control weather*

Powerful Trident. Ocean giants are masters of the trident, a weapon well-suited for underwater combat. A trident deals one extra die of its damage when the ocean giant hits with it (included in the attack).

ACTIONS

Multiattack. The giant makes two trident attacks.

Trident. *Melee or Ranged Weapon Attack.* +14 to hit, reach 10 ft. or range 20/60 ft., one target. *Hit:* 23 (4d6 + 9) piercing damage, or 27 (4d8 + 9) piercing damage if used with two hands to make a melee attack. If the ocean giant scores a critical hit, it rolls damage dice three times, instead of twice.

Rock. *Ranged Weapon Attack.* +14 to hit, range 60/240 ft., one target. *Hit:* 36 (4d12 + 10) bludgeoning damage.

Conch (Recharge 5-6). The giant blasts its conch. All creatures in a 60-foot cone must succeed on a DC 17 Constitution saving throw. A creature takes 58 (13d8) thunder damage on a failed save, or half as much damage on a successful one. A target that fails its saving throw is stunned for 1 round and deafened for 1 minute. At the end of each of its turns, a target can attempt a new saving throw; on a success, the target is no longer deafened.

Development: PCs caught sneaking around the rift are attacked as soon as they are discovered, with conch shells being blown in alarm. Two ocean giants immediately attack, and at the end of every third round of combat, two more giants arrive to deal with the threat (to a maximum of 8 giants in total). The giants have little concern for the lives of intruders but accept surrender if the party stops fighting. Any unconscious or captured PCs are delivered to Karfrelle in the council chamber at area F2.

F2. KING OF THE DEEP

This large room includes scrimshaw seats carved from the rib bones of some ancient leviathan. Near the top of this raised structure sits an even more imposing giant. He is visibly larger than his fellows, with a beard easily six feet long. His immense, rune-carved purple blade looks to serve as a badge of office. He wears a white toga large enough to be a sail for some great galleon, and a loin cloth of thin animal hide with shimmering scales.

The giant gestures gruffly, barking out words in a rolling, booming language.

The ocean giants of Vareen speak Aquan. No giant speaks any other language unless his attitude changes to at least friendly. PCs who understand Aquan understand the giant king is inviting them to be plain about their business. If the PCs were captured after sneaking or fighting inside the rift, he is even more impatient, demanding they give him a reason not to feed them to the Land-eater and be done with whatever threat they pose.

Creature: Karfrelle, the King of the Deep manages his community dutifully and gruffly. He wields absolute authority



during times of emergency or war but cooperates with an advisory council most of the time. Karfrelle and a number of giant scouts have seen signs of conflict outside their normal hunting grounds but have not been directly assaulted by any bil'djooli. To gain the giants' support, the PCs must convince Karfrelle the threat is real and worthy of the giants' response.

If the PCs successfully parleyed with the sentries in area F1, Karfrelle greets them with an indifferent attitude. If the party was arrested or sneaked into the city, the king's starting attitude is instead unfriendly. With a DC 30 Wisdom (Insight) check, one or more PCs might detect that he is interested in their story, but skeptical. Karfrelle agrees to aid the locathahs against the bil'djooli if the PCs adjust his attitude to helpful with two successful DC 20 Charisma (Persuasion) checks and make their case plainly. Award the party advantage on their checks if they produce proof of the danger the aliens pose (such as a *bil'djooli* rod or partially converted locathah-klaven corpse) during their argument. If the PCs are caught lying to the King of the Deep, they gain disadvantage to all Charisma based rolls involving the giants so long as the party remains on Vareen. If the PCs reduce the giant's attitude to hostile by scoring a critical failure on either of the two DC 20 Charisma (Persuasion) checks, the king orders his house guard (three sholigree ocean giants) to help him surround the party and exterminate them.

KARFRELLE, KING OF THE DEEP

Huge giant, chaotic neutral

Armor Class 19 (natural armor)

Hit Points 325 (26d12+156)

Speed 50 ft., 40 ft swim ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	15 (+2)	22 (+6)	13 (+1)	14 (+2)	12 (+1)

Damage Resistance cold, lightning

Senses passive Perception 12

Languages Common, Giant, Aquan

Challenge 19 (22,000 XP)

Lord of the Depths (1/Day). Karfrelle may cast any spell that conjures creatures as an 8th-level spell but may only summon aquatic creatures with it.

ACTIONS

Multiattack. Karfrelle makes three attacks with the Rift King's Blade.

Rift King's Blade. *Melee weapon attack:* +13 to hit, 10 ft. reach.
Hit: 26 (3d12 + 7) slashing damage.

LEGENDARY ACTIONS

Karfrelle, King of the Deep can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Karfrelle, King of the Deep regains spent legendary actions at the start of its turn.

Bellow (Costs 1 Action). Karfrelle casts *thunderwave* (DC 18)

King's Blade (Costs 2 Actions). Karfrelle makes an attack against one target.



SHOLIGREE OCEAN GIANTS (3)

XP 10,000 each

hp 230 each (see page 309)

Development: If the PCs succeed in moving Karfrelle to a helpful attitude by the end of their audience, he not only agrees to supply ocean giants to aid the locathahs; he also proposes the PCs lure some of the most dangerous beasts in Vareen's ocean to the battle. He mentions both of the creatures in **Section I** below, including advice on how to gain each creature's help. He provides a skin full of whale blood for the The Land-Eater, and tells the party about Reefhammer and her preference for heavily armored prey.

Gaining Karfrelle's trust gains the locathahs a powerful ally against the bil'djooli. If the PCs succeed in making friends as described above, the ocean giants expand their vigilance over their hunting grounds and kill any bil'djooli they encounter. The locathahs gain the use of Karfrelle, King of the Deep and ocean giant armies in the Battle for Simrukoth in **Part 3**. The bil'djooli also employ one fewer bil'djooli elite army against the locathahs.

If the PCs offend or fail to impress Karfrelle, the giant pays their warnings about the bil'djooli little attention. The Hegemony sends the daemon Xatmaos to abduct the King of the Deep, promising the ocean giants he will deliver their king and leave their enclave alone if they send an army to support their final assault on the Simrukuul. Xatmaos has no intention of keeping this promise, but the giants still comply. The ocean giant army listed with the Simrukuul defenders in **Part 3** fights for the Hegemony instead.

If the PCs battle Karfrelle or the giants without making peace, the King of the Deep himself sides with the Hegemony to keep his people safe. In this case, the King of the Deep army stands with the invaders as well.

Story Award: If the PCs earn Karfrelle's trust, award them XP as though they had defeated him in combat.

G. COMMUNICATIONS RELAY

One of the more crucial resources available to the Hegemony is their advanced technology, including the ability to communicate over long distances instantaneously. Immediately upon arrival, the bil'djooli began their occupation of Vareen by planting communications relays across the planet to coordinate their strikes. Military intelligence, troop movements, and other orders are passed through these relays, making the one closest to Simrukoth an important target for the PCs. Unfortunately, the communication centers employed by the bil'djooli are mobile and capable of defending themselves.

If the PCs choose this operation, the locathahs assist them in identifying the most likely location for a communications relay. Read or summarize the following when they arrive.

A high plateau sixty feet across interrupts an undersea range of mountains separating three valleys on the ocean floor. Spiked into the silt-covered stone of the plateau stands a metallic cylinder about twenty feet high. Four sturdy legs stabilize the structure, and a faceted dome sits atop the cylinder. Several crystalline protrusions populate the dome, intermittently lighting up with different colors.

The communications relay stands on the plateau so as to broadcast past the mountain range. The edge of the plateau drops 100 feet down to the rocks below, which then resume their climb back up the mountains. The rise isn't high enough for light from the surface to penetrate the gloom, but the lights generated by the communications relay's normal function provide dim illumination within 30 feet.

Creature: The communications relay appears as a building or other unguarded structure, but the entire structure is a sentient construct able to adopt the form of a multi-legged robotic killer. In its relay form, the automaton guides communications and interprets the various languages of the Hegemony more efficiently. It also works at greater range when its power is focused on communications rather than combat or movement.

If the communications relay detects intruders (it retains its senses whether in relay form or robot form), it assumes its robot form and attacks until it or the intruders are dead.

COMMUNICATIONS RELAY ROBOT

Gargantuan construct, unaligned

Armor Class 20

Hit Points 290 (20d14+140)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	24 (+7)	24 (+7)	13 (+1)	14 (+2)	10 (+0)

Damage Resistance cold

Condition Immunities exhaustion, frightened, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Common

Challenge 16 (15,000 XP)

Jets (4-6). The robot gains a swim speed of 100 ft. until its next turn.

Relay Form. The communications relay robot acts as a telecommunications array, guarding the connection between bil'djooli-occupied centers on Vareen. Instead of moving, the robot can change from its robot form (described in its regular statistics block) to its relay form or back. The relay form resembles a small facility with exposed sensors. In relay form, it can relay information between bil'djooli stations within 100 miles, but it cannot attack or move.

ACTIONS

Multiattack. The robot makes 2 Chain Guns attacks or 2 Slam attacks. The robot may instead opt to make 1 Chain Guns attack against every target in a 100-ft. cone.

Chain Guns. *Ranged Weapon Attack:* +12 to hit, range 100/200 ft. *Hit:* 35 (8d6 + 7) piercing damage. **Slam.** *Melee Weapon Attack:* +12 to hit, 20 ft. reach. *Hit:* 21 (4d6+7) bludgeoning damage.

Plasma Lance (Recharge 5-6). All creatures in a 120-ft. line take 35 (10d6) fire damage and 35 (10d6) lightning damage.

Development: The robot communicates any conflict to the bil'djooli navarch aboard the *Subjugator*, as well as officers at each station within range, providing the PCs' opponents with information about their movements and fighting styles. However, because the robot serves as the bil'djooli communications apparatus, destroying the robot significantly hampers the coordination of Hegemony forces and restricts the transfer of information. This has two effects.

First, the relay robot cannot communicate information about the PCs to Kil'quinng; if the **Assassination Event** timed event has not yet occurred (as described at the beginning of **Part 2**), it cannot occur after the relay robot is destroyed.

Second, many klaven foot soldiers never receive the order to attack; reduce the number of units of klaven foot soldiers in the battle for Simrukoth by two.

H. COMMAND DENIED

The Emergency Council speculates that a good way to cause chaos among the Hegemony forces is to strike at one of their local command groups. Their spies have identified a large, stationary craft used by the Hegemony forces as a command module. The spies also noted that the three-legged structure is well-guarded but has an open entrance on its underside. When the PCs arrive, read or paraphrase the following.

An artificial structure comes into view—a low flat building of dark green metal with no apparent entrance. The whole building rests on three curved metallic legs partially buried in the ocean floor. The craft has little in the way of windows, but an occasional beam of white light from the structure sweeps over the water, possibly recording activity or searching for intruders. A faint electric hum originates from somewhere inside.

The command module is guarded by scores of kraken breed klaven warriors, but these forces are drilling in preparation for the upcoming battle and aren't paying particularly as much attention to intruders as the command group inside the command module assumes they are. The PCs can sneak past these forces with a successful DC 10 Dexterity (Stealth) check; on a failure, a group of four kraken breed klaven warriors (see page 642) attack the PCs, with another four arriving every round; the PCs should soon realize they are outnumbered and retreat.

If the PCs successfully sneak past the warriors, they can approach the base through a moon pool and confront the command group inside. These leaders are busy preparing for the attack, but they are much more attentive than the klaven outside; sneaking up on the commanders requires a successful DC 14 Dexterity (Stealth) check. Use the map of the moon pool and adjacent rooms for Surface Station Nine for this combat (page 289).

The party may wish to instead attack the command module itself. A DC 10 Intelligence check allows a character to determine that a hull breach alone doesn't inconvenience the water-breathing occupants, but significant damage to the facility's legs cause it to collapse and fall to the ocean floor, destroying the module. The legs are powerful hydraulic mechanisms. They have an AC of 10 with a damage threshold of 10 and 120 hit points. Bringing all three legs down simultaneously deals massive damage to the module as it settles, causing structural collapse and electrical shock to anyone inside. Creatures in the module when it fails take 21 (6d6) points of bludgeoning damage and 21 (6d6) points of lightning damage at the end of the round and are pinned in the structure, as though buried in a cave-in.

Creatures: The officers in charge of the first wave of klaven assault troops remain in this command module, receiving scouting reports from the relay robot and keeping track of details as the time for the final assault on Simrukoth nears. Though bil'djooli officers live in relative comfort, assignment to the command module is a short-term inconvenience. The module consists of only a central room with an access pool and several kiosks for communication and strategic planning. Their sleeping quarters are tiny bunks in adjacent rooms.

A bil'djooli command group consists of one arcane spellcaster as principal commander, one chief strategist, and six bil'djooli soldiers. The complement is more than enough to communicate orders and ensure obedience among the well-conditioned klaven slave warriors outside. The six bil'djooli soldiers stand guard in teams of four, such that there are always four soldiers assisting the commanders and two at rest. Pleased at the potential for glory in defeating enemy agents, these bil'djooli fight until slain.

BIL'DJOOL AQUAMANCER

XP 13,000

hp 143 (see page 625)

BIL'DJOOL COMMANDER

XP 13,000

hp 273 (see page 624)

BIL'DJOOLI ELITE SOLDIERS (6)

XP 5,900 each

hp 221 each (see page 624)

Development: Destroying this center (and the bil'djooli within) throws the vanguard of the final assault into chaos, as troops aren't organized as neatly nor do they depart on time. The bil'djooli must send additional commanders from the interior of their force, which also weakens their reserves. The late arrival of the force allows two additional units of locathahs to arrive in time to defend the city. In addition, all reserve units of klaven suffer a -1 penalty to Morale due to less experienced leadership.

The command center features a pair of kiosks with records related to the timing and strength of the assault force, as well as the specific directions and landmarks the bil'djooli plan to attack from. Any creature who studies these kiosks can analyze the relevant information with a DC 10 Intelligence check. If the PCs deliver this information to the Emergency Council, up to six Simrukuul forces selected prior to the battle increase their DV by 2. These units can also attack with surprise, gaining the invisibility special ability during the first turn of mass combat.

I. FRIENDS, NOT FOOD

It may occur to the PCs to alter the battle against the Hegemony by utilizing powerful local fauna; alternatively, some NPCs (such as Karfrelle) might recommend the PCs seek out these mighty creatures. Vareen offers no shortage of incredible aquatic beasts who may view a battleground full of warriors as a target-rich environment. Proper placement of such creatures may well impact the outcome and rob the invaders of their numbers and strength. Two examples of potential allies live on opposite sides of Simrukoth, each within several miles of the city.

The first is the Land-eater, a sea monster so large and dangerous that ancient myth attributes the destruction of Varen's dry land to her. Her renown is such that the locathahs of Simrukoth can describe her if the PCs don't engage the ocean giants about creatures to recruit to the fight. The Land-eater is the mother of the lasiodon the PCs encountered in area A. While that creature is impressive, this monster dominates the ocean, consuming entire schools of giant fish or single colossal prey.

The second creature of note is known locally as the Reefhammer. This giant mantis shrimp delivers powerful blows, capable of shattering stone.

If either of the great beasts appears during the Hegemony's attack on Simrukoth (see **Part 3**), it is represented with the army stat block supplied in the mass combat section for the battle.

I1. THE LAND-EATER

Two mountains lean against one another on the ocean floor, like massive stone beasts colliding in some mythic contest. At their base, an immense triangular cavern burrows deep into the earth. The bones of truly massive creatures lie scattered in a wondrous graveyard of skulls and curved ivory towers.

Creature: The dark ocean floor makes a perfect nesting place for one of Varen's greatest living specimens, the ageless sea serpent known to intelligent races as the Land-Eater. Over 100 feet long, she is stronger than almost any creature she encounters, evidenced by the size of the cleanly-stripped bones that decorate her lair. Convincing the Land-eater to arrive at the battle on the locathahs' behalf requires communication with a wild beast used to being treated more like a force of nature or a god. Though she understands the Aquan language, spoken by the races around her for millennia, she does not parley unless influenced magically or through a similar class feature.

LASIODON, LAND-EATER

Gargantuan monstrosity, unaligned

XP 22,000

hp 346 (see page 691)

Special The Land-Eater is a particularly fierce lasiodon. She is immune to becoming frightened, and every round at the beginning of her turn she gains 10 temporary hit points, and as a reaction she can add 1d4 to the result of any saving throw or attack roll. In addition, she can take 4 legendary actions per round, rather than 3.

Development: The Land-Eater is intelligent enough that the PCs can gain her trust and count her as an ally by making three successful DC 25 Charisma (Persuasion) or DC 20 Charisma (Animal Handling) checks before two failures. An *animal friendship* spell grants advantage on these checks. Alternatively, the PCs might rely on *dominate monster* or similar magic to compel the creature's loyalty. However, if the PCs injured (or were injured by) her offspring outside Surface Station Nine within the past three days, the adult lasiodon catches her scent and becomes enraged. She immediately attempts to kill the PCs that bear her slain offspring's scent. At the GM's discretion, PCs that have taken extraordinary measures to clean up (beyond simply swimming in the ocean) no longer bear the younger lasiodon's scent.

Treasure: With a DC 15 Perception check, the PCs find considerable treasure amid the bones piled outside the lasiodon's lair. Included in this wealth are two sealed scroll tubes containing two *scrolls sending*, a *ring of protection*, and 4,000 gp in assorted coins, gems, and jewelry.

Story Award: If the PCs gain Land-Eater's loyalty, award them XP as though they had defeated her in combat.

I2. THE REEFHAMMER

A massive shelf of stony coral teems with the vibrant colors of life. Immense stands of green seaweed writhe in the current, flanked by glowing anemones and creatures of every shape, size, and color. This terrain stretches far off into the darkness.



The ocean floor of Vareen boasts as impressive an array of natural life as any other world. Rising mounds of coral have built over eons as the nutrients of lower levels are cannibalized to feed newer structures. The whole results in a self-sustaining ecosystem that feeds off the reproduction and decay of its own members. Alert PCs notice that the spaces between the mounds are littered with fragmented stone, shattered shells, and other debris. These pieces are the remnants of the Reefhammer's past prey and surroundings, disintegrated by the aftershock of its pincer strikes.

Creature: Hidden among the bright colors of the luminescent scene is the Reefhammer, a venerable giant mantis shrimp. The name of the impressive vermin comes from locathah descriptions of the creature pounding its way through coral and stone to extract meals. While the Reefhammer knows no strategy other than to wait and ambush nearby prey, its dynamic coloration allows it to blend in well. PCs looking for the Reefhammer can spot it with a DC 28 Perception check, gaining a +8 bonus on the check if they look for it in bright light rather than darkvision, or the reef's natural luminescence. It stands motionless for hours until a large enough animal moves close, and then it strikes in a burst of heat, light, and sound.

REEFHAMMER MANTIS SHRIMP

Huge beast, unaligned

Armor Class 19 (natural armor)

Hit Points 276 (24d12+120)

Speed 30 ft., swim 40 ft. ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	18 (+4)	20 (+5)	4 (-3)	13 (+1)	16 (+3)

Proficiencies Perception +13

Damage Resistance thunder

Senses blindsight 60 ft., darkvision 60 ft., passive Perception 23

Languages –

Challenge 18 (20,000 XP)

Shattering Strike. A reefhammer deals double damage to objects, and gains advantage on attacks rolls against armored targets.

Uncanny Eyesight. A reefhammer gains double its normal proficiency bonus on Perception checks, and it has advantage on saving throws against illusions.

ACTIONS

Multiattack. Reefhammer makes 3 pincer attacks.

Pincer. *Melee Weapon Attack.* +13 to hit, 15 ft. reach. Hit: 25 (4d8 + 7) bludgeoning damage. All creatures within 20 ft. of a pincer attack take 10 (3d6) thunder damage and must make a DC 18 Constitution saving throw or be stunned for one round. They must then make another DC 18 Constitution saving throw or be blinded for 1 round. A successful save renders a creature immune to the corresponding condition from this attack until the beginning of a reefhammer's next turn.

LEGENDARY ACTIONS

A reefhammer can take 2 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. A reefhammer regains spent legendary actions at the start of its turn.

- **Move.** The reefhammer moves up to half its speed.
- **Reflexive Snap.** The reefhammer makes a pincer attack against one foe within reach.

Development: The Reefhammer is well-known across the cultures of Vareen, but it is a mindless eater and easily goaded. The simplest way to bring it to the battlefield is to offer it an enticing morsel just at the range of its blindsight (60 feet). The vermin follows such bait (it favors food with a hard shell until it catches it, finds less mobile food, or can no longer sense it) until it catches the lure or encounters a closer meal.

Without a magical means of communication, the Reefhammer acknowledges only food and powerful creatures that may feed on it (such as the Land-Eater). It cannot cognitively choose a side and has no real capacity to distinguish between the two forces at war. It will, however, voraciously attack and devour any creatures it comes into contact with, especially if it senses a hard shell, like bil'djooli armor.

Story Award: If the PCs bring the Reefhammer to the mass combat, award them XP as though they had defeated it in combat.

J. THE LAST BARDEZITE

Ancient records of the Fall of Bardez and the devastation of Vareen are rare, but vague references exist within the archives of the Simrukuul. More readily available are tales of a horror as old as the world itself—an unnatural force incompatible with life and capable of reducing any creature to nicked bones and flakes of flesh. As the PCs determine potential allies and hazards to throw at the imminent force of bil'djooli, the locathahs reluctantly mention this unsettling possibility.

The locathah councilors shift their gazes among themselves, seemingly waiting for one of their number to speak first. Finally, it is the sage Claignool who grunts and relays his story.

"If we truly face annihilation, we should mention one creature that

could aid us, though the price may be high. Our myths speak of a power too horrible to consider, although our needs are dire. This thing has no name, we know only that nothing survives in a region we call the Ivory Sea. Simrukuul law forbids travel there, for the safety of those who might brave the dangers, and those who might perish if someone ever brought something back."

The locathah proceeds with the gravity of an officer sending troops to certain death. "Our sages have argued whether the source of desolation is an ancient artifact or some demon we might control. Before, they wondered if we might encourage the Ivory Sea to move farther away from our settlements. A few suggested we understand its power for times such as these. If you seek this thing out, know that we can offer you very little, but we mention it to you in case this dread power could be wielded against our enemy."

The locathahs know little else about the Ivory Sea. If the PCs press for information, the councilors can add that early generations of Simrukuul stopped exploring the region after several attempts with no survivors. There are records that indicate the threat moves over time, but nothing that explains its nature or how it moves. If the PCs want to attempt to turn this power against the armies of the Hegemony, they will have to discover these things for themselves.

If the PCs agree to explore this option, the locathahs direct them to an unpopulated area several miles to the southeast of Simrukoth. When they arrive, they witness the desolation they were warned about; read or paraphrase the following.

Suddenly, the current loses its strength and the temperature drops. A dead valley stretches across the ocean floor. The ground is thick with sand and silt, but the most striking feature is the presence of hundreds of skeletons half-buried in the mud. The bones belong to marine creatures of various shapes and sizes, and none bears a scrap of flesh. A fairly dense rain consisting of animal matter, seaweed, and sand falls over the entire area. Nothing crawls or swims in the valley at all.

When Vareen's sister planet Bardez was flung against Vareen, the scattered creatures on Bardez were exposed to explosive force, the vacuum of space, and atmospheric re-entry. While none survived, their ashes and the grains of their broken world fell into deep water, floating to the bottom of Vareen's planet-spanning ocean. The collective shock of Bardez's dead population animated and attracted the entirety of Bardez's remains over time, pulling miniscule bits of dirt, ice, and flesh to form one aggregate creature. Originally mindless, the Last Bardezite's hate ignited one day when enough of its world's remains gathered in one place and united with the faint vestiges of thousands of lost souls.

The loose consciousness of those who died in that instant suffered centuries of confusion and lethargy. Over time the Last Bardezite channeled its amplified loss through its scant memories, regaining some identity as the only "survivor" of its lost planet. It senses life and disintegrates it, reducing anything nearby to the particulate form Bardez has become. Creatures with higher than animal intelligence experience psychic resonances of its constant and sorrow when they come near the Last Bardezite, potentially overwhelmed by scenes of death and destruction.



Creature: Thousands of years of brooding isolation left the Last Bardezite morose and violent. The undead remnant of an entire world is composed of ice, silt, and organic detritus. Since obtaining its aggregate consciousness a few hundred years ago, it uses its unique nature to destroy all life it encounters. When it presents itself to the PCs, it is to kill them. The unquiet spirit takes the form of a sphere of red dirt (resembling its home planet), creating pseudopods of sand.

THE LAST BARDEZITE

Large undead, lawful evil

Armor Class 19 (natural armor)

Hit Points 170 (20d10+60)

Speed 20 ft., 30 ft. swim ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	11 (+0)	16 (+3)	6 (-2)	15 (+2)	19 (+4)

Damage Resistance bludgeoning from non-magic weapons, piercing from non-magic weapons, slashing from non-magic weapons

Damage Immunities cold, lightning, bludgeoning, piercing and slashing from nonmagic weapons

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 12

Languages Common (can't speak), empathy 100 ft.

Challenge 18 (20,000 XP)

Furious Fixation. Any creature striking the Bardezite or struck by its slam must make a DC 16 Wisdom saving throw or be stunned for 1 round. A creature who succeeds at this saving throw is immune to this ability for 24 hours.

Marine Snow. Any creature beginning their turn within 60 ft. of the Bardezite takes 1d6 cold damage.

Particulate Form. Lacking any solid form, the Bardezite is immune to weapon damage, critical hits, and sneak attacks.

ACTIONS

Multiattack. The Bardezite makes 2 attacks, either one Slam and one Disintegrating Blast, or two Slams.

Slam. *Melee Weapon Attack:* +12 to hit, 10 ft. reach, 1 target. *Hit:* 16 (3d6 + 6) bludgeoning damage. and is affected by Furious Fixation.

Disintegrating Blast. *Ranged Weapon Attack:* +12 to hit, range 60 ft., 1 target. *Hit:* 32 (8d6 + 4) force damage. all creatures

between the Bardezite and its target take 14 (4d6) force damage unless they make a DC 15 Dexterity saving throw. This blast cuts through creatures and objects in its way, so cover bonuses to AC do not apply against this attack except for total cover from a barrier at least 10 feet thick.

Wall of Ice (3/Day). As a bonus action, the Bardezite may create a *wall of ice*, as the spell of the same name.

During Combat The Last Bardezite separates its foes with *wall of ice* and uses its disintegrating blast if a strong opponent remains in the fight, especially if it can draw a line through multiple targets.

Morale The Last Bardezite exists only to exact a sort of subconscious revenge. It fights until destroyed, or until the PCs mention Bardez or the Hegemony as described in the **Development**, below.

Development: The Last Bardezite hasn't seen or heard a reference to its home planet since the day it was destroyed. If a PC informs the creature that the powers who destroyed its planet have returned to consume Varen and succeeds at a DC 20 Charisma (Persuasion) check, the Last Bardezite ceases its attacks and empathically communicates its eagerness to seek revenge. A PC specifically using the name of Bardez's home planet gains advantage on this check. If the PCs inform the creature of the pending battle, it travels to the battlefield described in **Part 3** and attacks the Hegemony forces; however, Simrukuul armies in the same hex as the Last Bardezite takes a -4 penalty to Morale out of fear of the creature.

K. THE BEST DEFENSE

When the PCs return to Simrukoth after one of their tasks, triton scouts report an advance movement of troops along the ocean's floor. The trajectory of the troops suggests an army sent to take up a flanking position against the Simrukuul. The PCs may choose to intercept this army and attempt to disperse it, foiling the Hegemony's tactic before the battle even begins. Ideally, the Emergency Council would like to see the klaven slaves destroyed, as well as its jagladine commander.

The troops are moving through a long trench on the ocean floor to avoid detection. Because aquatic klaven have considerable swim speeds, the navarch's hope is to use this army as a secret reserve force, attacking locathah or other resistance units from the rear. When the PCs arrive, the army rests before its next march, destined to arrive on one of the plateaus outside Simrukoth within another day.

PCs with sufficient light (or who can see farther than 60 feet in the dark) can detect mobile bil'djooli sentries with a DC 18 Wisdom (Perception) check. They may also investigate and find the magical alarms placed around the army instead of patrols (as patrols might be detected, and the troops are intending to stay hidden for now). If the PCs choose to enter near one of the bil'djooli, it sends a message to its companions and attacks

while backing toward the main body of the army. If the PCs attempt to avoid the sentries and approach between them, they might instead trigger an *alarm* spell.

Creatures: Four bil'djooli soldiers lead a single army of over 100 obedient klaven slaves through a trench on the ocean floor. They are accompanied by a pair of jagladine expert in the transmutation process and trained to lead klaven into battle. If PCs can infiltrate the camp and kill the leaders, the remaining klaven lack sufficient organization to continue on as a fighting force.

BIL'DJOOLI ELITE SOLDIERS (4)

XP 5,900 each

hp 221 each (see page 624)

JAGLADINE COMMANDERS (2)

XP 5,900 each

hp 91 each (see page 633)

KLAIVEN SAVAGES (8)

XP 1,100 each

hp 75 (see page 640)

Traps: The jagladine commander casts *alarm* three times each day in the likeliest approaches to his current area to alert him of intruders. As he is still unused to operating underwater, he has a tendency to use "ground based thinking" in his placement, putting the spells onto the ocean floor; as a result, PCs approaching from above do not trigger the traps. Should the PCs scan the surface thoughts of any Hegemony forces in the army, they are aware of the *alarm* locations and know that the password to bypass the *alarms* is "subjugation."

Development: The above creatures represent the commanders of this army and their personal guards. In addition, at the end of each round of combat roll 1d4-1. That many additional klaven savages are attracted to the bloodshed and join the combat, beginning their turn 2d4 x 10 feet away. If PCs use spells like *phantasmal force* or *programmed illusion* to create an illusion of an additional attack, or use actual summoned creatures to create a similar diversion, coming from elsewhere, reduce the number of new klaven appearing each round by 1 (minimum 0) for each such diversion. Such diversions last for a number of rounds equal to the level of the spell used to cause them.

Aftermath: Destroying the flanking army of klaven removes one klaven assault troop and piranha breed klaven from the Hegemony forces in **Part 3**. In addition, failure of these flanking forces to arrive at the battle demoralizes the other klaven units and their jagladine commanders, reducing the Morale of every klaven unit by 1. However, if even one bil'djooli soldier escapes the PCs' ambush, it alerts the navarch of the loss, and Kil'quinn quashes the rumors to improve morale (this mitigates the penalty to Morale for other klaven troops).

PART 3: BATTLE FOR SIMRUKOTH

The fate of all Vareen hangs in the balance, and with it, the fate of the PCs. Beyond even that, the planet and its portal system may well be the advantage the Hegemony needs to seek out other seed races and bind them into submission before the Accord's final defense can be revealed. By virtue of their involvement so far, the PCs bear the weight of millions of lives on their shoulders. As **Part 3** begins, there is little doubt that a war under the surface of Vareen is inevitable.

Although there is no specific time to begin **Part 3**, you should allow the PCs the opportunity to attempt as many of the missions in **Part 2** as they desire before beginning these events. **Part 3** consists of a single mass combat with several side missions to swing the battle, culminating in a fight on the bil'djooli capital ship, the *Subjugator*. Although the Hegemony forces would otherwise outclass the defenses of Simrukoth, the PCs' actions in **Part 2** have earned allies, impeded the Hegemony, or both.

The PCs aren't the only agents acting to thwart the Hegemony's invasion. While the PCs attack the bil'djooli and recruit allies to the cause, agents of distant locathah settlements—and those of other cultures—have exchanged intelligence and conducted their own operations. The Simrukuul leaders piece this information together and invite the PCs into their planning for a massive confrontation. When the planning session begins, read or paraphrase:

The Emergency Council sits nervously around a table of pink coral. Small devices plug in to the table, connecting holographic displays for everyone at the table. Some of the images appear to include advisors and commanders from other besieged settlements. The air here is damp, the room having been recently drained of ocean water to accommodate air-breathers.

After a brief round of introductions, the elderly locathah Claigllood speaks for the Emergency Council.

"We appear to have commanded the attention of our enemy. The bil'djooli commander, known as their navarch, has pushed up the timing and scale of her assault on Vareen's most important settlements. Though the triton and charda nations have more time to prepare, it seems she has committed significant resources to bring the fight here. The advent of certain powerful allies may have her worried she could lose the planet, and we are thankful for that assistance."

He pushes several illusory units across the table map, which shows the coral city of the locathahs as well as surrounding valleys and plateaus. "We still face grave danger as a result of these enemy commitments. The enemy closes in and we must decide how to commit our forces."

The Council has relied heavily on the PCs for intelligence and support. Given Claigllood's belief that ancient Varinian prophecy foretells the PCs' involvement, he has persuaded the council to give extra weight to the PCs' opinions on how to assign the armies during the coming battle. The PCs essentially

become full members of the Emergency Council and engage in war planning with the Council's other members. During discussion, the two foreign Council members (Ruushka and Gomyeit) offer more strategic advice than the others (exhorting the PCs to think in three dimensional tactics, and so on).

Some PCs may want to bolster allied armies with spell effects or other assistance, but an army's mass combat statistics don't change unless more than half the individuals in the army are affected by their offering, and if the duration of the effect lasts a sufficiently long time (typically, at least a few hours). If the PCs offer qualifying assistance, the unit gains the most appropriate effect listed among optional resources or special abilities in mass combat rules.

MASS COMBAT RECAP

The final part of *The Depths of Desperation* features an exciting mass combat that combines large-scale skirmishes with individual events for the PCs to pursue. The mass combat portion of the Battle for Simrukoth follows the rules for pitched battles described in **Ultimate Kingdoms (5E)**. The basic combat sequence follows for the GM's convenience.

Armies travel up to a number of hexes on the map equal to the unit's speed. When two armies occupy the same hex, they proceed to combat.

Combat consists of three phases: tactics, ranged, and melee combat. An army's tactical options are listed in its mass combat statistics block. During the tactics phase, the army's controller (the GM or the PCs, representing the Emergency Council) chooses a tactic for the combat turn and applies any modifiers for that tactic.

During the ranged phase, armies with ranged attacks make a single ranged attack at an enemy they share a hex with. Add 1d20 to the unit's OM, then subtract the target unit's DV. The result is the damage dealt to the target army's hp. Ranged combat only happens once before melee begins, but the melee process is the same, applying any modifiers specifically for melee tactics, boons, or resources. When a unit reaches 0 hp, it is dispersed. If a unit fails a Morale check, it flees.

Note that there are rules for a more robust mass combat experience, such as tactics, resources, and boons that revise the basic mechanics presented above. Certain mass combat options, such as a unit's Consumption, aren't relevant for the Battle for Simrukoth. Additional rules and options to add flavor to the mass combat are available in **Ultimate Kingdoms (5E)**.

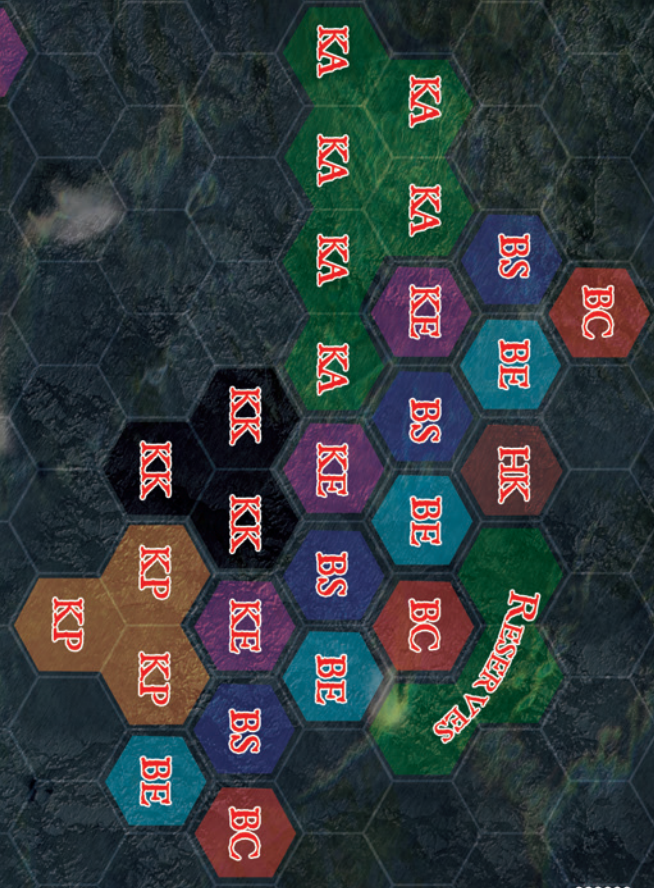
If you do not have access to the mass combat rules, or would prefer not to use them, we recommend that you simply play through the four combat events before allowing the PCs to assault the *Subjugator*.



CORAL FARMS

SIMRUKOTH

EC



Subjugator
PD

BE Bil'ojooli Command
BE Bil'ojooli Elite
BS Bil'ojooli Soldiers
HK Hunter Killers
KA Klaven Assault
KE Klaven Elite
KP Klaven Piranha
KK Klaven Kraken
PD Piscodemons

SHO-MUREN RIFT



While the Hegemony forces array themselves against Simrukoth, the PCs can detect a mechanical rumble permeating the water with a DC 15 Wisdom (Perception) check. With a successful DC 15 Wisdom (Insight) check, a character can conclude that the arrival of so many enemy units at one time indicates an immense transport of some kind behind enemy lines. That transport is the *Subjugator*, the bil'djooli flagship commanded by Navarch Kil'quinng. Although the PCs may want to seek out this flagship immediately, the Emergency Council pleads with the PCs to remain behind for now, as their assistance in the battle is urgently needed.

SIMRUKUUL ARMIES

The forces allied with Simrukoth include the locathah armies listed below; these also list all the armies the PCs may have acquired throughout **Part 2**. These troops array themselves for the battle according to the Emergency Council's plans. If the PCs wish to join one of the armies as a commander, the Emergency Council recommends that the PCs remain in reserve and ready to address any breaches in the Simrukoth forces. The Emergency Council won't expressly forbid the PCs from joining an army as a commander, but it makes the PCs much slower to respond to the issues that arise during the battle (such as the combat events set forth below).

LOCATHAH INFANTRY (8)

NG Medium army of 100 locathah guardsmen
hp 27 each; **ACR** 5
DV 18; **OM** +4
Tactics defensive wall
Resources none
Special amphibious
Speed 2; **Morale** +3
Commander locathah captain (Charisma bonus +1, Leadership +7)

LOCATHAH ASSAULT TEAM

NG Tiny army of 25 locathah guardsmen with *bil'djooli rods*
hp 22; **ACR** 4
DV 14; **OM** +8, ranged
Tactics dirty tactics
Resources improved (magic) weapons, ranged weapons
Special amphibious
Speed 2; **Morale** +4
Commander locathah captain (Charisma bonus +1, Leadership +9)

TRITON CAVALRY (3)

LN Small army of 50 triton fighters and dolphin mounts
hp 22 each; **ACR** 4
DV 16; **OM** +10
Tactics cavalry experts
Resources mounts
Special charge, darkvision, water breathing
Speed 3; **Morale** +2
Commander triton cavalier (Charisma bonus +1, Leadership +7)

LORAN MONASTICS

LG Diminutive army of 10 loran monastics
hp 27; **ACR** 6
DV 17; **OM** +7
Tactics standard
Resources healing potions
Special amphibious, darkvision, flurry of blows, stunning strike
Speed 2; **Morale** +4
Commander Wise Mother (Charisma bonus +1, Leadership +12)

CHARDA SHOCK TROOPS (2)

CN Small army of charda skirmishers (barbarian 3)
hp 27 each; **ACR** 6
DV 15; **OM** +11, ranged
Tactics relentless brutality
Resources improved armor
Special breath weapon, darkvision, reckless attack, rage, water breathing
Speed 2; **Morale** +3
Commander charda chieftain (Charisma bonus +1, Leadership +12)





LAND-EATER

N Fine army of one advanced lasiodon

hp 49; **ACR** 9

DV 30; **OM** +12, ranged

Tactics standard

Resources improved weapons

Special breath weapon, darkvision, pounce, significant defense (magic weapons), water breathing

Speed 1; **Morale** +3

Commander Land-Eater only (Charisma bonus +4, Leadership +13)

REEFHAMMER

N Fine army of one advanced giant mantis shrimp

hp 45; **ACR** 10

DV 17; **OM** +16

Tactics relentless brutality

Resources improved armor, improved weapons

Special blindsight, charge, darkvision, mindless, water breathing

Speed 1; **Morale** +4

Commander Reefhammer only (Charisma bonus +3, Leadership +13)

THE LAST BARDEZITE

NE Fine army of one undead singularity

hp 32; **ACR** 8

DV 27; **OM** +13, ranged

Tactics relentless brutality

Resources none

Special amphibious, breath weapon, darkvision, significant defense (magic weapons), undead

Speed 1; **Morale** +5

Commander the Last Bardezite only (Charisma bonus +4, Leadership +12)

KARFRELLE, KING OF THE DEEP

CN Fine army of one ocean giant king

hp 31; **ACR** 7

DV 28; **OM** +9, ranged

Tactics dirty fighter

Resources improved weapons

Special aquatic, low-light vision, significant defense (magic weapons)

Speed 1; **Morale** +3

Commander Karfrelle only (Charisma bonus +6, Leadership +23)

OCEAN GIANTS

CN Diminutive army of 10 ocean giants

hp 36; **ACR** 8

DV 19; **OM** +9, ranged

Tactics standard

Resources ranged weapons

Special amphibious

Speed 1; **Morale** +3

Commander ocean giant commander (Charisma bonus +4, Leadership +23)

DIVYMM PIKEMEN

CN Medium army of 100 divymm longspear (fighter 6)

hp 33; **ACR** 6

DV 17; **OM** +7

Tactics standard

Special amphibious, construct

Speed 1; **Morale** +4

Commander divymm commander (Charisma bonus +1, Profession (soldier) +5, Leadership +12)

HEGEMONY ARMIES

Navarch Kil'quinn views the battlefield from the main bridge aboard the *Subjugator*, well beyond the front lines. From there, she takes in reports of unit losses and morale and barks orders to her unit commanders. Bil'djooli and klaven comprise the bulk of the Hegemony forces, though the PCs may have prevented a number of them from arriving to the fight during their exploits in **Part 2**. Unless the party changed the composition of Hegemony forces, the navarch holds an additional three units of klaven assault troops as reserves behind the rest of the forces.

KLAIVEN ASSAULT TROOPS (6)

LE Large army of 200 aquatic klaven slave soldiers

hp 27 each; **ACR** 6

DV 17; **OM** +7

Tactics standard

Special amphibious, darkvision

Speed 1; **Morale** +4

Commander jagladine scientist (Charisma modifier +1, Leadership +8)

KLAIVEN ELITE SOLDIERS (3)

LE Small army of 50 klaven elite soldiers (fighter 5)

hp 18 each; **ACR** 4

DV 14; **OM** +6

Tactics standard

Special amphibious, darkvision, weapon specialization

Speed 1; **Morale** +4

Commander jagladine scientist (Charisma modifier +1, Leadership +8)

PIRANHA BREED KLAIVEN (3)

LE Medium army of 100 piranha breed klaven

hp 27 each; **ACR** 6

DV 12; **OM** +10

Tactics relentless brutality

Special amphibious, bleed, darkvision, swarm

Speed 1; **Morale** +4

Commander jagladine scientist (Charisma modifier +1, Leadership +8)

KRAKEN BREED KLAIVEN (3)

LE Small army of 50 kraken breed klaven

hp 22 each; **ACR** 5

DV 11; **OM** +9

Tactics relentless brutality

Special amphibious, darkvision

Speed 1; **Morale** +3

Commander jagladine scientist (Charisma modifier +1, Leadership +8)

BIL'DJOOLI ELITE SOLDIERS (4)

LE Tiny army of 25 bil'djooli elite soldiers (fighter 4)

hp 33 each; **ACR** 6

DV 13; **OM** +12, ranged

Tactics relentless brutality

Resources improved armor, ranged weapons

Special amphibious, charge, darkvision

Speed 1; **Morale** +3

Commander bil'djooli elite soldier (Charisma modifier +3, Leadership +13)

BIL'DJOOLI COMMAND (3)

LE Diminutive army of 10 bil'djooli elite soldiers and commanders

hp 33 each; **ACR** 6

DV 18; **OM** +10, ranged

Tactics dirty fighters

Resources improved armor, improved weapons, ranged weapons

Special aquatic, charge, darkvision

Speed 1; **Morale** +4

Commander bil'djooli aquamancer or marshal (Charisma modifier +3, Leadership +19)

BIL'DJOOLI HUNTER-KILLERS

LE Diminutive army of 10 bil'djooli hunter-killers

hp 31; **ACR** 7

DV 19; **OM** +9, ranged

Tactics ambush (battlefield condition), expert flankers

Resources improved armor, improved weapons, ranged weapons

Special amphibious, bleed, darkvision, sneak attack

Speed 1; **Morale** +2

Commander bil'djooli elite soldier (Charisma modifier +3, Leadership +13)

BIL'DJOOLI SOLDIERS (4)

LE Small army of 50 bil'djooli soldiers

hp 18 each; **ACR** 4

DV 14; **OM** +4, ranged

Tactics standard

Resources improved armor, ranged weapons

Special amphibious, darkvision

Speed 1; **Morale** +2

Commander bil'djooli elite soldier (Charisma modifier +3, Leadership +13)

COMBAT EVENTS

Apart from the clash of armies, the Hegemony has a few other strategies to deploy during the battle. The locathahs must call on the PCs a few more times to prevent their enemies from regaining the upper hand, in the combat events described below. Each combat event has a significant impact on the battle's outcome.

Because the following events happen during mass combat, it's important to set the stage by noting the sounds and other signs of combat from all around Simrukoth. Each event happens during the space of one mass combat turn, as desperately battling armies set the backdrop for the current conflict involving the PCs.

Feel free to use these events in any order, or to omit any events that you consider unlikely given the actions or precautions the PCs have taken.

EVENT 1: ASSASSINS

Navarch Kil'quinn focuses an attack on the PCs to keep them from intervening in other venues during the battle. Several assassins stealthily approach the PCs and attack, hoping to eliminate them quickly. This event happens at the outset of the battle, affecting the morale and number of troops available to one side of the conflict.

Creatures: The assassination team consists of eight bil'djooli hunter-killers, similar to the ones in the **Timed Event** at the start of **Part 2**, with orders to kill the PCs at any cost. If any of the hetzuud from the chase scene in **Part 1** survived, they are a part of this assassination force as well. The hetzuud attack the PCs in melee while the hunter-killers fire from range if possible.

BIL'DJOOL HUNTER-KILLER (8)

XP 8,400 each

hp 221 each (see page 626)

Development: If the PCs destroy the hunter-killers, the Bil'djooli Hunter-Killer army isn't available for the bil'djooli to use in the battle. If the hunter-killers kill or incapacitate the PCs, or if they aren't at the final battle, the hunter-killers locate and overwhelm the Emergency Council's command unit, removing that army from the Simrukoth forces and inflicting a -2 penalty to Morale for all remaining locathah troops.

EVENT 2: FLAGGING DEFENSE

If locathah forces falter in any section of the battle for Simrukoth, the charda commander Gomyeit reaches out to the PCs via commlink or *sending* spell. He urgently requests the PCs visit the falling section of the defense and eliminate any enemy units threatening to breach the city. If the PCs choose to answer Gomyeit's call, they must defeat a Hegemony army that has successfully dispatched a group of locathahs. When the PCs intervene, the battle continues to rage around them, as other units engage their assigned enemies.

The PCs face one of the Hegemony units below, essentially fighting a major portion of one of the armies in the mass combat. The statistics referenced below allow the PCs to fight an entire army without reducing their participation to mass combat rules.

Creatures: The PCs do not face all of the enemies below; instead, include the enemies appropriate for the army stat block that the PCs are personally facing. If the PCs are facing a group with dozens of opponents, these opponents should converge on the PCs in waves, and from multiple directions.

BIL'DJOOLI SOLDIERS (42)

XP 2,300 each

hp 157 each (see page 624)

BIL'DJOOLI ELITE SOLDIERS (10)

XP 5,900 each

hp 118 each (see page 624)

KLAIVEN ELITE MARINES (42)

XP 2,300 each

hp 105 each (see page 624)

KRAKEN BREED KLAIVEN (8)

XP 1,100 each

hp 105 each (see page 624)

KLAIVEN PIRANHA BREED TROOP (21)

XP 3,900 each

hp 147 each (see page 641)

Development: If the PCs are incapacitated or driven off, the locathahs and their allied armies take a -3 penalty to Morale for the rest of the battle; all Hegemony forces gain +1 Morale upon hearing the off-worlders have been defeated. Should the PCs prevail, neighboring Hegemony armies instead lose any bonuses to Morale from any source, including bonuses from factors decided before the battle began.

EVENT 3: HIGH WATERS

Part of the reason the Council asks the PCs to wait for the battle to develop instead of commanding an army personally is because they expect their enemy to hold unusual tactics in reserve. The second round the two sides engage in mass combat, the daemon Xatmaos sends a secret flanking force to attack one of the locathahs' most successful units from the rear. These aquatic daemons arrive in a hex adjacent to their target, then move into combat the next round. If the PCs react before the ice devils charge their quarry, they can engage the surprise force and prevent their allies from fighting two units instead of one.

Creatures: The force is comprised of ice devils from the lower planes. Xatmaos keeps these devils aboard the *Subjugator* until needed in battle

ICE DEVILS (3)

XP 11,500 each

hp 180 each (see *SRD*)

Development: If unchallenged, the ice devils move from unit to unit. The ice devils can cause significant damage to the PCs' allies if left unchecked, dealing 2d6 points of damage to a random Simrukuul army each melee phase and reducing their DV and OM by 2 for that battle turn. Each time the devils destroy a Simrukuul unit, the Morale for every allied army decreases by 1, to a minimum of 0.

EVENT 4: SURFACE STATION ONE

If the battle seems closely contested past the first few rounds of combat, or if the Hegemony appears to be losing the fight for Simrukoth, Kil'quinn sends some of her bil'djooli agents to destroy Surface Station One, the structure floating directly above Simrukoth. She has calculated the location to damage the coral station to bring it and its heavy chain anchor directly down on the city. The navarch intends to force an emergency response from her enemy's leadership and to demoralize locathah troops watching their last city endure calamity during their fight to defend it.

Surface Station One is an observation station floating directly above Simrukoth at a distance of just over nine miles. A strong adamantine chain connects the station to Simrukoth, anchoring the building to the city in the event of a violent storm or similar event.

Several small observation platforms along the chain allow locathahs to detect movement of troops, large schools of fish, or dangerous megafauna. A small group of locathah sentries divides its number among these four evenly spaced stations along the chain. Though the sentries can't see the station above or below them, those stationed at Surface Station One communicate with the others and the Emergency Council that they are under attack. Claigloul from the Emergency Council relays this message to the PCs, since the locathahs know a sufficiently damaged coral station will sink quickly. Claigloul expresses concern that the station could severely damage the city and impact troop morale if allowed to sink.

SUBJUGATOR BRIDGE

5ft



The locathahs at Surface Station One are already dead and the bil'djooli have just finished their work when the PCs arrive.

Sunlight suffuses the water near the ocean's surface, illuminating an attack on a large building of white coral. Several tentacled soldiers fire beams of energy into a breach in the floating structure. Two of them fire directly into the metal chain that connects it to the city miles below, melting the links. The station begins to list from the damage, tilting in the water and gradually picking up speed as it sinks.

Unable to maintain position by filtering water, the station (and its length of heavy chain) lands amid the coral buildings of Simrukoth in 25 minutes. If the station cannot be diverted or stopped (see Hazards below), it crashes amid the coral buildings of the city, dealing damage as an *earthquake* spell to the city and any creature still aboard Surface Station One. The details of the city layout are left to the GM to determine as necessary for where the PCs are during the attack; if they are elsewhere, this event can be merely descriptive as to the destruction caused by the collision.

Creatures: A squad of eight bil'djooli elite soldiers swims outside the station, firing into the rupture to deal more damage to the coral as it takes on water. The bil'djooli work to distract the PCs from attempting to save the sinking building. Their orders in this instance are to focus their fire against any creature that begins healing the station, or who succeeds in slowing the station's descent with spells or physical power. Each fights until reduced to 25 hit points and then attempts to flee.

BIL'DJOOLI ELITE SOLDIERS (8)

XP 5,900 each

hp 221 each (see page 624)

Hazards: The characters must heal the living coral structure of 200 hit points to prevent the station from landing amid the buildings of Simrukoth, but even healing the structure doesn't stop its descent. The station must be piloted out of its path. The PCs can pilot the healed station to a crash landing outside the city with a DC 15 Technomancy check. If the result of this check is 20 or higher, the character making the check can instead bring the station to a halt in mid-fall and leave it floating in dark waters. If the result of the check is 22 or higher, the pilot can return the station to the surface, though. Unchained, it drifts with the surface waves.

If the pilot wishes to use the damaged station to attack the Hegemony, she can crash the station into a Hegemony army with a DC 25 Technomancy check. The station deals 28 (8d6) damage to the army and to any creatures aboard the station when it crashes.

The PCs can attempt any of these Technomancy checks without first healing the station, but the quick downward descent increases the difficulty of these Technomancy checks by 10.

Development: If Surface Station One impacts the city, all locathah units suffer a -2 penalty to Morale. This penalty is reduced to -1 if the PCs steer the station to crash outside of

the city instead. If the structure impacts a Hegemony unit, all Hegemony armies take a -1 penalty to Morale in addition to whatever penalties result from the loss of the destroyed army.

L. THE SUBJUGATOR

Once the major combats above are finished, the battle has raged long enough for the Hegemony to take stock of its assault. If Kil'quinn's armies outnumber the locathah armies, she commits to victory through attrition. When the locathahs realize they are losing the battle, they contact the PCs and urge them to find and destroy the bil'djooli command structure. If the locathahs succeed in repelling the Hegemony within the first few rounds of mass combat, the Emergency Council instead recommends the PCs locate the navarch and destroy her to prevent the Hegemony forces from regrouping. Regardless, as the battle nears a decisive outcome, the Emergency Council urges their saviors to end the invasion by finding and eliminating the navarch.

Kil'quinn monitors the battle from the bridge of the *Subjugator*. The bil'djooli flagship rests on the ocean floor behind the Hegemony's forces, camouflaged by a current of colored water designed to fool vision, including darkvision. The ship can't be directly perceived at distances greater than 60 feet without blindsense or other supernatural senses or magical effects such as *locate object*. Alternatively, the PCs can locate the ship through the rumbling noise it makes through the water with a successful DC 25 Intelligence (Nature) or Wisdom (Perception) check.

When the PCs reach the *Subjugator*, read or paraphrase the following.

An enormous iron structure lies on the ocean floor, its internal machinery humming loudly in the cold black waters. A current of water races over the metal like a liquid shield. Small vents spaced across the metal hull expel thin jets of dark liquid into the ocean. The liquid mixes into the current running over the vessel's frame, making the ship difficult to detect in the darkness.

The PCs have to find a way aboard the ship to challenge the navarch and end the bil'djooli threat to Varen.

L1. STOWING AWAY

Accessing the ship's interior is the first challenge to confronting the Navarch Kil'quinn. The *Subjugator* has a number of access doors and pools to eject equipment and troops, but most of those are on the bottom of the ship and Kil'quinn has landed on the ocean floor to seal off most entry points and prevent infiltration. Locating control panels or other features on the ship's exterior requires a DC 18 Wisdom (Perception) check. These panels can be used to open an access door at the bottom of the ship, but the PCs would need to use burrowing, earth glide, or similar means to reach it, as it's flush against the rocky ocean floor.

Fortunately for the PCs, the bil'djooli are notorious polluters. Themselves toxic to every aquatic environment they've encountered, they spend little energy or time conserving local environments. As a result, their ships have a refuse chamber where containers of their own toxic byproduct join other garbage before ejection from the ship. This chamber opens at the side of the ship, and is therefore accessible without burrowing through stone, but opening it from the exterior panel requires a successful DC 20 Technomancy check. This refuse chamber provides access directly to the interior of the ship.

Any opened access—whether an access door at the bottom of the ship or the refuse chamber—remains open for one minute before the crew notices and closes it from the bridge, dispatching a security team (as described below) to investigate.

The *Subjugator* is impervious to interplanar travel such as *plane shift*. This protection can be suspended from the bridge, or from any other control panel on the ship with a DC 25 Technomancy check.

The *Subjugator*'s artificial intelligence includes programs for evaluating behavior and predicting the threat level posed by any non bil'djooli on board. Once it identifies the PCs as intruders, the *Subjugator* alerts a team of soldiers, which attacks the PCs in a hallway junction. The operating system also employs standard intrusion countermeasures designed to weaken boarding parties and capture trespassers. Being the flagship of an aggressive military race, the *Subjugator* follows its routines and isn't subject to conversation or diplomacy. However, a clever PC can use Technomancy skills to shut down the ship's countermeasures from one of the control panels in a given room (see below). The *Subjugator*'s onboard sensors see past invisibility and simple illusions, but an invisibility effect that masks a creature's body heat, or an illusion that has auditory, thermal, and visual components deceives it.

Most of the ship is abandoned during the battle, but with three successful DC 15 Intelligence (Investigation) checks, the party can navigate the ship's corridors and floors to reach the main bridge (each of these corridors have a 75% chance of being flooded with water). Each failure triggers onboard countermeasures and the vessel's intelligence alerts a security team to deal with the PCs.

Creatures: Each contingent of bil'djooli is a security team of four soldiers. They respond within 1d4 rounds of the first tripped alarm, but this response time is reduced to 1d3 rounds thereafter. Because most of the bil'djooli on Vareen are committed to the final assault on Simrukoth, there are only a total of five security teams currently on board the *Subjugator*.

BIL'DJOOLI ELITE SOLDIERS (4)

XP 5,900 each

hp 221 each (see page 624)

Trap: The ship enacts technomagical countermeasures to hinder intruders until security arrives. Each time the PCs fail the skill check to travel to the bridge, the *Subjugator* targets a 10-ft. cube with a field that induces suspended animation. The ship is unable

to track specific creatures within its hull, so once the characters leave the affected area they can't be targeted again until the next time they fail an Intelligence (Investigation) check. As described above, each failure warrants a new team of bil'djooli elite soldiers.

From any control panel in the *Subjugator*'s interior, the PCs can shut down the technomagical countermeasures. A successful DC 20 Technomancy check removes an ongoing intruder lockdown effect, or automatically cancels the next intruder lockdown effect that would activate. If this check exceeds a DC 25, the *Subjugator* can't produce any further intruder lockdown effects for 1 day, including in area L2.

INTRUDER LOCKDOWN

Mechanical, magical trap

The *Subjugator*'s artificial intelligence immediately enacts its normal countermeasures when combat begins, targeting the maximum number of intruders to immobilize them the first round. The countermeasures target the PCs on Kil'quinn's initiative the first round of combat and repeat every minute until the PCs succeed in a DC 20 Technomancy check to turn off that part of the system, as described in area L1. It can be spotted with a DC 20 Wisdom (Perception) check.

The countermeasures target a 10-ft. cube, aiming to capture as many PCs as possible. Each creature in the cube must make a DC 13 Constitution saving throw or enter a state where they cannot be harmed or otherwise affected by the outside world, and in which no time passes. They do not receive turns in combat. This state lasts for 1 round, and for 1 round after that effect ends they are slowed (as the *slow* spell).

L2. A BRIDGE TO BURN

A heavy bulkhead door opens to reveal the alien vessel's command center. Several raised terminals bear flat surfaces with colored icons and translucent images. Curved metal pylons occupy several spaces on the bridge, mostly near computer terminals. A thick glass window occupies the opposite wall, braced by thick metal shields both inside and outside the craft. Smaller glass windows line the walls to the left and right, each depicting a different portion of the battle going on outside Simrukoth. Voices of enemy commanders sound from these terminals, communicating the status of the battle from different locations.

The battle for Vareen should be coming to a close as the PCs enter the *Subjugator*'s bridge. The locathahs and their allies still fight desperately against the onslaught of bil'djooli and klaven forces outside their city. Whether to guarantee the rout or throw a strong enemy into chaos, the PCs have arrived to defeat the commander of the invasion force, the bil'djooli navarch Kil'quinn.

PCs who understand the languages spoken by bil'djooli and jagladine commanders note undisguised concern as the locathahs hold their own against the invasion. The more successful the PCs were in **Part 2** and during the Battle for Simrukoth, the more hopeless the Hegemony's commanders, as their forces endure heavy casualties and the locathahs push them away from the city.



Creatures: Kil'quinng paces the bridge, taking in reports, barking orders, and discussing strategy with her commanders. Unless the PCs killed him earlier, the obsisidaemon Xatmaos offers counsel and advocates savage bloodshed. Six elite bil'djooli soldiers ring the chamber, guarding the navarch. Although Kil'quinng might offer the PCs an opportunity to surrender, she does so only long enough to get the PCs to lay down their arms, and then attacks. These forces realize their plight with the PCs present, so they all fight to the death.

KIL'QUINNG, BIL'DJOOLI NAVARCH

XP 18,000

hp 273 (see page 627)

During Combat Kil'quinng hampers anyone fighting Xatmaos and uses her legendary actions to afford her allies extra movement or attacks. If attacked in melee, or if an enemy is badly wounded, she makes the most of her *bil'djooli rod*.

Morale Kil'quinng prefers to live but despises all non-bil'djooli and fears her civilian rulers back home. If she believes her troops will capture Simrukoth, she fights until reduced to 20 hp, then surrenders with the intent to betray the PCs as soon as possible. If her army fails, she fights to the death rather than be humiliated by her peers.

XATMAOS, GENOCIDAL GENERAL

Gargantuan fiend (demon), neutral evil

Armor Class 19 (natural armor)

Hit Points 264 (16d20+96)

Speed 40 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	17 (+3)	22 (+6)	13 (+1)	18 (+4)	20 (+5)

Saving Throws Con +12, Cha +11

Damage Resistance cold, lightning, bludgeoning, piercing and slashing from nonmagic weapons

Damage Immunities acid, poison

Condition Immunities poisoned

Senses truesight 120 ft., passive Perception 14

Languages Abyssal, telepathy 120 ft.

Challenge 19 (22,000 XP)

Cloak of Souls. Creatures slain by Xatmaos' halberd must succeed on a DC 20 Constitution saving throw or their souls are absorbed by his cloak, preventing their resurrection. When a soul is absorbed, Xatmaos heals 10 (3d6) hit points (if at full hit points, any excess are gained as temporary hit points) and the DCs of his spells and abilities are increased by 1 for 1 minute. If Xatmaos is charmed or frightened when it absorbs a soul, that

condition is removed. In addition, his fatigue or exhaustion (if any) is reduced by one level each time it absorbs a soul. Destroying the cloak frees all contained souls.

Innate Spellcasting. Xatmaos' spellcasting ability is Charisma (spell save DC 19). He can innately cast the following spells, requiring no material components:

At will: *cloudkill*

3/Day: *harm*

1/Day each: *hold person* (4 targets), *incendiary cloud*, *meteor swarm*

Spell Turning. Xatmaos is warded against magic as if wearing a *ring of spell turning*.

ACTIONS

Multiattack. Xatmaos makes three attacks: two with his halberd and one with his bite.

Halberd. *Melee Weapon Attack.* +13 to hit, 15 ft. reach, one target. *Hit:* 25 (4d8 + 7) slashing damage.

Bite. *Melee Weapon Attack.* +13 to hit, 10 ft. reach, one target. *Hit:* 16 (2d8 + 7) piercing damage.

During Combat Xatmaos uses *hold person* to slow down as many assailants as possible and then uses his other spells to deal maximum damage to his enemies, saving his melee prowess until an opponent engages him.

Morale Xatmaos is violence incarnate. He does not surrender or flee combat for any reason. When reduced to 25% of his maximum hit points, Xatmaos becomes enraged and more careless with his spells, even targeting allies if necessary to destroy the PCs.

BIL'DJOOLI ELITE SOLDIERS (6)

XP 5,900 each

hp 221 each (see page 624)

Trap: The *Subjugator's* artificial intelligence immediately enacts its normal countermeasures when combat begins, targeting the maximum number of intruders to immobilize them the first round. The countermeasures target the PCs on Kil'quinn's initiative the first round of combat and repeat every minute until the PCs succeed in a Technomancy check to turn off that part of the system, as described in area L1.

CONCLUSION

If the PCs are successful aboard the bridge of the *Subjugator*, they can take control of the ship. All remaining Hegemony forces flee the Battle for Simrukoth, resulting in a victory for the natives of Vareen. Depending on how the mass combat and combat events played out, this might be a resounding victory or a tragic one. In any case, the people of Vareen hail the PCs as champions and liberators. It's at this time the PCs have to make a very important decision.

HOME SWEET HOME?

Assuming they opened the gate home in area D6, the party can end the adventure neatly by going home to the life left behind when they were first kidnapped. The PCs have defeated a Hegemony army, saved the planet Vareen, and captured a powerful ship for the Accord; this all provides a satisfying conclusion to the *Legendary Planet* adventure path if you and the PCs want to take it. There's more adventure to be had, however, and the PCs can take it willingly, on their own terms at last. However, some PCs might feel they just can't pass up the opportunity to go home at last. If any PCs should return home, but then change their mind and want to return to help the Accord, consider these hooks to bring them back to the adventure path.

Alien Agents: The PCs were originally abducted from their home planet by Hegemony agents sent out to search for seed races. The PCs may be reconnected to the war when they learn some of those agents remain on their world, conducting more abductions and experiments. Whatever means the Hegemony agents use to travel back and forth allow the PCs to get back into the action.

Come Quickly! You might have the PCs return to their lives for a time, until old allies contact them for their heroics in a time of need, or to face off in a crucial final battle.

Now It Concerns Us: The PCs return home just in time to find that the Hegemony has sent a sizable military force to enslave the PCs' home world. Whether the Hegemony followed them to exact revenge or already had an invasion planned, the PCs must defend their world. Once they've secured their world, the Accord calls on them to crush the Hegemony once and for all.

The PCs have already discovered the portal that leads the way to their own planet, and they have the Emergency Council's permission to return to their home system. After aiding the Accord and their locathah allies, they've helped strike a major blow against evil and deserve to go safely back to their lives. Even if the portal isn't yet open, the locathah engineers Strael and Cerpadt work diligently to eventually reopen the gate for the PCs. If you want to end the *Legendary Planet* adventure path now, you can do so with your PCs as heroes.

However, much more adventure remains. The Accord now has the might of the *Subjugator* and its information about the Hegemony's forces at a gas giant planet (described in *Mind Tyrants of the Merciless Moons*). They ask the PCs to finish the fight they have begun and continue their adventures. If the campaign continues, all PCs gain the epic **Boon of Recovery**.

MIND TYRANTS OF THE MERCILESS MOONS

LEGENDARY PLANET: CHAPTER SIX

Mind Tyrants of the Merciless Moons continues the Legendary Planet Adventure Path as the characters choose to take the fight to the Hegemony after its invasion of the water world Vareen. Now able to choose adventure on their own terms, the characters have been tasked with going through yet another gate. While they initially arrive onto the moon of Itac at the head of a band of Accord forces, it quickly becomes apparent that the gas giant Qanna and its many moons are riddled with Hegemony forces. After traveling through the center of Itac, the characters make new allies. They explain that a powerful Ultari known as Shokar-Mak is raising a massive army with which he plots to conquer the system. The characters must obtain still more epic power to confront and defeat Shokar-Mak and then venture onto destroy the Hegemony once and for all.

ADVENTURE BACKGROUND

Long ago, the Patrons nurtured Qanna and its many moons, encouraging the development of the many ecosystems therein. In order to facilitate travel without provoking the attention of the murderous Atoth, they built a fleet of airships and set up an array of gates, to be activated by a specific ritual. The Patrons also took precautions to guard the many gates that dot the system, building structures such as the Sun Tower and the Weave Moon to protect both the gates and their secrets.

However, this was long ago, and the Hegemony has controlled the system for many generations. Like parasites, they have infested the ruins of what the Patrons built and twisted their technology to blasphemous purposes. Luckily, at least the teleportation rings have been overlooked. The ritual required to operate the circles has nearly been lost, but a choice few know, either having had it passed down over generations or learned it from a Patron ruin the Hegemony has not picked clean.

While the Accord's presence here is nearly non-existent, that doesn't mean that the Patron's defenses are gone. They may be in a different form than intended, but the guardians still stand watch over secrets so ancient they have been forgotten.

ADVENTURE SUMMARY

The adventure begins with the characters in a planning session with the leaders of the Accord. The invasion of the bil'djooli cannot be overlooked, and the party is asked to spearhead a counter-offensive in order to dig the Hegemony out of their defensive position around the Qanna gate. The people of Vareen have given much of their resources, but they have summoned the last of them to assist the characters in their attempt to rid Qanna of the Hegemony.

During a large-scale combat with the Hegemony, the characters are given unlikely aid from the Itac, a race of xenophobic people that believe nothing exists beyond their own tiny world. Since their moon revolves at the same speed it rotates, the Itac have never seen the gas giant around which their moon revolves and thus cannot be convinced of its existence. According to their beliefs, acknowledging the existence of any other world or attempting to sail beyond the seas that hedge their lands is heresy. Thus, only by traveling through a secret tunnel that passes through the moon's core, can the characters reach the other side of the planet and gain access to a gate that will allow them to travel to Qanna's other moons.

On the other side of the moon, the characters uncover a covert Hegemony genetics lab in which jagladine scientists transform Itac slaves into an army of klaven. The Hegemony plots to transfer the klaven through a gate that leads to the gas giant's darkest moon, Morthos, which has gates that connect to all four of the planet's larger, habitable moons. During their explorations, the characters encounter a small group of anti-Hegemony rebels also working on escape. The rebels inform the characters that a powerful Ultari known as Shokar-Mak is raising a massive army with which he plots to conquer all of the planet's habitable moons. The rebels plead with the characters to help them against Shokar-Mak. In exchange, they reveal they have an escape plan and attempt to convince the characters to flee with them to the fabled city of Emirist-Tarthat that lies on another nearby moon known as Tathos.

Teleporting through a lost ritual to Tathos, the characters arrive in the ruins of an ancient city occupied by a race of hostile saurians planning to march on the very city they seek, forcing the characters to race to the city in order to save it from attack. After driving back the evil forces, the characters seek the aid of a mystic council of powerful seers that live on the moon of Kithos. In exchange for their aid, the seers demand the characters first prove themselves by finding and opening a lost gate hidden on Tathos. Once they open the gate, the characters may use it to return to the seers who reward them with the epic power they need to travel to the center of the gas giant to face Shokar-Mak and uncover the secret of his ambitions—an ancient mobile gate built to resemble a small moon.

PART 1: ARRIVAL ON ITHOS

This adventure begins when the PCs enter the gate on Vareen and arrive on Ithos, the outermost habitable moon orbiting the gas giant Qanna in the Elyon system. At this point, the characters have learned the ancient Patrons established Qanna as a "hub world" and erected a number gates on its various moons. For this reason, the Hegemony has begun amassing a huge army on its most isolated moon—Morthos, which orbits the planet's southern hemisphere, hidden from the remaining habitable moons in the shadows below Qanna's great ring.

The adventure begins on the moon known as Ithos. Once covered by vast oceans in past eons, the waters dried up, leaving

Ithos a barren world of grotesque rock formations formed from fossilized coral. A quick study of the surroundings notes the broad wastes from uplifted folds of crust. Hundreds of similarly uplifted folds cover the landscape giving it the appearance of a vast empty riverbed spotted with great, chaotically-staggered steppingstones.

As the PCs pass through the gate, it readily closes behind them. Start the adventure by reading or paraphrasing the following:

A bright flash, the gate implodes and winks shut. For a brief moment all is dark, cold, and silent. Colors begin to swirl followed by the assault of a glaring orange sun reflecting angrily from every direction. As your eyes adjust to the intense light, you find yourselves standing within a primitive looking circular chamber carved from some sort of sandstone.

From all angles, the sunlight streams in through huge holes carved into elaborate patterns. At first the heat feels intense and the light near blinding, then slowly the effect fades.

Looking about the structure, the PCs find themselves in the top level of a tower, several hundred feet above a vast barren wasteland. There is little time for the PCs to take in the scenery, however. Their arrival has been noticed by the Hegemony forces, who are quick to rally. Rules for running mass combat scenarios can be found in **Legendary Kingdoms (5E)** from Legendary Games, with each player character leading a battalion into battle. After 4 rounds of such mass combat action, proceed to the read-aloud for **Oravis's Airship** and have the airship's crew act accordingly.

If you do not wish to run this as a mass combat scenario, you can have the battle play out in the background while the heroes face off against a group of Itac klaven warriors (see area **G2**) and onaryx soldiers led by an onaryx captain (see area **G10**) sufficient to offer them a significant challenge. If you go this route, you can have a wave of enemy reinforcements approach just before Captain Oravis and his airship arrive to assist the heroes.

ELITE PIKEMEN (TINY)

CN Tiny regiment of 25 divymm longspear (fighter 11)
hp 38; **ACR** 7
DV 14; **OM** +7, ranged
Tactics merciless
Resources improved armor
Special combat style, construct type, second wind, water breathing
Speed 1

GIANT WARBAND

CN Tiny army of 10 (ocean giants)
hp 36; **ACR** 8
DV 19; **OM** +9, ranged
Tactics merciless
Resources ranged weapons

Special water breathing
Speed 2

CHARDA WARBAND (2)

CN Small army of 25 charda warriors (barbarian 3)
hp 27; **ACR** 6
DV 15; **OM** +11, ranged
Tactics reckless brutality
Resources improved armor
Special breath weapon, darkvision, ferocity, rage, water breathing
Speed 1

LORAN ACOLYTES

LG Small army of 50 loran trainees (monk 8)
hp 27; **ACR** 6
DV 16; **OM** +6
Tactics standard
Resources healing potions
Special darkvision, flurry of blows, stunning strike, water breathing
Speed 2

The Hegemony forces here are those meant to guard the gate from the Itac, continue gathering intelligence, and to cover a potential retreat from Vareen.

BIL'DJOOL REAR GUARD (TINY) (2)

LE Tiny army 25 Bil'Djool (fighters 4)
hp 33; **ACR** 6
DV 13; **OM** +12, ranged
Tactics relentless brutality
Resources improved armor, improved weapons, ranged weapons
Special combat style, darkvision, water breathing
Speed 1
Moralee +3
Commander bil'djooli elite soldier (Charisma modifier +3, leadership +13)

KLAVEN GUARDS (TINY) (2)

NE Tiny army of 25 klaven (barbarian 10)
hp 32; **ACR** 6
DV 15; **OM** +6
Tactics relentless brutality
Speed 1
Morale +2
Commander onaryx elder (merciless, hold the line)

ONARYX SCOUTS

CE Tiny army of 25 onaryx elders
hp 38; **ACR** 7
DV 17; **OM** +7
Tactics relentless brutality, sniper support



Special blindsight, breath weapon, darkvision, flight, paralysis, regeneration,

Speed 9

Morale +3

Commander onaryx crin commander (Charisma bonus +1; loyalty, sharpshooter)

Special blindsight, breath weapon, darkvision, flight, paralysis, regeneration

Speed 9

Morale +3

Commander onaryx crin commander (Charisma bonus +1; loyalty, sharpshooter)

SACRED SUN TOWER

Eons earlier, the Bellianic Accord built the tower to serve as a fortification as a precaution to keep the gate isolated from those situated on the inner moons. The contemporary Ithosian's have no clue where the tower came from and do not speculate much upon its true purpose. Instead, they fear the Sun Tower, believing that during the dark hours, its pinnacle sometimes pierces into the spirit world, allowing deceased creatures whose souls have been cursed to slip back into the bodies of the living.

ORAVIS'S AIRSHIP

Midway through the characters battle, the air fills with an odd droning sound whose echoes grow louder as they roll across the arid, wind-beaten expanse. Anyone looking in the direction of the sound catches sight of the approaching vessel.

Far off in the clouds, one of the small flying black dots begins to grow. As it draws closer, it slowly transforms—sprouting wide-fanning wings, strange talons, gleaming crystal plates, and arching sails until it manifests full-form in the sky—a huge, floating vessel that races upon the howling winds like a terrifying warship rolling upon the waves of an angry sea.

Creatures. In addition to the captain and pilot (**Captain Oravis** and **First Mate Bo'Ral**), the airship's crew and engineers consists of a dozen Ithosian **tusked warriors**.

CAPTAIN ORAVIS

Medium humanoid (Itac human), chaotic neutral

Armor Class 18 (studded leather armour)

Hit Points 221 (34d8 + 68)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+2)	20 (+5)	14 (+2)	10 (+0)	10 (+0)	12 (+1)

Saving Throws Con +6, Dex +9

Skills Acrobatics +9, Persuasion +5, Perception +4

Senses passive Perception 14

Languages Aquan Common

Challenge 11 (7,200 XP)

Captain's Bravado. Allies that can see or hear Captain Oravis gain a +2 bonus to all AC and saving throws.

Evasion. If Captain Oravis is subjected to an effect that allows her to make a Dexterity saving throw to take only half damage, she instead takes no damage if she succeeds on the saving throw, and only half damage if she fails.

Scurvy Dog's Flank. Once per turn, Captain Oravis deals an extra 24 (8d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally that isn't incapacitated and she doesn't have disadvantage on the attack roll.

Second Wind (Recharges after a Short or Long Rest). As a bonus action, Captain Oravis can regain 25 hit points.

Clever Defense. If Captain Oravis is wearing light or no armor and is not wielding a shield, her AC includes her Charisma modifier.

Swift Feet. Captain Oravis can take either the Dash or Disengage action as a bonus action each round on her turn.

ACTIONS

Multiattack. Captain Oravis makes four attacks: two with her dagger and two with her rapier.

Silvered Dagger. *Melee or Ranged Weapon Attack:* +9 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 7 (1d4 + 5) piercing damage.

Rapier. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target *Hit:* 9 (1d8 + 5) piercing damage.

Intimidating Prowess. Captain Oravis performs a bewildering show of prowess with her blades. Each enemy that can see the display and fails a DC 17 Wisdom saving throw becomes frightened for 1 minute, or stunned with fear if they fail the save by 5 or more. Creatures may attempt a new save at the end of each of their turns to end the frightened condition or reduced stunned to frightened.

FIRST MATE BO'RAL

Medium humanoid (Itac human), chaotic neutral

Armor Class 16 (bluesteel breastplate)

Hit Points 169 (26d8 + 52)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	14 (+2)	14 (+2)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Str +8, Con +5

Skills Athletics +8, Intimidation +4, Perception +6

Senses passive Perception 16

Languages Aquan, Common

Challenge 8 (5,000 XP)

Brave. The first mate has advantage on saving throws against being frightened.

Scurvy Dog's Flank. Once per turn, the first mate deals an extra 14 (4d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally that isn't incapacitated and she doesn't have disadvantage on the attack roll.

Second Wind (Recharges after a Short or Long Rest). As a bonus action, the tusked warrior can regain 15 hit points.

Swift Feet. Captain Oravis can take either the Dash or Disengage action as a bonus action each round on her turn.

ACTIONS

Multiattack. The first mate can use hooked net then makes three attacks with her cutlass.

Cutlass. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 8 (1d6 + 5) slashing damage.

Light Crossbow. *Ranged Weapon Attack:* +5 to hit, range 80 ft./320 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Hooked Net. The first mate throws the net against a target who must make a DC 15 Dexterity saving throw or become restrained. The target may use an action to make a DC 15 Escape check. *Hit:* The target is restrained (save ends). Each time the target fails the saving throw, the target takes 5 damage.

TUSKED WARRIOR

Medium humanoid (Itac human), chaotic neutral

Armor Class 16 (bluesteel breastplate)

Hit Points 163 (25d8 + 50)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	14 (+2)	14 (+2)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Str +9, Con +6

Skills Athletics +9, Intimidation +5, Perception +8

Senses passive Perception 18

Languages Common

Challenge 9 (5,000 XP)

Bear Totem. A melee weapon deals one extra die of its damage when the tusked warrior hits with it (included in the attack).

Heart of Itac (2/Day). The tusked warrior rerolls a failed saving throw.

Boar's Blood (Recharges after a Short or Long Rest). As a bonus action, the tusked warrior can regain 20 hit points.

ACTIONS

Multiattack. The tusked warrior makes three attacks with its greataxe or its javelin.

Itac Greataxe. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 17 (2d12 + 5) slashing damage.

Javelin. *Melee or Ranged Weapon Attack:* +6 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 8 (1d6 + 5) piercing damage.

REACTIONS

Rampage. When a tusked warrior reduces a creature to 0 hit points with a melee attack on his turn, he can move up to his speed and make a greataxe attack. This attack does an additional 7 (2d6) weapon damage.

Ithosian airships are relatively low fliers. If the characters are clearly winning, the airship will join in the combat (grant all of the characters' battalion's rolls a +2). Otherwise, they stay out of engagement range. They have had distant dealings with the Hegemony forces, and believe them to be otherworldly demons, but that doesn't mean they trust the characters.

Highly xenophobic, the Ithosians land after the battle and demand the characters identify themselves and explain their arrival. The guards begin with an attitude of neutral if they assisted in the battle; otherwise, they begin with an attitude of unfriendly. In either case, the characters have a +5 on all Charisma (Persuasion) checks due to their fighting an enemy of the Itac. If the characters can change their attitude to Friendly via two successful DC 20 Charisma (Persuasion) checks if neutral or three if unfriendly, the Ithosians offer to take the characters for a formal audience with the city's queen. If not, they insist that representatives (the characters) come meet with their queen. If refused, the airship takes off again, intent on

MOB RULES

Though the mob rules on page 250 of the *Official 5th Edition Guide for Game Masters* are more concerned with creatures with a Challenge rating of 1 or lower, they work just as well with higher-Challenge creatures against high level players. You can also pool the monsters hit points and just track it in sections. In this example 6 Tusked Warriors have a combined hit point pool of 978. Each time the characters do 163 points of damage, one of the barbarians goes down and any excess damage is applied to the hit point pool. In terms of attacking, the 6 warriors have 50% chance of hitting so treat their attack as 3 hits for a total of 51 damage against a PC with an AC of 20.



warning their people of the invaders. If the characters simply attack and take the ship or flee, the GM should take a look at Flee! (sidebar) to workout another option for the characters to continue the adventure.

Upon taking the time to actually survey their surroundings, the characters note the following. Violent torrents of wind rip across the plain, whipping the sand into a blinding, flensing spray. The radiant sky above is pale greenish-blue color smeared with fierce orange and purple clouds that roil across the heavens like a stampede of ethereal stallions. The ground is layered with strangely shaped, incalculable rock formations that jut from impossible angles.

A successful DC 20 Wisdom (Perception) check spots the shimmering glint of the massive crystalline domes that cover the city of Itac, one of the few hospitable places on the surface of Ithos, and the best chance they have of finding civilization.

During twilight, when the sun drops and the dust-winds rise, Itac is impossible to spot; however, at night, a successful DC 25 Wisdom (Perception) check notes the weird yellow glow of its illuminated domes. The bright baubles rise from decayed and arid wastes, fiercely tossing gleaming rays back against the burning, angry sun. Above the domes hovers what appears to be a small swarm of black flies. A DC 20 Wisdom (Survival) check estimates the domes lie some 15 miles to the west of the tower.

The strange rock formations covering the moon's surface are the fossilized remains of a huge reef. Anyone studying the formations can attempt a DC 20 Intelligence (Nature) check to determine their curious composition.

The hemisphere where the characters arrive faces away from Qanna, and since Ithos revolves at the same speed as it rotates, one cannot view the gas giant from their current position. It should also be noted that, since Ithos is a moon, it has no natural satellites of its own and therefore, nothing to reflect light onto the surface at night. As a result, night on Ithos is extremely dark and temperatures regularly drop dangerously below freezing (between -10°F to -30°F).

While surface winds remain constant, most of the time they are mild to moderate. Unless otherwise stated, anyone on the surface must deal with the effects of its perpetual sandstorms which reduce visibility to $1\text{d}10 \times 5$ feet and provides disadvantage on Wisdom (Perception) checks. Each hour an individual remains on the surface, it suffers $1\text{d}3$ points of bludgeoning damage and leaves a thin coating of sand in his wake. Major windblasts only show up every $1\text{d}6 \times 10$ minutes. In addition to environmental hazards, Ithos has no fresh water on its surface.

AN AUDIENCE WITH QUEEN SHONAROC

In this Act, the characters must cross to the other side of Ithos where they discover the Hegemony forces massing. While the characters may attempt to circumnavigate the moon, the fastest route is an underground passage to the other side called the Endless Tunnel, which lies hidden within The Akrot—the city's prison cellars.

An important NPC in this act is Imyrane Masoma, an undercover Hegemony agent who does his best to ally himself with the characters and orchestrate their escape. Masoma recognizes the characters as a threat and seeks to draw all the information from them he can for his dark masters before he destroys them, however, to accomplish this he needs to get the characters alone. He also knows the true nature of the Endless Tunnel while the people of Ithos do not.

The first time the characters enter the throne room to audience with the queen, read or paraphrase the passage below:

Doors open into a wide, sweeping chamber lined with towering columns carved from exotic colored corals. Along the sides of the chamber, two rows of four hulking warriors stand in dead silence, their glazed eyes lost in deep meditation.



Creatures. The eight **golem guards** are the queen's elite guard, all without fear and sworn to protect her at all costs.

GOLEM GUARD

Medium humanoid (Itac human), chaotic neutral

Armor Class 19 (Ithosian golem armor)

Hit Points 255 (34d8 + 102)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	14 (+2)	16 (+3)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Str +10, Con +10

Skills Athletics +10, Intimidation +6, Perception +4

Senses passive Perception 14

Languages Common

Challenge 12 (8,400 XP)

Heavy Infantry. The golem guard wears special crystalline armor that adds considerable weight to the owner fused inside. Arm blades deal one extra die of its damage when the golem guard hits with it (included in the attack). Also, golem guards have advantage on Strength ability checks and saving throws.

Second Wind (Recharges after a Short or Long Rest). As a bonus action, the golem guard can regain 20 hit points.

ACTIONS

Multiattack. The golem guard makes four attacks with its arm blades.

Arm Blades. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 15 (2d8 + 6) piercing damage.

REACTIONS

Defensive Stance. The golem guard can use its arm blades as a shield, using them to parry an incoming attack while being ready to counterattack. The golem guard adds 2 to its AC against one attack that would hit it and may also make an arm blade attack against the attacker if the attack ends up missing due to the parry and the attacker is within 5 ft. To do so, the golem guard must see the attacker.

Quick to react, the golem guards strike at anyone coming too close to their lady, knocking them to the floor and surrounding the perpetrator with weapons drawn. Still, the queen commands her servants with a leveled, authoritative tongue and to these soldiers, her words are always as good as law.

A stunningly beautiful dusky-skinned woman strides into the hall and all fall silent, with heads bowed. She is dressed in an intricately braided black dress woven from an unknown iridescent cloth that seems to catch and bend light. A stone-faced guard armored in a leather breastplate and shield accompanies the regal-looking woman. His thick hands clutch a pair of spears.

For a few moments, the woman studies the chambers in silence. Satisfied she raises her hand, and from the shadows behind her, another figure approaches her—an older man dressed in intricately brocaded robes, strikingly pale—like a corpse with fattened veins pumping beneath his thin translucent flesh.

Creatures. The regal woman is Shonaroc, Queen of Itac (**human noble**) whose bloodline traces all the way back to the first kings of Ithos. The guardsman accompanying her is her personal **assassin**. The pale man is Otharios, (**human priest**) one of the twelve holy imyrans that provide the queen her council. Despite his appearance, Otharios isn't evil, however holy Imyrane law has strict rules about non-Itac, especially those claiming to be from elsewhere. They believe Ithos is the only material world in the universe. The idea of another material world or realm is heresy and anyone claiming to be from another realm is considered either mad or a gotaru (evil spirit or ghost-demon). Imyranes make themselves appear hideous to scare off the gotaru.

Developments. Turning to face the characters, he breathes a vile sounding whisper that digs, impossibly amplified, into the party's brain. The sound turns to thoughts and then words. "You stand in the presence of Shonaroc of Itac, Queen-Moktor, the Supreme Huntress of Ithos. She would know by what means and for what purpose you have come to Ithos." Other than claiming to be from Ithos, any explanation for their arrival incites a glare from the queen and her councilors. Any further interjection is completely ignored until the imyrane is finished.

He explains that there has been an increase of gotaru swarming the land. They mainly seem to be coming from a distant portion of the moon and from Abzu, the great river of fire at the center of the earth. Both are largely unknown to the Itac and considered the usual realm of demons. However, the characters arrival is an ill-omen, especially considering their abilities and possessions are only something that could belong to gotaru. Interestingly, Otharios' description of gotaru closely matches that of a klaven.

Once the adventurers let Otharios perform his work, the queen listens intently to her advisor's whispers and surveys the adventurers once more, before whispering back into his ear. Seemingly satisfied, Otharios turns once more to the adventurers and says:

"We know you to be liars, for beyond the realm of Ithos lies only Abzu the great river of azure fire within which swims the demon-serpent Ikros, The Devourer of Worlds. Only evil souls go to the Abzu, therefore if you are not from Ithos you must be a gotaru. That or you are from Ithos and you are mad. In either event, you have profaned the queen's presence with heresy. What have you to say?"

At this stage, allow the adventurers to speak for themselves. Both the queen and her advisor listen to all responses thoughtfully, discussing them quietly among themselves before Otharios provides a formal reply on behalf of the queen.

If the characters claim to be from Ithos, Otharios counters by asking:

"If you are from Ithos, who are your people? Why are you armed? And what ill-will do you wish upon our city?"

If the characters insist they are not gotaru, then Otharios challenges them by stating they must be gotaru for they possess items and powers that only a gotaru could command.

Whether or not the characters attempt to argue their status, another imyrane steps from the shadows. This individual is **Imyrane Masoma**, the overseer of Akrot and Keeper of the Gotaru. Considered the foremost expert on the subject of gotaru, he suggests that since the characters are strangely powerful and sentient gotaru that, if they can be reasoned with, they might aid the Itac by crossing back through Abzu and staunching the flow of their brethren.

IMYRANE MASOMA

Medium monstrosity (Itac human, queborrin); lawful evil

Armor Class 15 (chain shirt)

Hit Points 293 (39d8 + 117)

Speed 30 ft.

STR DEX CON INT WIS CHA

22 (+6) 18 (+4) 16 (+3) 18 (+4) 18 (+4) 18 (+4)

Saving Throws Dex +9, Wis +9

Skills Acrobatics +9, Perception +9, Performance +9, Survival +9

Senses darkvision 60 ft.; passive Perception 15

Languages Common, Elali, Onaryx, Ultari

Challenge 16 (15,000 XP)

Hard Bargainer. Masoma has advantage on all Charisma-based skills.

Master of Rhetoric (2/Day). Masoma can replace any Charisma (Deception), Charisma (Persuasion), Charisma (Intimidation), Intelligence (History), or Wisdom (Insight) check with a 20. Masoma can choose not to take the 20 and can instead roll normally.

ACTIONS

Multiattack. Masoma may use binding contract, fast talk or counterargument and then can make three attacks with his huntsman kukri or dart.

Claw. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 10 (1d8 + 6) piercing damage.

Huntsman Kukri. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 6 (1d4 + 4) slashing damage. The weapon does another 3 (1d6) slashing damage to creatures the Masoma has tracked with the Wisdom (Survival) skill in the past day. In addition, it grants its wielder proficiency in Wisdom (Survival), if the wielder is already proficient it gains double proficiency.

Dart. *Ranged Weapon Attack:* +9 to hit, range 80/320 ft., one target. *Hit:* 6 (1d4 + 4) piercing damage.

Binding Contract. Masoma can bind another creature's promise to him with a *geas* (as the spell). The target can negate this effect with a successful DC 20 Wisdom save. The *geas* is discharged if Masoma breaks his end of the bargain. Using this ability requires 3 rounds of continuous performance, and the target must be able to see and hear Masoma throughout the performance.

Fast Talk. Masoma can use performance to affect the perceptions of up to four of targets that can hear and understand him. While he performs, these targets have disadvantage on saving throws against enchantment and illusion spells and on skill checks related to bargaining to buy or sell an item.

Skald's Strike (Recharge 5-6). Masoma sings a dirge of the Black Tapestry as he strikes his opponents with his kukri. Each enemy that can hear Masoma must make a DC 18 Constitution saving throw, taking 56 (16d6) thunder damage on a failed save, or half as much damage on a successful one. Any ally who hits any target that suffered thunder damage before the end of Masoma's next turn gains 20 temporary hit points.

REACTIONS

Counterargument. When a bard Imyrane can hear attempts to use Bardic Inspiration, Countercharm, Cutting Words, or Combat Inspiration, Imyrane can make a Charisma (Performance) check contested by that bard's Charisma (Performance) check. If he wins the contest, that bard's ability is negated and that bard is frightened for 1 round.

The audience with the queen is clearly reaching its conclusion. Allow the characters a brief amount of time to discuss the matter, but emphasize that Queen Shonaroc is becoming impatient. If they accept, proceed to The Akrot. Otherwise, they may wish to proceed with one of the plans outlined in the sidebar. If they simply refuse to go, Otharios firmly tells them to leave the queen's presence, that they might not profane it further. He is fanatical, and clearly wishes that the characters be imprisoned or slain, but cannot deny their power or the threat of their Accord allies.

Shortly after the Hegemony conquered Ithos' inner hemisphere, they discovered the ruins of the Patrons' fortress Ithos-Crin (see page 345), which hid not only the gate to Qanna's inner moons but the inner hemisphere's gate into the Endless Tunnel. An early exploratory strike team soon returned to Ithos-Crin with its first



hostage: Imyrane Masoma. Masoma was dragged back to Ithos-Crin where he was interrogated, tortured, and infected with a queborrin parasite (see page 698).

As a Hegemony agent, Masoma eagerly desires to find out everything he can about the characters, such as why they've come and who they represent. Privately, Masoma claims that, unlike the other Imyrane, he doesn't believe in the River of Fire (a heretical statement for an Itac). He tells the characters he doesn't believe they are gotaru, nor does he think the characters insane. Instead, he wholeheartedly believes their tale that they are from elsewhere. Masoma offers his aid because he claims he believes the characters can validate his theories and finally get his people to overthrow the ignorance of their religious beliefs, which currently hold them in darkness. How Masoma approaches the characters depends on their actions and the opportunities presented, however as Keeper of the Akrot, none deny him the opportunity to speak with the characters directly.

With the intonation of his words and subtle gestures, Masoma attempts to use his skill in deception to convey to the characters that he wishes not to harm them but only to speak to them in private. At first opportunity, he attempts to befriend the characters to get whatever information he can before advising them to use the Endless Tunnel, believing its powerful guardians will destroy the characters as they pass through the core.

THE AKROT

In the event the characters allow themselves to be taken to the Akrot, Masoma accompanies them along with a golem guard escort. Upon arrival, he opens the gate, sends the characters through and follows them. He dismisses the guards and says, *"From here forth, we proceed alone for the halls within Akrot are not fit for mortals, only gotaru, and the keeper."* Then to the characters, he says, *"I am the keeper. Here I am master; here I have no fear."*

Masoma signals for the characters to follow him and begins leading them towards the Endless Tunnel. Once the guards are out of sight, he reintroduces himself, and attempts to woo the characters with the tale of his sincerity, and offers to aid them in their flight. He truthfully tells them he is leading them to a location known as the Endless Tunnel, a hole that passes through the center of the moon and leads to the other side where there is another gate that provides access to a number of different moons that surround Qanna. However, he isn't their ally and doesn't reveal anything about the monstrous guardians at the center of the tunnel. During their journey, Masoma interrogates the characters as best he can, though he's careful not to reveal himself. Unless the characters have some sort of altercation with Masoma, he leads them to the mouth of the Endless Tunnel and encourages them to jump in.

The Akrot is a vast subterranean cellar that the Itacs sealed off to serve as a sort of a demon containment center. Upon their world, no violent criminals exist, instead, the Itac people blame the actions of heretics, madmen, and any others who exhibit behaviors that fall dangerously outside of the societal

RESIST!

It's quite possible that high-level characters feel omnipotent enough to scoff or ignore the demands of the queen and her advisor and simply attack and butcher everyone in the throne room. Following their victory (or retreat), the characters will likely be seeking escape.

Try to direct their flight towards the Akrot. An easy way to do this is to have the queen issue an alarm and post a massive amount of guards at all exits. During the manhunt, Imyrane Masoma seeks out the characters and, upon finding them, encourages them to follow him to safety and escape. If they accept, go to The Akrot.

FLEE!

If the characters desire to flee Itac all together, it should be possible for them to escape the city. The Tusked Ones won't pursue gotaru into the wastelands and deem such an act as rash and suicidal. Free from pursuit, the characters have two options, sneak back into the city or continue overland until they circumnavigate the moon.

To create a way back into the city, use a series of natural caves that lead into The Akrot. If you feel ambitious, design some of your own encounters for these passages, such as a hive of **kaulvrex** (see page 686).

If the characters decide to make the overland journey, have them encounter some ancient ruins also inhabited by beasts of Ithos. Somewhere in the ruins, they find the remains of an ancient airship which, with a few good Intelligence checks, they should be able to again make flyable again. A flying ship should make it easier to circumnavigate the moon and provide them a means to traverse the great black ocean dividing the continents on opposite hemispheres. Once on the opposite side, the characters can seek out the Hegemony massing at the fortress of Ithos-Crin. In order to entice the characters into going to Ithos-Crin, you can have them witness a flash of energy whose source they readily identify as a gate. How they get into the fortress is up to the characters. Some options include attempting to sneak in, fighting their way in, allowing themselves to be taken prisoner, or paratrooping into the courtyard.

norm (either in religious views or in terms of violence) upon the gotaru. Thus, anyone who commits a crime must be gotaru and must be forever exiled. All gotaru are placed into the Akrot, which the Tusked Ones believe is so deep it possesses passages that lead back to Abzu, the River of Azure Fire. For the last half-century, oversight of the Akrot has been the responsibility of Imyrane Masoma, the Keeper of the Gotaru, who is considered Itac's expert on all things supernatural.

THE ENDLESS TUNNEL

Deep within in the Akrot hides a passage known as the Endless Tunnel, a black, seemingly bottomless pit that leads to the other side of the moon. No light ever reaches the tunnel and the length of the fall easily extinguishes a torch. Anyone entering the pit appears to fall endlessly. Falling to the center of the moon takes a little over 8 minutes. However, as the subject nears the core, the descent slows. As the individual passes into the moon's core, it finds itself hovering weightlessly in an expansive circular stone cavern located in the exact center of the moon.

All around hovers a flotsam morass consisting of bits of rock, soil, detritus, and bones. Creatures within the core are considered weightless and cannot move effectively without the ability to fly or aid of a *fly* spell or similar magic, or the ability to push themselves from the surface of another solid object. This moves the creature in one direction, in a straight line, at the creature's base speed. The creature keeps moving in that direction until it hits another solid object and gains the ability to push in a different direction. A weightless creature or object struck moves away from the object that struck it in a straight line at the same speed as the object or creature that struck it. Creatures outside the cavern (in either of the adjoining tunnels) experience gravity normally, with the gravitational pull centered upon the central cavern.

Creatures. Within the great cavern lurks a grotesquely warped fleshy mass of claws and tooth-filled orifices that the ancient Tusks Men once worshipped as a god. In the early centuries, it feasted aplenty upon sacrifices. However, when the Itac sealed the caverns, the sacrifices became less frequent and the creature sunk into a long period of hibernation. After the Hegemony seized control of the passage, they again began feeding the guardian – a **qolok**. As soon as any living creatures enter the chamber, the monstrosity rushes to devour them.

THE GUARDIAN

Large fiend (sahkil), neutral evil

Armor Class 21 (natural armor, Glabrezu's Claw)

Hit Points 362 (25d10 + 225)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	15 (+2)	29 (+9)	13 (+1)	17 (+3)	13 (+1)

Skills Perception +9

Damage Resistances acid, cold, fire, thunder; bludgeoning, slashing and piercing from nonmagical attacks

Damage Immunities: lightning, poison

Condition Immunities: blinded, deafened, frightened, prone, stunned, unconscious

Senses truesight 120 ft., passive Perception 19

Languages Abyssal, Celestial, Infernal; telepathy 100 ft.

Challenge 19 (22,000 XP)

Bleed. The Guardian's claw and bite attacks cause dying creatures to automatically fail their next death save if hit by it. The Guardian will go out of its way to perform a bleed attack.

Instil Phobia. A creature swallowed by a qolok for 2 or more rounds must succeed at a DC 21 Wisdom save or gain a phobia. The subject of the affected creature's phobia is a commonplace creature, object, or situation the target encountered in the last 24 hours (GM's discretion).

Keen Senses. The Guardian has advantage on Wisdom (Perception) checks that rely on hearing or smell.

Look of Fear. When a creature that can see the Guardian's eyes starts its turn within 30 feet of it, it can force the target to make a DC 21 Wisdom saving throw if the Guardian isn't incapacitated and can see the creature. If the saving throw fails by 5 or more, the creature is affected as a *fear* spell. Otherwise, a creature that fails the save is frightened for 1 minute. The Guardian gains temporary hit points equal to the number of Hit Dice of feared and frightened creatures up to twice its hit point maximum.

Spirit Touch. The Guardian's attacks are not affected by the incorporeal trait of creatures it encounters and the use of the incorporeal trait allows the Guardian an attack of opportunity attack when used. For example, The Guardian can continue attacking a ghost that uses incorporeal movement to move within its reach.

Spiritsense. The Guardian notices, locates, and can distinguish between living and undead creatures within 60 feet. Disguises or spells cannot protect undead creatures from this ability.

Glabrezu's Claw. The Guardian has replaced one of its own ghastly talons with this malignant artifact. It grants the following abilities (all included in the appropriate area).

- +2 bonus to AC.
- Immunity to lightning and poison.
- Telepathy out to 100 ft.
- Truesight.
- The Chaos Hammer action.
- Glabrezu innate spellcasting ability.

Innate Spellcasting. The Guardian's spellcasting ability is Intelligence (spell save DC 16). The Guardian can innately cast the following spells, requiring no material components:

- **At will:** *darkness*, *detect magic*, *dispel magic*
- **1/Day each:** *confusion*, *fly*, *power word stun*

ACTIONS

Multiattack. The Guardian makes 1d4 + 1 melee weapon attacks of its choice. Reroll the number of attacks at the start of each of the guardian's turns. It may also make a hideous tongue attack.

Slam. Melee Weapon Attack: +14 to hit, reach 10 ft., one target.
Hit: 30 (4d10 + 8) bludgeoning damage.

Claw. Melee Weapon Attack: +14 to hit, reach 10 ft., one target.
Hit: 30 (4d10 + 8) slashing damage.

Bite. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one target.

Hit: 30 (4d10 + 8) piercing damage.

Hideous Tongue. *Melee Weapon Attack:* +14 to hit, reach 15 ft., one target. *Hit:* 30 (4d10 + 8) bludgeoning and piercing damage. If the target is a Medium or smaller creature, it must succeed on a DC 19 Dexterity saving throw or be swallowed by The Guardian. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside The Guardian, and it takes 21 (6d6) acid damage at the start of each of The Guardian's turns. If the Guardian takes 30 damage or more on a single turn from a creature inside it, The Guardian must succeed on a DC 21 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of The Guardian. If the Guardian dies, a swallowed creature is no longer restrained by it and

can escape from the corpse by using 20 feet of movement, exiting prone. See the instil phobia trait as well.

Chaos Hammer (1/Day). The Guardian unleashes chaotic power to smite its enemies. The power takes the form of a multicolored explosion of leaping, ricocheting energy. Only lawful and neutral (not chaotic) creatures are harmed by the spell. The Guardian points its *Glabrezu's Claw* at a point it can see within 150 feet any creature caught in the 20-foot sphere blast radius of the spell must make a DC 16 Wisdom saving throw or take 22 (5d8) necrotic damage to lawful creatures and slows them for 1 minute (see the *slow spell*). A successful save reduces the damage by half and negates the *slow* effect. The spell deals only half damage against creatures who are neither lawful nor chaotic, and they are not slowed. Such a creature can reduce the damage by half again (down to one-quarter) with a successful save.



REACTIONS

Feral Savagery. When the Guardian is hit in combat by a melee attack it may make one claw or slam attack against the attacker.

LEGENDARY ACTIONS

The Guardian can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The qolok regains spent legendary actions at the start of its turn.

- **Spell.** The Guardian casts a spell.
- **Greed.** Gold coins rain down at a point The Guardian can see. Each creature in a 20-foot-radius sphere at the target location must make a DC 21 Dexterity saving throw. A target takes 28 (8d6) bludgeoning damage on a failed save, or half as much damage on a successful one. The gold turns into fat white spiders and other vermin if the qolok dies, otherwise they gold persists for 24 hours.
- **Gluttony (Costs 2 Actions).** The Guardian inspires ravenous hunger in a target that can see it. The creature must make a DC 21 Wisdom saving throw or become weak from hunger and gains 1d2 levels of exhaustion.

Treasure. The guardian has replaced one of its own ghastly talons with a *glabrezu claw* (see page 547).

Developments. Once the adventurers defeat the guardian, they find themselves hovering silently in the lightless hollow within the moon's core. Individuals may attempt to travel back the way they came or continue in the opposite direction, however, both portions require significant effort and the climb is just over 750 miles. Of course, the characters may employ other methods of travel to expedite the journey.

PART 2: DARK SIDE OF THE MOON

On the opposite side of the Endless Tunnel hides a subterranean laboratory run by jagladine geneticists and surgeons who use advanced procedures and specially grown tanks to radically mutate humanoid captives from Ithos and other outlying moons. This process transforms them into an army of klaven ready to serve under Qanna's new warlord Shokar-Mak.

G1. THE TUNNEL ENTRANCE

When the characters exit the tunnel, read or paraphrase the following:

The tunnel emerges into a small, crudely proportioned room with rough, carved walls. The gaping hole occupies much of the floor space and a slight, but noticeable draft moves through the room descending into the opening. The room only appears to have a single door set into the middle of the west wall. The door is plated with copper-colored metal, incongruous to the primitiveness of its surroundings.

Trap. The door is rigged with a potent defense mechanism set to vaporize unauthorized individuals attempting to enter or leave the chambers beyond. Any creature approaching the door triggers a bioscan effect that determines their species. If the individual isn't a klaven, jagladine, or ultari, it triggers a trap, sending out a vaporizing blast that potentially transforms living creatures into a 5-ft pool of **green slime** (see the *Official 5th Edition Guide for Game Masters* p. 105). The vaporizing raytechnological trap strikes all targets in a 30-foot-cone emanating from the door, which take 105 (30d6) necrotic damage. A DC 19 Constitution save reduces the damage by half. Any targets struck by the ray that drop below 0 hit points must make a second DC 19 Constitution save or are permanently turned into green slime. The trap can be successfully detected with a DC 23 Wisdom (Perception) check. A character can use thieves' tools to disable the trap on a DC 23 Dexterity check.

Developments. Opposite the door, a flight of stairs climbs to area G2, a small antechamber watched over by a klaven guard patrol. If the characters trigger the trap, the guards are prepared to receive them. If not, allow them a Wisdom (Perception) check to hear the characters' approach.

G2. GUARD'S LANDING

The steep staircase climbs to a rough-carved arch beyond which lies a small, naturally formed antechamber. Arches at either end of the room provide egress to tunnels leading north and south.

Creatures. Jagladine overseers keep a light guard patrol of their hideous klaven creations here. At the first sign of intruders, the six **Itac klaven warriors** sound an alarm and attack.

KLAVEN MINDHUNTER

XP 5,000

hp 163 (see page 642)

G3. OBSERVATION HALL

This short hall quickly comes to a dead-end. The wall at the end of the hall is slightly curved and anyone examining it notices several holes bored into it at about eye level. Anyone peering through the holes gains a clear view of the pit in area G4. The jagladine scientists use this location to record observations of their specimens in the adjacent pit.



G4. OBSERVATION PIT

Gouged into the floor lies a deep pit about three times the height of a man. Dark stains and splatters cover the floor and walls and it reeks of blood and urine. The jagladine surgeons toss the still-living deformities of their failed experiments into this pit in order to safely study their behaviors and test their resiliency. It is currently unoccupied.

G5. THE VIVISECTIONIST'S LAB

Four curved stone slabs arranged in a circular formation occupy most of the room. The slabs are all similar in size and appearance, each about the size of a bed. The slabs and floor are thoroughly stained with old blood while scores of miniscule white leeches crawl about the cracks and crevices, apparently feeding off the gore.

From the walls hang gruesomely realistic diagrams of vivisected humans scrawled with notes and arrows precisely documenting unnerving procedures.

Creatures. A pair of **jagladine genetic surgeons** crouch over their workstations, thoroughly engaged in their sadistic studies. A third wanders about the room throwing unknown chemical salts in a pattern about the floor, directing the hideous worms to clean and sterilize the lab after a bloody day's work.

JAGLADINE GENETIC SURGEON

XP 11,500

hp 188 (see page 635)

G6. THE PROTOTYPES

An eerie teal-colored glow spills out of the door leading to this large chamber. Inside, a number of chest high dividers wall off great cylindrical glass vats filled with a radiant teal liquid in which a living creature is hideously suspended. On each wall, alcoves lead to passages venturing elsewhere in the facility. The east wall also has an additional exit, though it is sealed with a pair of metal-plated doors.

A hideously mutated **klaven mindhunter** (see page 642) guards each of the four open exits. All have strict orders to protect the cylinders at all costs. They remain silent and vigilant, though they warn all who enter to stay clear of the vats under the authority of Hegemony commander Shokar-Mak (though they don't bother to explain who Shokar-Mak is, nor are they interested in follow-up conversations). Dutifully, they deny passage unless the characters bear proper authority, however, they do not attack unless provoked. Instead, they command all unauthorized personnel to exit through the metal doors. If forced into combat, the klaven keep their backs to the eggs,

sound whatever alarm they can to alert their jagladine masters, and fight to the death to hold their positions.

G7. THE VAT ROOM

Occupying the majority of this large, rectangular chamber, eight more fluid-filled vats stand in a neatly staggered arrangement for study and observation. Sections of the floor are badly scuffed from heavy traffic. The markings form a pathway toward a large metal sliding door hanging in the far corner of the room. The door is held fast with a thick metal drop pin.

Creatures. A pair of **jagladine genetic surgeons** (see page 635) roam this room, collecting data and making adjustments to the glowing cylinder vats. Four **klaven mindhunters** (see page 642) watch over them. If the vivisectionists feel threatened, or within 1d3 rounds if they hear combat in G5 or G6, they command the klaven to fight.

G8. THE HOLDING CAVES

The large metal door to this chamber door is also locked with a heavy drop pin. Anyone listening at the door hears the mutterings, arguments, and rants of the prisoners within.

Beyond the door lies a small ledge overlooking a sizable cavern ten feet below. A small flight of stairs leads into it.

Creatures. A score of Itac prisoners (treat as **commoners**) mill about the pit — tusked men dressed in rags with hands and feet bound manacle-like with coarse rope. All are half-starved and insane as a result of the cruel and inhumane operations inflicted upon them by the jagladine in preparation for their klaven transformations. The prisoners know nothing of the complex, nor their fate, and recall nothing of their past. They cannot experience any emotion and possess no desire to leave. Instead, their thoughts remain entirely on the present, consumed by hunger and thirst.

If freed, the prisoners cannot aid the characters, nor would they know how to even if it were within their desire. Still, they can be herded outside to wander the complex and cause distractions or be whipped into a chaotic frenzy. In the event of the latter, the tusked men race around as a single horde, wildly slamming into objects and opponents with complete and utter disregard for safety.

G9. GUARDIANS

A near 10-foot-wide hallway of rough-cut stone continues towards an open archway from which a soft glow seems to seep out.

Creatures. At this point, opposing shallow alcoves bisect the main hallway. A **klaven mindhunter** (see page 642) silently stands guard within each of them. They direct anyone entering the passage to the lift in area G10, but cannot answer questions about the lift or detail their intentions—the near-lobotomized creatures know little of what lies beyond, nor do they possess enough awareness to care. Still, they can be provoked into an altercation, but only by individuals who ignore their commands or confront them.

G10. THE LIFT

The hallway opens into a small cave at the bottom of an enormous shaft, which rises several hundred feet to a light-filled opening high above that illuminates the chamber.

A large winch and wooden platform rest in the center of the cave, directly beneath the opening, and a thick rope runs up the shaft implying the entire apparatus functions as a cargo lift. A great wooden cage sits atop the device with a half-dozen mangled corpses stacked within.

Creatures. Six cruel-looking, bat-like creatures barks orders to a small crew of 10 **klaven foot soldiers** (see page 638), who quickly set to work clearing the lift and tossing the corpses into an oversized wheelbarrow resting nearby. This is **Captain Kai'ropt** with a personal guard of five **onaryx soldiers**.

CAPTAIN KAI'ROPT

XP 11,500

hp 284 (see page 650, **onaryx commander**)

ONARYX SOLDIER

XP 5,900

hp 230 (see page 647)

Development. Anyone trained in Engineering or who succeeds on a DC 20 Technomancy check can figure out the controls for operating the lift apparatus. Once operational, the lift can take the characters to the surface where it directly accesses the arena in Ithos-Crin. Alternatively, they can climb the lift ropes or use magical means to ascend the 200-foot shaft to the surface. The shaft opens into area I3, and ascending it should lead into Part 3 of the adventure.

G11. EXPERIMENT CHAMBER

This asymmetrical cavern appears to be set up as some other sort of laboratory. In the center stands a makeshift island of four steel work cabinets. Surrounding the island, thick granite work tables protrude from the walls, their tops perfectly flat and polished to a glossy sheen. Beneath lie metal cabinets filled with narrow drawers.

Towards the back of the room is a small alcove in which stands a large stone font filled with a viscous teal liquid radiating an unnerving greenish glow.

The drawers hold dozens of scientific and surgical tools arranged by purpose — all in excellent condition.

The viscous goop in the font is liquid nithium. It's far more stable in its liquid state and only toxic when inhaled as a gas (see area G12 for details). Still, the liquid is both sticky and icy cold. Anyone coming into direct contact with it takes 14 (4d6) cold damage (DC 15 Constitution save for half).

Creatures. In this chamber, a curious exchange takes place between a jagladine vivisectionist (as a **jagaldanie genetic surgeon**, see page 635) and a rapidly chattering tiger-sized creature resembling a hideous, bloated flea, a **ghorazagh** (see page 244). They converse in the Jagladine language, and anyone capable of deciphering the conversation quickly determines both creatures serve the Hegemony, though each thinks themselves superior in rank to the other.

G12. PREP ROOM

Wooden cabinets and benches frame the perimeter of this cramped natural cavern. Shelves overflow with tubes and jars holding an assortment of colored salts, metallic dusts, and glimmering powders. Atop one of the tables rests a large stone mortar and pestle, while atop others sit scattered arrays of alchemical glassware. Against the north wall stands a curious and sizable box fashioned from a soft, copper-like metal, its top and sides adorned with several bulbous glass lenses radiating a teal glow.

This prep room processes the elemental gas needed to make nithium ichor, the glowing fluid within the suspension vats crucial to the klaven transformation process. The curious metal box is cold to the touch. Peering through the lenses one can see it is filled with swirling teal gas that condenses along the outer walls to drain into a collection vat before being piped into the metal storage tubes.

Hazard. Nithium gas is toxic, therefore if the box is opened or damaged, the gas leaks into the room, filling the entire chamber in one minute. After two rounds, the gas expands to fill the adjacent hall. These areas remain contaminated for the next 3 hours until the gas dissipates. Creatures that inhale the gas

and fail a DC 25 Constitution saving throw gain the poisoned condition and one level of exhaustion. Poisoned creatures continue to make saves each hour until they succeed gaining an additional level of exhaustion each time they fail. Each hour after the initial release, the DC of the Constitution save decreases by 5.

Creature. The lab's mastermind—**Kraan'rtix the Psi-Surgeon**—lurks within this chamber. A deranged master of both physical and psychological mutations, he obsessively pursues the ability to enforce his will upon all living creatures. He views intruders as an opportunity for experimentation and offers to perform such transformative work to enhance them both physically and mentally. Of course, agreeing to such a procedure transforms them into a klaven.

KRAAN'RTIX THE PSI-SURGEON

XP 20,000

hp 338 (see page 636)

While Kraan'rtix serves the Hegemony, his ambitions lie in experimentation and, if threatened with death, he may barter information for his life. He despises the overbearing onaryx captain Kai'ropt guarding the lift at area G10. If dropped below 50 hit points, Kraan'rtix attempts to break from combat to suggest an alliance by offering to cover up all traces of the characters' incursion and give them information about Ithos-Krin (the fortress above them) in exchange for an opportunity to 'modify' the onaryx captain. He makes good on his promise provided they bring Kai'ropt to him alive and properly restrained and thereafter assumes absolute authority over the genetics lab.



G13. DISTILLING LAB

A collection of metal and wood worktables crowd against the rough cavern walls, seemingly to avoid contact with a sizable flow of sickly glowing, greenish fluid pooling along the north section of the chamber. Near the worktables stands a gleaming metal trough about the size and shape of a sarcophagus. The pooling fluid flows from a bizarre looking chrome machine fitted with long glass tubes containing more of the greenish liquid.

Creatures. The jagladine use this laboratory to distill nithium ichor. Four **jagladine genetic surgeons** (see page 635) intently shuffle around the metal boilers, intently focused on tweaking knobs, flipping pressure values, and making numerous rapid adjustments as the machinery coughs up wisps of the acrid vapors. The trough is used to wash captives before surgery.

PART 3: THE REBELS

The gate from Ithos-Crin leads directly to the Hegemony's stronghold on the dark moon of Morthos. The objective for this act is to get the characters involved with a small group of human prisoners who are attempting to flee Morthos by implementing a long-forbidden and extremely risky psionic ritual that mimics the effects of a gate allowing interplanetary teleportation between two specific spots. As always, how this act plays out remains very much open to the actions of the characters and the response of the GM.

I1. LOADING STABLE

The shaft leading from the genetic lab soon reaches a small concrete bunker in the Hegemony stronghold on Ithos, an ancient fortress where the troops are beginning to muster. Known as Ithos-Krin, the bunker is located in the northeast corner of the fortress. When the lift is raised, the shaft is sealed as if by a heavy wooden portcullis. In all other positions, the shaft opening is unimpeded.

The shaft opens into a sort of loading stable, a plain and windowless chamber built from great concrete coral blocks. An assortment of cruel looking weapons and numerous suits of black klaven armor hang upon rows of bone and metal racks that line the walls. The only exit appears to be a pair of metal-reinforced stable doors.

At this location, the Hegemony inspects and equips newly-transformed klaven before placing them into battalions for training. To the west, a pair of heavy wooden doors open into the adjacent courtyard. A heavy drop bar holds the doors fast, but they remain otherwise unlocked.

Creatures. Four **klaven mindhunters** (see page 642) supported by six **ghorazaghs** (see page 244) stand guard over the doors. They have been instructed not to let anyone enter the loading stable, and do not inspect intruders coming from within. Still, if the guards aren't dealt with in the first round, they immediately sound the alarm to alert the fortress to the presence of intruders.

ITHOS-CRIN

Read or paraphrase the following when the characters emerge from the bunker:

The bunker doors open into an ancient, badly-weathered fortress built of cyclopean bricks of black coral and concrete. The citadel's outer walls rise high against the brooding and dismal sky, while huge towers climb to precarious looking-wooden scaffolds. Manning the walls are alien creatures, including grotesquely-formed jagladines, scores of the bat-like onaryx, and unknown abominations that resemble floating, mutated heads.

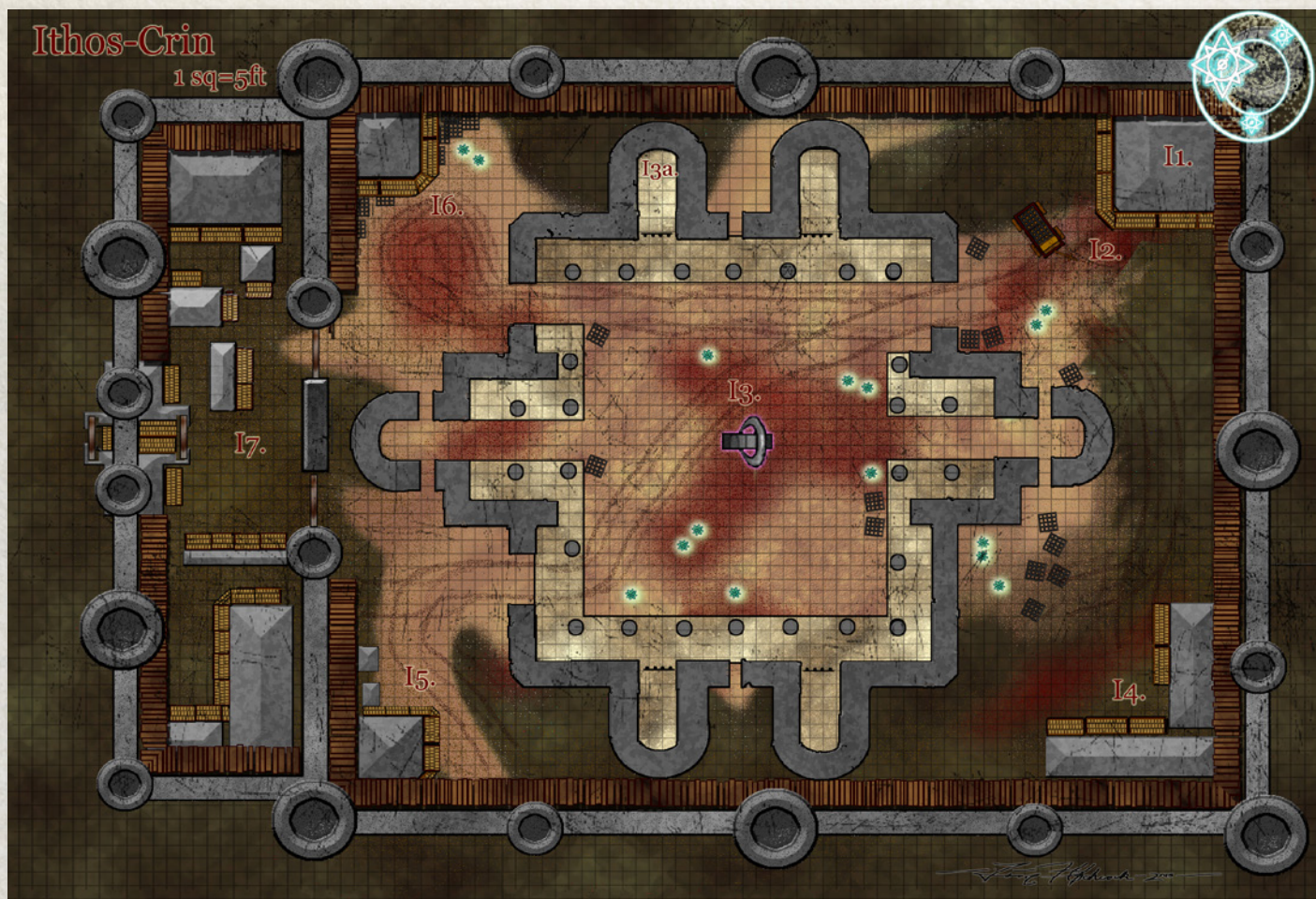
Once a grand fortress built by the ancient ones, Ithos-Crin lay abandoned for many centuries. Its original purpose was to serve as a primary gate to other moons on Qanna. The Patrons built many outward-bound gates on these moons but made only one that can reach the others, with the intent of limiting immigrants and invaders alike. Ithos-Crin was one of the first locations sought by the Hegemony, and it continues to serve them well. The jagladine laboratories under the fortress have churned out armies of klavens, most of their raw materials pilfered from the tusked ones on the other side of the moon, which have proved both plentiful and easy to harvest. The bastion's two greatest prizes are the entrance to the Endless Tunnel and the Inner Gate.

Even if the characters' arrival initially catches the Hegemony by surprise, their soldiers quickly recover and move to attack. The klavens are trained to kill first and ask questions later; however, as soon as their higher-ranking and more intelligent allies observe their crude attempts to butcher the characters, they begin howling for them to take the specimens alive. This should happen a few rounds after the initial attack, though not all the klaven listen, especially if the characters have slain any of their comrades outright. It takes about 1d4 rounds for the onaryx and others to slow the offense of their frenzied warriors, and another 1d4 rounds before their tactics change from slaughtering their enemies to capturing them. Captured prisoners are stripped of their gear and taken to the holding cells in area

I2. THE WAGON CAGES

Pushed to the side of the path rests an old wooden wagon loaded with a pair of oversized rusted iron cages. The first cage restrains a pair of seasoned tusked men warriors. The second holds two purple-skinned humans of an unknown race – one an older man with a braided gray beard, the other a young woman. All the prisoners are covered in filth, dressed only in tattered leather rags, and have their hands bound at the wrists with thick, cord.

Creatures. As soon as the caged prisoners spot the characters they motion frantically for them to approach, but without so much as making a sound. A DC 15 Wisdom (Insight) infers that they want the characters to be quiet and cautious, but quickly hide beneath the cart. If the characters near them, the prisoners whisper for them to hide beneath the cart. Next, they plead



for them to free them, promising their aid and their lives for escape. They immediately point out the locations of guards on the walls and warn the characters to stay hidden. All four prisoners are aware of the gruesome fate awaiting them at the hands of the jagladine reconstructionist. The tusked men are simple warriors – **Bruun** and **Kroth** – however the other two, **Dras Eos** and **Sharmi Emri** hail from the moon called Kithos, where their people are currently at war with the invading hordes. The older man claims to be a conjurer versed in the art of conjuration – especially teleportation – and supports his claim by truthfully telling the characters that his captors tossed his spellbook into a sack with a number of other mundane possessions now lying on the floor beneath the driver’s bench.

DRAS EOS

Medium humanoid (Alusidain human), neutral good

Armor Class 8 (15 with *mage armor*)

Hit Points 58 (9d8 + 18)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-3)	8 (-2)	12 (+1)	19 (+3)	15 (+2)	14 (+2)

Saving Throws Int +6, Wis +4

Skills Arcana +6, History +6

Senses passive Perception 11

Languages Common, Alusidain, Belligren, Ultari

Challenge 8 (3,900 XP)

Spellcasting. Dras Eos is a 9th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). Dras Eos has the following wizard spells prepared:

Cantrips (at will): *acid splash*, *mage hand*, *poison spray*, *prestidigitation*

1st level (4 slots): *mage armor*, *magic missile*, *unseen servant*

2nd level (3 slots): *misty step*, *tiny hut*, *web*

3rd level (3 slots): *fireball*, *stinking cloud*

4th level (3 slots): *black tentacles*, *stoneskin*

5th level (2 slots): *cloudkill*, *conjure elemental*

† Dras Eos typically prepares these spells, though currently he lacks his spell book and is out of spells.

ACTIONS

Unarmed Strike. *Melee or Ranged Weapon Attack:* +1 to hit, reach 5ft. or range 20/60 ft., one target. *Hit:* 1 (1d2 - 2) bludgeoning damage*

Dagger. *Melee or Ranged Weapon Attack:* +1 to hit, reach 5ft. or range 20/60 ft., one target. *Hit:* 1 (1d4 - 2) piercing damage

Dimensional Steps. As a bonus action, Dras Eos teleports up to 270 feet to an unoccupied space that he can see.

Shift (Recharges 5-6). As a bonus action, Dras Eos teleports up to 20 feet to an unoccupied space that he can see. If he instead chooses a space within range that is occupied by a willing creature, they both teleport, swapping places.

* Dras Eos only uses unarmed strike until he finds a dagger.

SHARMA EMIRI

Medium humanoid (Alusidain human), chaotic good

Armor Class 16 (studded leather)

Hit Points 77 (14d8 + 14)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	18 (+4)	12 (+1)	13 (+2)	10 (+0)	8 (-2)

Saving Throws Dex +7, Int +3

Skills Acrobatics +7, Perception +3, Sleight of Hand +7, Stealth +7

Senses passive Perception 13

Languages Common, Thieves' Cant

Challenge 6 (2,300 XP)

Cunning Action. On each of her turns, Sharma can use a bonus action to take the Dash, Disengage, or Hide action.

Evasion. If Sharma is subjected to an effect that allows her to make a Dexterity saving throw to take only half damage, she instead takes no damage if she succeeds on the saving throw, and only half damage if she fails.

Sneak Attack (1/Turn). Sharma deals an extra 14 (4d6) damage when she hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of that isn't incapacitated and Sharma doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. Sharma makes three attacks with her rapier.

Rapier. *Melee Weapon Attack:* +7 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage.

Light Crossbow. *Ranged Weapon Attack:* +7 to hit, range 80/320 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage.

REACTIONS

Uncanny Dodge. Sharma halves the damage that she takes from an attack that hits her. She must be able to see the attacker.

BRUUN AND KROTH

Medium humanoid (Itac human), chaotic neutral

Armor Class 15 (bluesteel chainshirt)

Hit Points 117 (18d8 + 36)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	14 (+2)	14 (+2)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Str +4, Dex +5, Con +5

Skills Athletics +4, Perception +3, Survival +6

Senses passive Perception 13

Languages Common

Challenge 6 (2,300 XP)

Deadeye. As a bonus action, the Itac ranger can add 1d10 to its next attack or damage roll with a ranged weapon.

Evasion. If the Itac ranger is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the Itac ranger instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

ACTIONS

Multiattack. The Itac ranger makes two attacks with its longbow.

Warhammer. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d8 + 1) piercing damage.

Longbow. *Ranged Weapon Attack:* +5 to hit, range 50/600 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

Splintering Shot (1/Day). An invention of the twin rangers, these barbed arrows are designed to explode on impact sending hardwood splinters in all directions. Each creature in a 20-foot-radius sphere centered on a point within 600 feet of the ranger must make a DC 15 Dexterity saving throw. A target takes 36 (8d8) piercing damage on a failed save and a -2 penalty to attack rolls for 1 minute, or half damage and the target takes a -1 penalty to attack rolls on a successful save.

If located, the spellbook contains all the spells Dras Eos currently has listed as well as two extra for each level from 1st to 4th and 1 more for 5th of the GM's choice.

Developments. While the tusked men know little of the Hegemony's plot, the purple-skinned humanoids possess some insight concerning the rising threat of evil. If the characters free them and press them for the tale of their capture, they reveal that they are of a race people known as Alusidains that hail from the moon of Tathos. The young woman introduces herself as Sharma Emiri, the third daughter of Otreius—Grand Caltath of the City of Emirist-Tar—and her companion as Dras Eos.

Sharma describes her culture as one of justice, humanity, and intelligence and explains that her people occupy a fortified city known as Emirist-Tar that rests high atop the mountains. Isolation and power have permitted their people to live in relative peace for several hundred years. Intermittently, they've had to defend their domed city against their neighbors, a race of savage saurians occupying the fetid swamplands near the base of the mountains. However, an unknown race of hideous

aliens recently has infiltrated the ranks of the saurian hordes and, by means unknown, they have organized them into a massive horde that has set its sights set on leveling Emirist-Tar.

Using delicate machinery, Dras tracked psychic communications from the enemy encampments to Morthos. Then, using a long-lost mathematical ritual that mimics the effects of interplanetary teleport, he, and Sharma made the jump to Morthos. Arriving on the dark moon, they discovered the gathering Hegemony forces. Scrounging for information, they learned that a powerful ultar named Shokar-Mak declared himself the Mind Tyrant of Qanna and seeks to unveil an ancient and powerful gate long believed destroyed. He feels certain that the gate lies somewhere on Qanna and is determined to tear apart every inch of it until he finds it. If this is true, his genetically-altered fanatics shall burn Emirist-Tar to cinders.

If the characters succeed in forming an alliance with the Alusidain, they reveal their escape plan and speak of the interplanetary teleportation ritual they intend to activate. Sharma seeks to warn her people of the coming plight and promises the characters that if they help her return to Emirist-Tar her father, the Grand Caltath, will surely bestow upon them many honors and rewards to help them fight against the Hegemony.

If the characters ally with the prisoners and gain their trust, grant them 8,400 XP. Dras and Sharma can later be encountered in the holding cells in area I4 or fleeing the fortress by a similar route as the characters.

13. THE INNER COURTYARD

Towering walls of cracked black coral and concrete engulf a broad courtyard of hard-packed earth. Several large iron cages lie strewn about the yard, some bent and battered. In other areas, spikey growths of a greenish crystal protrude, and everywhere the dark telltale signs of violence soak the floor and spatter the lower walls. Along the perimeter rows of weathered fluted columns and crumbling arches support clay-shingled rooftops that cover the worn marble walkway.

As the path winds along the wall, it passes several alcoves and exits presumably leading to other areas of the fortress. The larger arches to the north and south are all sealed with thick iron gates barred fast with sturdy wooden drop bars. A sea of klavens take turns patrolling the grounds—the majority of which are formed from the mutated bodies of tusked men.

In the center of the courtyard stands a flight of stairs running through an upright circle of stone, its face carved with the runes of a gate.



Creatures. A DC 28 Wisdom (Perception) check counts 65 Itac klaven mindhunters (see page 642) along with a small number of strange bat-looking creatures - 12 **crin commanders** and 20 **veteran onaryx warriors**. These strange beings pace before the guards inspecting them and issuing commands. The horde of soldiers is intended to serve as a deterrent to keep the characters moving towards the Gate. If the characters want to fight the horde allow them the option, but it should be readily apparent to the characters that their foes greatly outnumber them.

In addition, locked in the gated alcove marked I3a lurks a vicious and violent alien beast known as a **thrasfyr**. Once alerted to the presence of intruders, it takes the klavens three rounds to crank open the iron portcullis and unleash their violent guardian. As soon as the klavens open the gate, a huge and malevolent beast leaps forth. Rearing up on its six legs the howling muscled mountain of red scales lashes its long fangs and wickedly curved horns. In its wake, long lengths of chain still shackled about its neck scrape along the ground beating up thick clouds of dust. It rushes straight for the characters, intent on ripping them to shreds.

CRIN COMMANDER

XP 11,500

hp 284 (see page 650, **onaryx commander**)

ONARYX SHOCKWARDEN

XP 10,000

hp 252 (see page 648)

THRASFYR

Huge fey, chaotic evil

Armor Class 12 (natural armor)

Hit Points 299 (26d12+130)

Speed 50 ft., climb 50 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
24 (+7)	10 (+0)	20 (+5)	5 (-3)	13 (+1)	7 (-2)

Skills Perception +7

Damage Resistances lightening; bludgeoning, piercing, and slashing from nonmagical attacks not made with cold iron weapons

Damage Immunities fire, thunder

Damage Vulnerabilities cold

Senses truesight 30 ft., darkvision 120 ft., passive Perception 17

Languages Deep Speech, Sylvan

Challenge 17 (18,000 XP)

Charge. If the thrasfyr moves at least 10 feet straight toward a target and then hits it with a gore attack on the same turn, the target takes an extra 18 (4d8) piercing damage. If the target is a

creature, it must succeed on a DC 19 Strength saving throw or be pushed up to 10 feet away and knocked prone.

Keen Smell. The thrasfyr has advantage on Wisdom (Perception) checks that rely on smell.

Master's Bond. A thrasfyr can form a bond with a willing creature by touching that creature. This allows the thrasfyr to communicate telepathically with the bonded creature with no range restriction (provided the thrasfyr and its master are on the same plane). Both thrasfyr and master can sense the other's general physical and mental condition - distance away, hit point total, emotional state and so on. A thrasfyr can maintain a bond with only one master at a time.

Regeneration. The thrasfyr regains 15 hit points at the start of its turn. If the thrasfyr takes acid or cold damage, this trait doesn't function at the start of the thrasfyr's next turn. The thrasfyr dies only if it starts its turn with 0 hit points and doesn't regenerate.

ACTIONS

Multiattack. The thrasfyr makes six attacks: one with its bite and four with its claws.

Bite. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 11 (1d8 + 7) piercing damage.

Claws. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 14 (2d6 + 7) slashing damage.

Gore. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 25 (4d8 + 7) piercing damage.

Entangling Chains (1/Day). A thrasfyr can control the six chains that hang from its body as if they were its own limbs. It can cause these chains to snake outward to a radius of 30 feet. All creatures in this area take 30 (10d6) points of slashing damage and become restrained — a DC 20 Dexterity saving throw halves the damage and negates the restrained condition. The Escape DC is 20. The chains can also be destroyed (damage threshold 10, hp 20). The thrasfyr creates these chains from its own body — destroyed chains regrow in 24 hours.

Fire Breath (Recharge 5–6). The thrasfyr exhales fire in a 80-foot cone. Each creature in that area must make a DC 19 Dexterity saving throw, taking 80 (20d8) fire damage on a failed save, or half as much damage on a successful one.

Teleport (1/Day). The thrasfyr magically teleports itself to its master's side, along with any equipment it is wearing or carrying. There is no range limit though the target location must be on the same plane.

REACTIONS

Pinned. As a reaction when more than 2 enemies are within 30 feet of the thrasfyr, it may use its entangling chains.

Developments. The onaryx are content to watch the thrasfyr kill the intruders, taking great sport in the event. However, as soon as the characters drop the beast, their mood changes. At this point, the characters are likely over their heads, which

should be apparent by the sheer number of opponents. As noted before, the commanding officers realize the characters possess great power and as such view them as assets. Shortly after the onslaught, they demand the characters surrender and order their troops to take them alive to face the merciless judgment of Shokar-Mak. If captured, all prisoners are immediately taken to the holding cells in area I4. Hegemony officers strip the prisoners of armor, weapons, and possessions before binding and brutally beating them.

If at the time of their surrender the characters haven't yet allied with the prisoners in area I2, allow them to encounter Sharma and Dras Eos as fellow prisoners in the holding cells. They explain their positions as enemies of the Hegemony and, if assured that the party feels likewise with a DC 25 Charisma (Persuasion) check, they reveal their plan to escape. If there is no suggested alternative, Dras Eos offers to *shift* out of the pit to find the keys.

I4. THE CELLS

In the southeast corner stand a pair of long stone buildings set together at a right angle. At one time, the Patrons who lived here erected the structures as mausoleums, however, the Hegemony forces have converted them for use as prison cells. The heavy stone doors are locked within at all times. The cell keepers only open the doors upon hearing four strong knocks, followed by two quick knocks, the code for admittance.

The unlit interiors are nearly pitch black and gutted of all furniture and ornamentation. The barrows and catacombs lie open and excavated some 20 feet below the main floor. Metal grates seal the tops of the excavation to prevent escape and prisoners are simply tossed into the pits through a small hatch. Those injured or killed by the fall typically become food and resources for other prisoners. A single earthen channel runs the length of the room at floor level, allowing a guard to walk up and down the length of the room and peer down into the exposed pits below where prisoners scurry about like rats, warring and fighting with each other for resources not provided by their sadistically callous jailors. Most who come here go mad and resort to cannibalism or worse.

Creatures. The six obscene keepers of these nightmarish holding cells are aberrations known as **ghorazagh** (see page 244). Native to the surrounding lands, they have long been loyal to the Hegemony. The goreweavers regularly drain the blood of captives held here, keeping them weak and manageable until they are passed over to the jagladine surgeons for transformation. While they are quick to communicate with their own kind, they only speak Deep Speech and therefore have little way of communicating with the klavens. Regardless, they despise them as a lower and mutant species and as a result, like to handle any conflicts themselves.

Developments. If the characters are taken hostage and tossed into the pits, they face the maddened wrath of other **broken prisoners** (use the stats for Bruun (see area I2) but each has disadvantage on attack rolls). Currently, eight prisoners lurk

within the pits and they have armed themselves with weapons, shields, and crude armor harvested from the flesh and bone of other less fortunate prisoners. Though fierce and insane, they are likely little match for the characters.

The ghorazagh assume the prisoners will fight and take little interest what their victims do and deem their actions of little worth or threat.

I5. FORGE

A small stream of black smoke leaks from a square building in the inner courtyard's southwest corner. Adjacent to the building stand pair of small sheds. The sheds are locked (DC 15 Dexterity check with thieves' tools to unlock). One contains 20 suits of poorly made chainmail, the other contains 15 longswords, 20 short swords, and 17 longspears.

If anyone enters the larger building read or paraphrase the following:

Dripping wet hides hang across the windows of this dimly lit chamber and the air smells of iron and soot. Along one side of the room, a great smoldering fire burns in a hearth carved from black stone. It's coals coaxed to a bright orange by pull bellows fill the room with its sole source of light.

Near the edge of the hearth sits a large anvil and a wooden rack from which hang dozens of long metal tongs and an assortment of hammers. In another corner, several half-full wooden buckets surround a shallow well. Battered workbenches occupy the remainder of the room.

This forge produces cheap weapons for newly created klavens. A DC 15 Wisdom (Perception) check notices a key ring hanging from the rack of tools. It contains keys to the sheds outside as well as the Cage Vault (I6).

Creatures. The forge is currently operated by a seasoned klaven known as the Hammerknocker (use the stats for the **klaven mindhunter** (see area page 642), but give Hammerknocker maximum hit points). He accosts any outsiders and, if he suspects they aren't loyal to the Hegemony, he ferociously attacks, crying loudly for back up.

I6. THE CAGE HOUSE

Stacks of battered heavy wrought iron cages sit in haphazard piles about this squat stone building, their black frames are spotted with rust and blood. The building is unlocked. Inside the shelter, stacks of cage panels lean propped along the room's perimeter.

Creatures. Six **klaven savages** (see page 640) busy themselves with long metal bars, trying to bend the cages back into shape, while three **klaven mindhunters** (see page 642, but wielding simple iron bars dealing 8 (1d6 + 5) bludgeoning damage rather than their usual weapons) work to assemble cage sides, two balancing the plates at right angles while a third clamps the panels together with large iron rings.

17. OUTER COURTYARD

The western wall of the inner courtyard is blocked by two sets of massive iron and wood palisade doors. Most of the time the doors are kept closed and, though not locked, they require a combined strength of 40 to move (or a nearly impossible single DC 40 Strength check). The doors can be barred shut in times of emergency, and this task requires a handful of warriors and about 10 minutes to successfully put everything into place. If at any time the gates are breached, warnings cries from the numerous guards posted atop the walls immediately alert the fortress's lord and his numerous underlings.

Creatures. The outer courtyard has several stone structures, all of which are claimed by 20 or so officers charged with operating the fortress under the direct command of the ultari warlord **Xeron Dor** whose chambers rest in the upper west corner of the yard. The only other point of interest here is the outer gate and its fortified house, which consists of two more iron and wood portcullises. At all times, a patrol of a dozen **klaven mindhunters** (see page 642) and at least **onaryx commanders** (see page 650) and 14 **onaryx soldiers** (see page 647) operate the house (see area 13).

LORD COMMANDER XERON DOR

XP 15,000

hp 228 (see page 656, **ultar commander**)

LEAVING MORTHOS

Part Three ends when the characters attempt to exit Ithos-Crin. If Sharma convinces the characters to ally with her, at least until they get to Emirist-Tar, the seer Dras Eos possesses the means to activate a nearby interplanetary teleportation circle and escape, teaching the characters the ritual necessary in the process. At this point, the GM should proceed to **Act 4**.

If the characters fail to ally with the prisoners or similarly break with Sharma and refuse to travel to Tathos, they will find that Ithos has nothing else for them. Ultimately, the characters should eventually come to the conclusion that they need to get to Emirist-Tar. At this point, how the characters proceed is entirely at their discretion, however, it is recommended that the GM allow them to access a lost chamber or similar location where they can discover the means to activate an interplanetary teleportation circle.

THE JUMP TO TATHOS

This encounter assumes the characters use Dras' ritual to get to Tathos. If they attempt this journey by some other means, increase the atoth's hit dice by 10. Once the characters begin the journey read or paraphrase the following:

A gray haze rushes through your mind, and you feel tiny strands of burning thread whipping through your brain. Yet the pain soon becomes something else— a feeling a stimulus, nothing more. Faces erupt and shift in the shadows of the gray, hundreds of faces some familiar but unidentifiable, others alien and strange.

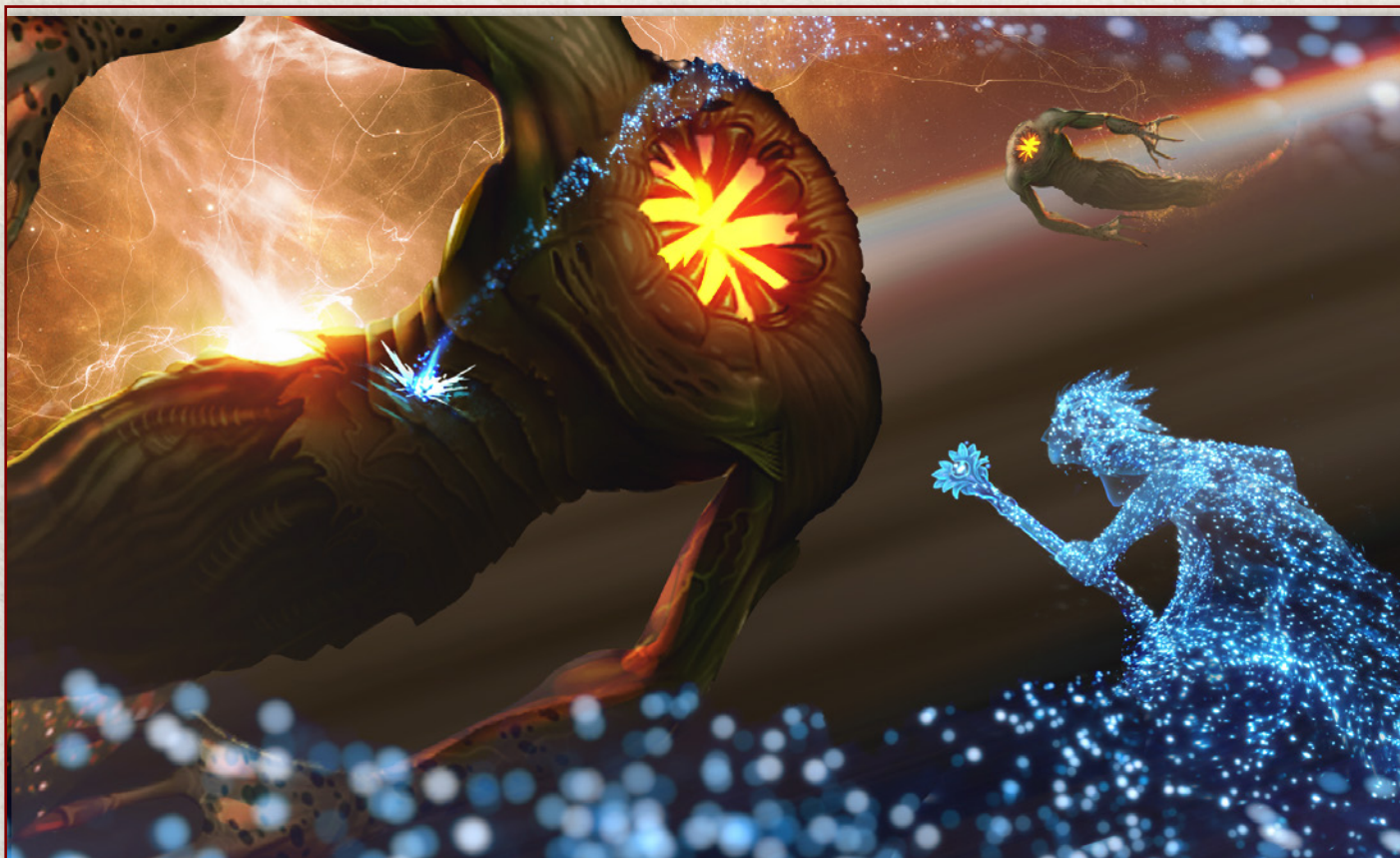
You feel as though you are falling and then suddenly upheld as hundreds of splinters of light erupt from beneath your flesh. Then time shatters, and peace falls and thus you emerge from yourself. All goes black, cold, silent. Then slowly, tiny bursts of primordial light pierce the void. Thereafter you seem to transcend outward, until you emerge from the stars as an intangible form somewhere beyond space.

The characters journey is not instantaneous, however. It is interrupted as a form swoops out of the darkness. It manifests into a gruesome translucent thing— nearly human, but hideously bloated and headless. Behind its body trail long, wispy entrails that most resemble the stingers of a jellyfish.

Creature. The creature is an **atoth** (see page 660), an incorporeal undead formed from the decapitated and horrifically deformed remains of those unfortunate individuals whose tortured flesh died after acquiring a ceroptor host.

PCs that defeat the atoth and successfully make it to Emirist-Tar gain the **Boon of Dimensional Travel**.





PART 4: THE SIEGE OF EMIRIST-TAR

The adventurers arrive in the ruins of an ancient city occupied by the karn-tor, the saurians plotting to march on the city of Emirist-Tar. The characters convince the vakara people to stave off the armies of the Hegemony to give them time to travel to the city and organize a counterattack. This gives the characters access to weapons they can use against the ceroptors. Once they help drive back the karn-tor, the Alusidains tell them of the Seers of Otos and plead for the characters to seek their aid.

S1. IMROS AMOK

Your temples throb as your blurry eyes slowly regain focus, pummeled by the glaring sun as it burns its way through the sticky air. Those who accompanied you seem equally disoriented, awakening as if torn from a distant nightmare. Looking about, you find yourself sprawled near the middle of huge, flat rock unnaturally cut into a circle.

Patterns of deeply grave symbols score its weathered face, highlighted by sprouts of moss. Beyond the stone, a vast watery swamp stretches in all directions, the surface of its glittering black waters perforated with bent gray trunks of trees and crests of boulders all draped beneath shaggy swaths of moss-green carpet.

The characters land at the gate of Imros Amok, an ancient sacrificial site deep in the ruins of the once great city of Imros-Tar, where renegade cultists broke from the tradition of

Emirist-Tar and eventually became outlawed when their power-mad quests delved into cannibalism, mutilation, and madness.

Moments after arrival, the adventurers are hailed with the incessant buzzing of dense clouds of flying insects. A DC 25 Intelligence or Wisdom (Survival) check infers the jutting stones form a sort of pattern that resembles a cobbled road or causeway, though much of it is long since sunken into the mire and hidden from view by black silt. The adventurers can attempt to navigate the road to safely pass through the swamp without sinking in the mire. Once the road is identified, determining its route becomes a relatively simple matter.

The swamp waters surrounding the stone vary between 1 to 4 feet atop a deep bed of silt and mud that behaves exactly like quicksand (see pg. 110 of the *Official 5th Edition Guide for Game Masters*), readily swallowing any creatures attempting to wade through the mire.

Two **purple worms** lurk in the swamp, rushing to turn intruders into their mucky domain into morsels of delectable flesh.

PURPLE WORMS (2)

XP 13,000

hp 247 (see SRD)

S2. THE SUNKEN ROAD

The ancient sunken road continues northeast for just under 100 miles. For the first half of the journey, the scenery consists of wild jungle swamplands inhabited with monstrous prehistoric beasts. Throughout, small biting insects swarm living beings, day and night. The insects prove to be more of an annoyance than harmful, however each hour individuals subjected to the insect bites must make a successful DC 23 Constitution save to avoid catching a disease their Alusidain allies can identify as arosia, which loosely translates to something like “bleeding brain” (see sidebar). The insects can be easily driven off by smoke, such as is produced by a lit torch.

NIGHT IN THE TATHOSIAN SWAMPS

Because Tathos rotates in the same direction it revolves, night falls quickly upon the moon and only a brief sunset gives the faintest warning of the transition. In all, the change takes less than 10 minutes. Qanna absorbs far more light than it reflects. Thus, when facing away from the sun, the lands become enveloped in total darkness.

Against the blackness, distant stars appear fiercely bright and one may easily distinguish between their size and color.

All Alusidains are taught to navigate by these stars and despite the darkness, few have problems finding their way at night. Every so often, a bolt of the crackling fire suddenly sparks in the heavens. When this occurs, the methane green light reflects off the dark waters, creating a strange and eerie twilight. These flickering bursts of emerald twilight last 1d6 minutes before all goes black again.

S3. UP FROM THE MIRE

After about fifty miles, the dark waters begin to clear and more signs of great and ancient ruins rise from about the swamp. At first, only an occasional lone and empty tower breaks from the mire. Swamp vines and other plants weave through the cracks, and the hollows of their empty windows seem to leer almost skull-like across the waters.

Creatures. At least once per night, the smell of humanoid prey attracts the interest of the ravenous **grootslangs** that inhabit the mire. These titanic predators have copper-scaled elephantine bodies and legs, a massive thrashing tail, and a great wormlike head with a ring of fangs in its gaping maw. Grootslangs are often solitary but also can hunt in packs of 1d4 creatures at a time.



ALTERNATE ROUTES

Some players may avoid the path and attempt to cut travel time by magical means such as *fly*, *teleport* or similar spells. While the adventure assumes the characters walk to Emirist-Tar, it remains important not to deny those players seeking alternate modes of travel. Instead, discourage them using the following means:

Flying: Flying low is difficult due to the thick and heavy growth covering most of the swamplands. Once a flyer rises high enough to clear the trees and other obstacles that make flying difficult at lower heights, the road becomes nearly impossible to track, worse makes them easy to spot. Every 1d20 + 5 minutes, flying creatures attract the attention of primeval dragon-like beasts that hunt these swampy jungles. If Dras, Sharma, or any other Alusidain travels with the characters, they tell them of the kongamato, which their people have learned to raise and partially domesticate as flying beasts. They are quick to point out that they have no control over wild **kongamato** (see page 688, an encounter with wild kongamato is with a flight of 2d4 individuals), however, and warn the creatures are ravenous and ruthless hunters.

Dimensional Travel: characters may attempt to use teleportation or other movement related conjuration spells in order to expedite their journeys. As noted before, while these spells function normally, they tend to attract the ghastly atoths the more they are used. If Dras Eos or any of the others are offered the opportunity to travel via teleportation, they refuse, despite facing an arduous journey, citing that they aren't willing to risk an encounter with a sovereign atoth if they can avoid it. Since they just used teleportation magic to get here, they strongly warn the players against such risks. If they ignore warnings and risk traveling with teleportation magic, true to the void-mage's words, they encounter a sovereign atoth. Use an **atoth** (see page 660) with maximum hit points if the players encounter a sovereign version.



GROOTSLANG

Gargantuan monstrosity, chaotic evil

Armor Class 20 (natural armor)

Hit Points 368 (21d20 + 284)

Speed 40 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	9 (-1)	24 (+7)	9 (-1)	11 (+0)	6 (-2)

Saving Throws Str +12, Con +12

Skills Athletics +13, Perception +5

Damage Resistances bludgeoning, piercing and slashing from nonmagical attacks

Senses darkvision 120 ft., passive Perception 15

Language Aquan, Common, Draconic

Challenge 16 (15,000 XP)

Amphibious. The grootslang can breathe air and water.

Aquatic Elusion. Once per turn, if the grootslang is fully immersed in water it can use 10 feet of its movement to move to another body of water that is no more than 1 mile away and can support the grootslang's mass.

Keen Smell. The grootslang has advantage on Wisdom (Perception) checks that rely on smell.

Trampling Charge. If the grootslang moves at least 20 feet straight toward a creature and then hits it with a bite attack on the same turn, that target must succeed on a DC 20 Strength saving throw or be knocked prone. If the target is prone, the grootslang can make one tail slap attack against each prone target (including the same target if only one creature is prone) as part of its bonus action.

ACTIONS

Multiattack. The grootslang uses thunderous crush (if available) then makes three attacks: one with its bite and two tail slaps.

Impaling Bite. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 25 (4d8 + 7) piercing damage and if the target is a Huge or smaller, it is grappled (Escape DC 20). The target automatically takes 71 points of piercing damage each round so long as it remains grappled. The grootslang can only grapple one target at a time and loses its impaling bite attack when doing so.



Tail Slap. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one creature. *Hit:* 19 (3d6 + 9) piercing damage, and the target must make a DC 19 Constitution saving throw, taking 42 (12d6) poison damage on a failed save, or half as much damage on a successful one.

Thunderous Crush (Recharge 3-6). The grootslang rears up on its serpentine body to bring its massive bulk down with awesome force. The grootslang makes Strength (Athletics) checks to Shove two adjacent targets. If the check succeeds, the target takes 29 (4d10 + 7) bludgeoning damage and is knocked grappled and knocked prone, unable to stand unless it first escapes the grapple. On a failed check, a creature takes 18 (2d10 + 7) bludgeoning damage and is pushed 10 feet away.

REACTIONS

Slap. The grootslang can use a tail slap attack against a creature that moves more than five feet within 15 feet of the grootslang.

S4. LANDS OF THE SAURIANS

Scores of precarious minarets rise from the black mire, their battered and eroded spires spilling their stonework into the surrounding swamps. Eventually, the waters become little more than shallow trickles and the foliage grows dense with ferns and reedy marsh grasses. Interlocking tangles of tree roots lock together, creating their own small islands.

The grounds here are safe enough to walk, though the terrain is less than optimal and travel remains difficult and slow.

S5. THE GATHERING HORDE

From somewhere far away, incessant ripples of drumming rise, softly pulsing forth a cold and hollow warning. Slowly, the toxic rhythms swell into a tragic seduction.

Ahead, a number of grotesque forms protrude from the muck. The huge fetishes resemble ghoulish trees fashioned from human bones held fast with dried gut and tower above the landscape.

The fetishes bear the remains of both humanoids and other animals, the latter of which appear to have been scavenged. A DC 25 Intelligence or Intelligence (Religion) check infers that their symbolism and positioning suggests a sort of mass uprising and a call to war based on a belief in the dominance of the species that created the ghastly fetishes. The fetishes not only mark territory but designate the path the horde is gathering on, which the saurians philosophically identify as sort of path to liberation.

Creatures. A small tribe of 32 **karn-tor** (see page 685) travel through this section of ruins, following the path of fetishes on their way to join the ranks of the massing horde. If they spot the characters they immediately rise to action, eager to slay them and take their corpses as offering to their masters.

AROSIA

Arosia is an extremely deadly blood-born pathogen readily spread by small biting insects, requiring a DC 18 Constitution saving throw every 8 hours to avoid gaining one level of exhaustion. Once a creature has failed a saving throw, the arosia begins to infect their brain and nervous system, leading to fevers, delirium, and eventual death. While the disease persists, they have disadvantage on all Intelligence, Wisdom, and Charisma checks and saving throws. After completing a long rest, a character can attempt a DC 23 Constitution save to recover, but they must succeed on two such saves in a row to end the disease (though they can contract it again). This does not remove their exhaustion. Karn-tor and creatures immune to disease or with natural armor AC of 17 or higher are immune to arosia. A common Alusidainian theory cites the widespread transfer arosia as a major cause in the downfall of cities such as Imros-Tar as well as a major contributor to the impetus for the mass migration to the mountainous highlands.

S6. THE VAST MIRE

About 25 miles past the ruins, the road comes to a point where several smaller swamps merge. The waters collect in this low spot to form a sort of semi-stagnant lake that covers the road, as well as some 65,000 square feet of marshland. When the adventurers reach this point, read or paraphrase the following text.

The marsh grasses and knotted trees begin thin, breaking slowly into a broad stagnant lake that blocks further passage. The road continues straight disappearing into the foul, acrid stench of the murk. The tiny flying insects pelt the still surface, causing it to ripple like drizzle upon the ocean. On the far side of the swamp-lake, several hundred yards ahead, a solitary pillar crookedly pierces through the surface. Just beyond, a cobblestone arch hints that the road continues on.

Creatures. The water quickly drops to a depth of 4-feet around the perimeter and reaches depths between 6 to 10 feet closer to the center. While the swamp lake is difficult to cross on foot, its true danger lies in its openness. Few can cross the expanse without being spotted by the pair of **grootslangs** (see page 353) that hunt its waters.

Developments. Around the opposite edge of the lake, gathers a hunting patrol of 20 **karn-tor** warriors (see page 685). These creatures belong to one of several recently united tribes, preparing to march on Emirist-Tar under the command of the ceroptors. They have constructed several small, well-camouflaged mud huts thatched with swamp reeds. Should the watchers spot anything attempting to traverse the lake, they immediately signal as much to their remaining allies. The karn-tor warriors assume any humans to be vakara and attack.

Their tribe operates under the command of a warlord known as **Krakrakra** and his newest advisor, a hideous alien thing that lives in the body that once belonged to the tribe's mightiest warrior. The creature is a ceroptor whom Krakrakra calls **Ixalizi**. Little does the tribe suspect, Ixalizi has completely dominated their chieftain, just as other ceroptors have dominated the chieftains of other karn-tor tribes for the purpose of uniting them into a singular horde with which they plan to utilize to conquer all of Tathos.

KRAKRAKRA

Large humanoid (karn-tor), neutral evil

Armor Class 18 (battle harness)

Hit Points 213 (25d10 + 75)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	16 (+3)	11 (+0)	12 (+1)	8 (-1)

Saving Throws Dex +6, Con +7

Skills Athletics +9, Intimidation +3, Perception +5, Stealth +6, Survival +8

Senses darkvision 60 ft., passive Perception 16

Languages Common, Karn-Tor

Challenge 12 (8,400 XP)

Natural Leaper. Krakrakra ignores difficult terrain when it moves. If he moves more than 10 feet in a round before it attacks, it deals an additional 14 (4d6) damage with its melee attacks. In addition, it can jump through the space of allies without interfering with its movement, or even through the space of an enemy as long as it succeeds on a contested Strength (Athletics) check to move through its space. Success means that it moves without being impeded, and failure means that it cannot move past the enemy. All opportunity attacks against him are made with disadvantage.

Powerful Blows. Krakrakra adds +5 to damage rolls on all melee weapon attacks (included).

Savage Death Throes. Krakrakra enters a rage when its hit point total reaches 0. It has advantage on all attacks, and can make an additional bite attack per round. While in this state, he dies either in three rounds, or after it has been damaged an additional three times after reaching 0 hit points.

ACTIONS

Multiattack. Krakrakra makes three greataxe attacks or two melee attacks, each one with a different weapon.

Bite. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 17 (2d6 +10) piercing damage.

Claw. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 17 (2d6 +10) slashing damage.

Greataxe. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 20 (3d6 +10) slashing damage if this weapon scores a critical hit it does 64 slashing damage.

Javelin. *Ranged Weapon Attack:* +9 to hit, range 30/120 ft., one target. *Hit:* 12 (2d6 +5) piercing damage.

IXALIZT

Medium aberration, chaotic evil

Armor Class 16 (studded leather)

Hit Points 156 (24d8 + 48)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	18 (+4)	14 (+2)	19 (+4)	15 (+2)	13 (+1)

Saving Throws Dex +8, Int +8 (see Powerful Mind)

Skills Acrobatics +8, Deception +9, Intimidation +9, Perception +10, Persuasion +9, Stealth +8

Senses darkvision 60 ft., passive Perception 20

Languages Ashtuul, Belligren, Common

Challenge 12 (8,400 XP)

Cunning Action. On each of his turns, Ixalitzt can use a bonus action to take the Dash, Disengage, or Hide action.

Evasion. If Ixalitzt is subject to an effect that allows him to make a Dexterity saving throw to only take half damage, he instead takes no damage if he succeeds on the saving throw, and only half damage if he fails.

Powerful Mind. If Ixalitzt needs to make a Wisdom or Charisma saving throw, it can instead make an Intelligence saving throw.

Sneak Attack. Once per turn, Ixalitzt deals an extra 21 (6d6) damage when he hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally that isn't incapacitated and Ixalitzt doesn't have disadvantage on the roll.

Innate Spellcasting (Psionic). Ixalitzt's innate spellcasting ability is Intelligence (spell save DC 15). It can innately cast the following spells, requiring no components.

At will—*detect thought*, *suggestion*

3/Day—*confusion*, *fear*

1/Day—*feeblemind*

ACTIONS

Multiattack. Ixalitzt makes two attacks from the options below.

Flaming Spear. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) piercing damage plus 24 (7d6) fire damage.

Overcharged EMP Pistol. *Ranged weapon attack:* +8 to hit, range 50/100 ft., one target. *Hit:* 17 (4d6+3) lightning damage. An android or robot takes double damage from this weapon, and on a critical hit must make a DC 15 Constitution saving throw or be stunned until the start of Ixalitzt's next turn.



REACTIONS

Uncanny Dodge. Ixalizt halves the damage that he takes from an attack that hits him. He must be able to see the attacker.

If reduced to 0 hit points, Ixalizt's karn-tor body splits open at the beginning of his next turn and he attacks as a ceroptor (see page 668), fighting to the death. The appearance of the **ceroptor** proves unsettling to the Alusidains. Because of the extensive violence between their people and the karn-tor, they suspect the worst. Thus far, the saurians haven't been able to remain unified long enough to maintain an effective campaign against the Alusidains; however, if the ceroptors succeed in organizing them, the isolated city Emirist-Tar stands little chance of surviving any long-standing attack.

S7. AT THE VAKARAN BORDER

The swamps slowly begin to dry into soft mud-spotted path with swaths of moss-green growth, as the twisted trees begin to grow closer together until their leafy branches clasp. Beneath the trees, sunlight dims to twilight, breached only by a few rays that cut through the canopy. The last ruins of the ancient roads now lie beneath fallen leaves and lichen, cracked and nearly impossible to trace.

Vakara barbarians occupy the ruins at the edge of the swamps, having reinforced them as barricades against the saurians and sewn the lands surrounding them with deadly traps. For the next 2 miles, each 1d20 + 30 feet the character's path runs into a Vakaran pit trap.

Trap. This 60-foot-deep pit trap is a simple, camouflaged with poisoned walls. A creature falling into the pit takes 21 (6d6) bludgeoning damage from the fall. Even nastier the walls are coated in contact poison. When anyone attempts to climb out must also make a DC 15 Constitution saving throw, taking 22 (4d10) poison damage on a failed save, or half as much damage on a successful one. A successful DC 15 Wisdom (Perception) check notices the trap beforehand and it can then be easily avoided or neutralized.

If either of the Alusidains still travel with the characters, every ¼ mile allow them a 15% cumulative chance to recognize they have entered Vakaran territory. Once either realizes this, they warn the characters to keep an eye out for their protective traps. Conversely, triggering a trap immediately alerts the Alusidains that they have entered into Vakaran territory.

S8. THE BIRDWATCHERS

The foliage thickens and thorny undergrowth begins cropping up between the trees. There, between slender fronds, emerge the pale ghostly blossoms with small berries. A cacophony of avian chatter filters through the thick and bushy undergrowth as small birds feast.

The Vakarans set up bird feeders along their borders as an early warning system so that whenever anything approaches, they startle the small flocks, which turn silent and suddenly fly off en masse. The karn-tor haven't quite figured out this strategy and so far, it remains an effective warning system. Anyone approaching this area must succeed a DC 25 Dexterity (Stealth) check to avoid startling the flock. Those who fail or approach without attempting to move stealthily spook the birds, readily alerting the nearby guards as several dozen startled birds suddenly break for the sky in a flutter.

Creatures. Groups of a dozen or so Vakaran **scouts**^{SRD} and **tribal warriors**^{SRD} watch this area, waiting in patient silence for the karn-tor to cross into their lands. Once alerted, they target all intruders with their bows. If they fail to immediately identify them as something other than karn-tor, they open fire otherwise they demand all trespassers throw down their weapons and surrender in the name of their kirok, Keldos Ak.

Developments. Sharma recognizes the name Keldos Ak as the kirok—meaning chieftain—of a small federation of Vakaran tribes living along the borders of the Alusidain Mountains. She quickly shares this information with the characters, explaining also that the Vakarans are a wild, fierce people that lack and shun the educational advancements of her people. The Alusidains sometimes trade with the Vakara but because of their capricious natures, her people limit their interactions with the primitives and do not fully trust them. Of course, the Vakarans hold equally biased opinions of the Alusidains, trusting neither their motives nor their technologies.

At this point, the characters may surrender, parley, or counterattack. If they choose the latter and simply butcher the Vakarans, they lose the opportunity to enlist their aid in the coming war against the karn-tor hordes and the GM should simply proceed to the next section of the adventure.

Alternately, if the characters surrender, the Vakarans take them into custody and request they relinquish their weapons, promising to return to them once they have spoken to the kirok. Of course, the characters may attempt to parlay using opposed Charisma (Persuasion) checks to convince them they hold no ill-intent towards the Vakara and simply desire to pass through their lands. If they explain the nature of their flight as well as the impending threat of the karn-tor horde, grant them a +4 bonus to any Charisma (Persuasion) checks made to parley. If successful, the characters and any NPC allies are permitted to keep their weapons and are treated more as guests, though in either event, the patrol of Vakaran who first encountered them remains with them at all times prior to their audience.

The Vakarans are unaware that darker forces have helped organize the karn-tor tribes into a single army that stands prepared to march upon Emirist-Tar. While the Vakarans don't bear open malice towards the Alusidains, neither do they feel any obligation to warn the purple people of the marching horde. While there exists no open warfare or even animosity between the two races, vakara have never sought the aid of the people of Emirist-Tar for they believe that the purple people look down upon them as simple and superstitious tribes folk compulsively driven only by their egos and their emotions and foolishly war with each other at the drop of a hat. Still, they despise the karn-tor and on some level, realize that once Emirist-Tar falls, the saurians will soon turn their attentions elsewhere, continuing their pillage until all of Tathos breaks beneath them.

If brought before the Keldos Ak (a chaotic neutral **berserker**^{SRD}) he immediately recognizes Sharma as one of the younger princesses of Emirist-Tar. His initial instinct is to make her hostage, for he knows she is key to bending the will of the Alusidains. Yet with the escalating threat of war sitting on his stoop, he realizes commanding the ire of the Alusidains is not a good idea.

Sharma feels determined to enlist the vakara to aid her father's forces, however, the Kirok doesn't trust the purple people and only agrees to aid them if the characters swear to get the Alusidains to share the technology they possess that allows them to drive off the ceroptors.

Developments. If the characters successfully broker an alliance, Keldos Ak, the Kirok agrees to gather Vakaran forces to try and split the fronts against the horde and sets off to gather an army so he can drive a battalion of vakara to the foothills of the mountains and pin the karn-tor as they march up the glacial valley that leads to Emirist-Tar. Sharma requests the characters continue accompanying her to the city, however the Kirok requests they also take a Vakaran emissary with them on the arduous journey to the mountain city. Keldos Ak expects the emissary to carry forth his terms for an alliance and send back word of the Grand Caltath's response before he commits his forces. Sharma (or in the event of her death or absence Dras Eos) agrees to accompany the emissary, a young warrior maiden named **Baelshiva**.

BAELSHIVA

Medium humanoid (Vakaran human), chaotic good

Armor Class 18 (leather lamellar)

Hit Points 165 (30d8 + 30)

Speed 40 ft.

STR DEX CON INT WIS CHA

10 (+0) 20 (+5) 12 (+1) 13 (+1) 14 (+2) 12 (+1)

Saving Throws Str +5, Dex +10, Con +6

Skills Acrobatic +10, Perception +7

Senses passive Perception 17

Languages Common, Vakaran

Challenge 14 (11,500 XP)

Defender. While wearing armor Baelshiva has a +1 bonus to AC (included).

Menacing. Whenever Baelshiva is adjacent to an opponent all allied attacks against that target have +2 to hit and +2 damage.

Second Wind (Recharges after a Short or Long Rest). As a bonus action, Baelshiva can regain 25 hit points.

Vakaran Champion. A melee weapon deals one extra die of its damage when Baelshiva hits with it (included in the attack).

Will of Vakar (2/Day). Baelshiva rerolls a failed saving throw.

ACTIONS

Multiattack. Baelshiva makes three attacks with her menacing sickle.

Menacing Sickle. *Melee Weapon Attack:* +5 to hit, reach 10 ft., one target. *Hit:* 9 (2d4 + 5) slashing damage and Baelshiva may reroll a damage dice that rolls a 1 or 2, but must keep the new roll. She also scores a critical hit on an 18-20.

Thistle Longbow. *Ranged Weapon Attack:* +9 to hit, range 150/300 ft., one target. *Hit:* 9 (1d8 + 5) piercing damage and 4 (1d8) necrotic damage.

REACTIONS

Parry. Baelshiva adds 2 to her AC against one melee attack that would hit her. To do so, Baelshiva must see the attacker and be wielding a melee weapon

Sharma still assumes the characters support her cause. If at this point they decide to part ways, she does her best to convince them to stay, to accompany and aid her in her mission. She argues (truthfully) that her goals are parallel to their own, and in working together, both shall increase their efforts to stand against the growing forces of the Hegemony. If this tactic fails, she attempts to entice them by offering them crystals, weapons, power, magic, or even dragons if they aid her, reminding them that she is the daughter of the Grand Caltath (but not disclosing the fact that she and her father aren't on the best of terms).

INTO THE CITY

Once all is settled, the party departs on the journey to Emirist-Tar (see Chapter 12, page 606). The Vakarans travel with the characters as far as the edge of the forests till they reach the badlands that border the foothills surrounding the towering Alusidan mountains miles in the distance. Even from so great a distance, one can just make out the glint of Emirist-Tar's great dome, high atop the nearest peak as it crests through the wispy clouds. Despite lack of a road, the route to the mountain appears clear enough. Shortly after the Vakarans leave, Dras Eos (or another of the Alusidains if Dras has perished) calls the march to a halt. Dras Eos digs through his possessions and



eventually pulls out a strange, foot-long cylinder. Wedging it securely between two large stones, he instructs everyone to keep back and find shelter behind nearby rocks. Then producing a tindertwig, he ignites one end of the cylinder and dives for cover. Seconds later, a loud and violent explosion sends a cracking ball of bright red sparks flying several hundred feet into the air.

“That should work,” he says out loud, his lips curled into slight, clever-looking grin. If any of the characters make further inquiries into his actions, one of the other travelers responds in a dry, matter-of-fact tone, “Why, he’s calling the dragons. You didn’t think we were going to walk all the way to Emirist-Tar did you?”

Dras suggests making a camp and waiting for his summoned allies. He amicably explains he’s sent word to the Kongrushu—the dragon riders who raise wild kongamato from eggs and train, altering them with magic while still in their shells and manipulating their minds with ancient practices whereby they place their own consciousness within the great reptiles’ pea sized brains. If pressed, he explains that within the swamps, the summoning blast would be too far away for his allies to see and rather than aid them, it would have instead attracted predators and karn-tor—that is if it didn’t ignite a raging wildfire and burn them all to a crisp.

About an hour after the blast, allow someone in the camp to spot three dark spots appear high in the sky, winging towards them. A short time later, three huge and terrifying primordial-looking dragon-things land nearby, their arched skulls and great beaks giving them an appearance similar to a pteranodon.

The riders dismount and exchange greetings, after which the Dras Eos informs everyone that they should divide into groups, mount up, and be gone. The flight back is swift and takes a little over an hour.

The Kongrushu house their draconic mounts in a series of huge caverns dug into the steep cliff face beneath the city. These wide mouthed caves face outward towards the surrounding countryside, encircling the entire mountain. A cold breeze blows through the cavern mouth and the thinness of the air bestows an essence of lightheadedness. From the edge of the caves, the sheer precipice provides a dizzying view into the jagged foothills below.

One of the kongamato riders beckons and heads slowly towards the back of the caves. Passing through the small arched tunnel he ascends a spiral stair skillfully hewn into the surrounding rock. The stairs climb several stories upward, at last entering into a cramped room reinforced with a skeleton of metal beams that basks in a flickering emerald wash cast from some sort of gas burning torches.

At this point, the rider bids farewell to the characters and their companions. Sharma and Dras Eos bow low to offer him thanks along with a slight gesture signaling his dismissal. Then Dras motions towards the only door in the room, a great metal-plated thing with a small hatch in the center.

A long corridor extends beyond the door. It’s translucent, curved roof stretches between a rib-like frame of small tubes filled with a yellow glowing liquid. High above, a network of other tube-like passages intertwines, each bustling with people. The tubes connect with larger modules, presumably chambers,

shops or even homes. Spattered droplets of moisture cling to the outside of the tubes, and along the edge of the dome, small wisps of mist sink slowly into the lower parts of the great basin. Looking down, there lies a vast forest-garden, vines, and creepers ripe with strange fruits climbing upon the structures, while high, above, the curved dome encompasses everything like a huge terrarium. Strange birds fly about in the space between the dome and tubular structures, brightly plumed with long-beaks and exotically patterned feathers. While their jaws chatter, their song is silent within the tubes.

For several minutes, Dras leads the characters through the tangled maze, as purple people from all walks of life, bustle by. Eventually, he enters a broad pillar-lined court within one of the upper most chambers. At this point several guards approach, accompanying the characters, Sharma, Dras and all the rest into a 20-foot circumference vertical tube that lifts them all the way up to the Skychamber at the pinnacle of the bubble.

AN AUDIENCE AT THE SKYCHAMBER

The characters must convince Alusidains of the coming siege, explain the nature of the Vakaran’s pact and convince the purple people to honor it. The siege comes shortly afterwards, giving the characters the opportunity to prove themselves fighting in a mass siege alongside the Alusidains and Vakaran forces.

Sharma is first to petition her father, without pretense and perhaps bearing a little haughtiness, she deftly tells the Grand Caltath Otreius all that she has witnessed. Her father listens silently, but thoughtfully as she informs the court of ceroptors, of dark warlords on the fabled moon of Morthos, and of the rapidly swelling horde of bloodthirsty karn-tor preparing to march upon their city. In the end, she adds, “while you might not believe from my lips, nor accept my advice, I petition you my venerable lord, to hear the words of both the Vakaran and these outsiders who have traveled from beyond our world to bring us warning in our time of peace.”

In response, Baelshiva offers to speak as the Vakaran emissary, though she holds her tongue if the characters desire to speak first. Caltath Otreius appears somber and attentive, though his current attitude begins at indifferent.

If the characters can make him friendly (achieved by two DC 25 Charisma (Persuasion) checks with a success reducing the DC by 5 and a failure increasing the DC by 5) before Baelshiva has the chance to speak, they have the opportunity to forge a tentative treaty and send her to bring this news back to Keldos Ak. If they fail, she requests to speak with Otreius of her own accord.

If given the opportunity to speak, the Vakaran attempts to argue that an alliance with her people is the only way for the Alusidains to avoid total destruction. Unfortunately, the Caltath finds her mannerisms and forth righteousness off-putting, making him overly suspicious of her motives. After this exchange, his attitude becomes less friendly by one step increasing the Charisma (Persuasion) check by 5. At this point, the characters must use whatever skills they can to shift his position to friendly, for despite Otreius’ feeling about the Vakarans, the emissary is not wrong. Without a treaty between the two races, the city will fall.

Developments. Towards the tail end of their discussion, a young messenger barges into the Skychamber, undiplomatically disrupting the formal proceedings. Out of breath and shaken, he hurriedly brings word that the Kongrushu have spotted a huge horde of karn-tor massing along the edge of the badlands, their front incredulously stretching for several miles. At the center, near the mouth of the glacial valley that leads up the ridgeline to the base of the mountain lies an encampment of easily more than five thousand saurians.

This information grants the characters a +5 bonus or advantage (characters choice) to convince the High Caltath to form an alliance with the Vakarans. If the characters succeed, they can add a legion of vakara to their forces. Otherwise, they must face the siege with the city's meager forces. Fortunately, they have the advantage of the dragons and higher ground, but even with these advantages, they cannot defend against a prolonged siege and therefore need to break it early on to avoid destruction.

THE BATTLE FOR EMIRIST-TAR

In this part of the adventure, the characters take on the role of commanding officers in a large-scale battle of epic proportion. It relies on the mass combat rules presented in *Ultimate Kingdoms* (5E). Each character takes command over a regiment of troops. Much like the battle scene at the beginning of this adventure, if you do not wish to run this event as a mass combat scenario you can simply use the battlefield as a backdrop to the action while the heroes personally tackle the enemy commanders, plus as many karn-tor, klaven, and onaryx soldiers as you feel necessary to provide them a true challenge. If the heroes have forged friendships with key NPCs, they may also take the field beside them in this battle against the enemy leaders.

In a mass combat scenario, each character's Charisma modifier + 1/5 their level determines the number of Boons they can provide to the unit under their command. The characters plot their plan of attack and defense and then break off to lead their forces independently. At the same time, High Caltath Otreius divides his forces into four distinct regiments, with the vakara providing a fifth regiment (provided the characters convince the Otreius to form an alliance). The Caltath readily petitions the characters to aid him in his strategy relying on their obvious expertise in his time of crisis. Each character chooses one of the following regiments to command:

KONGRUSHU AIR STRIKERS

LN Medium regiment of 50 kongamato riders and their beasts.

hp 84; **ACR** 13

DV 23; **OM** +13, ranged

Tactics relentless brutality

Resources

Special breath weapon, flight

Speed 10

Morale +0

Consumption 1

ALUSIDIAN INFANTRY

LN Large regiment of 500 Alusidain sword and pistol troops

hp 77; **ACR** 14

DV 23; **OM** +15, ranged

Tactics expert flankers

Resources improved ranged weapons

Special action surge, combat style

Speed 2

Morale +0

Consumption 3

ALUSIDIAN INFANTRY

LN Large regiment of 500 Alusidain sword and pistol troops

hp 77; **ACR** 14

DV 24; **OM** +15, ranged

Tactics siegebreaker

Resources improved ranged weapons

Special action surge, combat style

Speed 2

Morale +0

Consumption 3

ALUSIDIAN BLASTGUNNERS

LN Large regiment of 200 Alusidain engineers operating mechanized warmachines

hp 53; **ACR** 14

DV 24; **OM** +14, ranged

Tactics full defense

Resources healing potions, improved defense

Special, breath weapon, poison resistance, siege blasters (treat as rock throwing), spellcasting

Speed 1

Morale +0

Consumption 7

VAKARA DEATH HORDE

N Large army of 300 Vakaran barbarians

hp 92; **ACR** 14

DV 20; **OM** +18, ranged

Tactics dirty fighters, taunt

Resources ranged weapons

Special rage

Speed 2.5

Morale +1

Consumption 1

The Hegemony forces consist of three units of Karn-Tor infantry, two units of klavens, and a flying unit of onaryx.

KARN-TOR INFANTRY

LN Huge army of 800 karn-tor rangers

hp 63; **ACR** 14

DV 20; **OM** +18

Tactics relentless brutality

Special combat style, favored enemy (humans)

Speed 1

Morale +2

Consumption 1

Commander Unbodied ceroptor (Bloodied but Unbroken, Loyalty)

KLAIVEN INFANTRY

NE Large army of 300 klaven barbarians

hp 79; **ACR** 12

DV 24; **OM** +10

Tactics defensive wall

Special

Speed 1

Morale +2

Consumption 1

Commander jagladine psisurgeon (Merciless, Sharpshooter)

ONARYX AIRSTRIKERS

CE Medium army of 100 elder onaryx

hp 55; **ACR** 11

DV 17; **OM** +15

Tactics relentless brutality, sniper support,

Special blindsight, breath weapon, darkvision, flight, paralysis, regeneration

Speed 9

Morale +2

Consumption 1

Commander onaryx shock-commander (loyalty, sharpshooter)

CONCLUDING PART 4

Regardless of the outcome, the Alusidains and their city suffer greatly from the siege. If the Hegemony wins, the city crumbles and Dras Eos along with whatever survivors are left are forced to flee and seek the asylum of the Vakaran tribesmen who have already begun to migrate to the taller and more defensible mountains rising out of the badlands to the east.



In either event, one thing stands clear — Shokar Mak transformed his ever-growing forces into a potentially world-shattering threat. Just as concerning is the prophetic foreshadowing of his arrival to Qanna and his conquest of Morthos. After contemplating this omen, Dras Eos calls together a high council in which he and many others, share their suspicions. In light of these fears, they rush to plan the next course of action. The Ultari Warlord's interest in Qanna and its moons lies hidden in something far more terrible, that the conquest of small moons and the taking of slaves. Many suspect he cares little for such things but seizes them for the same reason he takes everything he desires — for their potential power.

In the end, Dras Eos proposes the characters sequester the aid of the venerable mystics known as the fabled Seers of Otos, a cabal of powerful yllsians believed to reside in an isolated temple of the moon Kithos. Surrendering his own beliefs, Dras Eos has accepted the idea that these strange mystics may be the only creatures able to offer them some insight. He asks for volunteers but waits patiently hoping the characters will step forth and offer their services.

If the characters accept, Dras Eos asks them to meet him at a private location where he again invokes the interplanetary teleportation ritual needed to transport the characters to Kithos. If the city stands, he performs the rite in his private observatory which houses a massive orrery that he can adjust to match certain celestial patterns to aid in the ritual, making the teleportation far more precise. Their destination resides in a sister chamber within the Kitoran city Amirth-Tar operated by another void-mage of Dras' order, though he also gives them a medallion with which to identify themselves.

PART 5. THE SEERS OF OTOS

This act begins when the characters make the jump to Amirth-Tar. As anticipated, the characters arrive in the Kitoran city well received. They arrive in the study of the void-mage's colleague, an aged woman with a long white braid who introduces herself as Sonri. She immediately recognizes the amulet and understands the gravity of the situation with little prompting. Outfitting the characters as best she can, she offers them an airship and gives them a black spherical orb, a sort of psychic compass that will automatically guide the ship to the Temple of Otos where they might seek out the fabled seers.

Sonri then warns them to take care while flying over the lands to the west. "Those lands," she cautions, "are the wild territories of our ancestral enemies the Untamed, primitive cannibals who call themselves the Kishan." The flight takes about 12 hours and is far from safe. Wild kongama hunt the skies and high winds and sporadic electrical storms threaten to tear the ship from its flight. If the ship crashes, the journey becomes an arduous trek through miles of thick and steamy jungles. Once the characters reach the Temple, read or paraphrase the following passage.

THE TEMPLE OF OTOS

Ahead, the dense trees spread into a broad clearing. At its center, towering walls of a great stone structure fight their way skyward, weighted beneath strangling webs of thick shaggy vines. The structure seems unimaginably old, overgrown and weathered with chipped stonework and pale, crumbling plaster flecking from the façade. The building is strangely shaped, like a heptagonal fortress whose walls rise nearly fifty feet, with tall, hollow arches boring through each wall around the perimeter.

Beyond the walls, there exists no evidence of a roof or other covering, nor any sign that life exists within aside from the lush green thickets of moss and vegetation that bury great piles of whatever jagged rubble sleeps upon the ancient floors.

The present state of the ruined temple that stands upon this site is neither an illusion nor a ruse. Many thousands of years ago, when its keepers transcended their mortal flesh, they realized they had little use for their temple and its decadent trappings. As time passed they left their structures to the claim of the angry rains and greedy jungles.

Creatures. Hidden within the verdant tangles of the unkempt garden surrounding the temple lurk its sacred guardians, four carnivorous **viper vines**. They greedily attack any intruders.

VICIOUS VIPER VINE

Huge plant (mythic), unaligned

Armour Class 19 (natural armour)

Hit Points 340 (20d12+100)

Speed 10 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	19 (+4)	19 (+4)	1 (-5)	10 (+0)	6 (+0)

Damage Resistances bludgeoning, piercing; cold, lightning, necrotic, radiant, thunder

Senses passive Perception 10

Languages –

Challenge 17 (18,000 XP)

Cold Lethargy. Exposure to any cold effect slows a viper vine as a slow spell.

False Appearance. While the vine remains motionless, it is indistinguishable from a normal tree.

ACTIONS

Multiattack. The viper vine uses captivating cloud (if available) then makes four vine attacks.

Bite. *Melee Weapon Attack:* +14 to hit, reach 5 ft., one target. *Hit:* 25 (5d6+8) piercing damage plus 15 (5d6) acid.

Vine. *Melee Weapon Attack:* +10 to hit, reach 25 ft., one target. *Hit:* 14 (3d6 + 4) bludgeoning plus 21 (6d6) necrotic damage and the target is grappled (escape DC 19).

Captivating Cloud (1/Day). A viper vine can emit a transparent cloud of pollen in a 60-foot spread that has the power to lull the minds of those that smell it. Once activated, the



cloud persists for 1 minute unless dispersed by moderate or stronger wind. All creatures in the cloud must succeed on a DC 19 Wisdom saving throw each round or become captivated. Once a creature becomes captivated, it takes no actions save to approach the viper vine via the most direct route possible. If this path leads it into a dangerous area, such as through fire or off a cliff, that creature receives a second saving throw to end the effect before moving into peril. A victim that is attacked by the viper vine gets a new saving throw as a reaction during each of the vine's attacks to overcome the effect.

REACTIONS

FEED ME! The viper vine may make a bite attack against a grappled foe when first grappled, when the creature tries to escape, or when the creature attacks the viper vine.

Developments. While the temple appears vacant, it is not. Simply passing through the arch alerts the seers dwelling here, or at least their immortal consciousness. Once the characters reach the center, their own consciousness quickly merges with that of the seers causing a miraculous shift in the present tense. Their heads begin throbbing. Surroundings blur and splinter into shafts of multihued light and a sharp ringing of thousands of distinct tones assault their ears. Suddenly, they emerge from

the center of a broad, pristinely cultured courtyard at the edge of a towering fountain sculpted from a pale amethyst like crystal. The walls surrounding the garden appears miraculously repaired, inlaid with dazzling jeweled mosaics set to complex patterns that seem to possess an awareness of the universe. The boughs of the courtyard trees bend low burdened with fresh, ripe fruit. The scent of thousands of delicate flowers wafts through the air and all seems alive with buzzing bees, chattering birds with exotic plumage, and small monkeys skipping along the tops of the wall.

Even as the characters become aware of the unfathomable change, four small childlike figures with resplendent blue robes emerge from the gardens, as if they had been waiting there the entire time in contemplation. Wrapped in a soft, but radiant haze of light, they peacefully approach the characters unarmed and unafraid. The three children are the Seers of Otos. The seers exist in many dimensions, not just the dimension in which the characters confront them. They are non-combative and if attacked simply exit the dimension, leaving the characters alone in the gardens

As soon as they appear, the seers welcome the characters and inform them that they await a prophecy in which they must offer aid to the true champions of Qanna. Still, the characters' appearance in their sacred temple isn't enough to convince the

seers that they are the prophesied ones. Thus, the seers question the characters and use their divine powers to weed out any lies or deceptions. Attempting to lie or deceive the seers costs the characters any hope of receiving their aid, making their final confrontation with Shokar-Mak extremely difficult.

The first seer begins by asking a simple question. Thereafter the questions continue, one after the other in turn, with each of the childlike creatures asking successively more complicated and seemingly oracular questions. There are a total of 9 questions. Whenever the characters answer a question in a manner pleasing to the seers, they gain a resolution point. If they lie, they lose a point. If at the end of the questioning the characters have at least 9 points, the seers agree they are worthy candidates for their aid.

When running this section, note that the seers' questions were intended to make the players think, not answer with simple skill checks. If you prefer using skill checks to resolve the interactions, it is suggested that convincing answers add bonuses to the characters opposed Charisma (Persuasion) checks, while any attempts to lie heavily detract from their attempts. The answers are a guide for the GM only. If the characters come up with a seemingly suitable answer that satisfies the question in an oblique or innovative fashion the GM should reward the characters. The seers ask the questions in the following order:

Seer 1: "By what means have you come to this place and for what intent?"

According to the prophecy, Qanna's champions are not from Qanna. Characters confirming this earn 1 resolution point.

Similarly, the intent is not to save Qanna from its fate but is concerned with the greater task of restoring harmony to the universe, according to the intent of the ancient Elali. Characters confirming this earn 1 resolution point

Seer 2: "We seers are of the void, of the time that has no time, of the endlessness that has no end, of what interest are your struggles to us, every age has struggled, every age will always struggle, and each of these struggles shall bring suffering, and yet all these struggles and sufferings will pass, why should we believe this struggle is any more or less important than all the others?"

The answer to this question is that the universe does what it's supposed to do — no more, no less. Which means that the struggle is no more or less important than any other struggle, however, the struggle itself exists because the nature of the universe is to change, and often that change involves struggle. Any response that expresses this concept earns the characters 1 resolution point.

Seer 3: "If through violent change, the universe came to be from nothing; then why not through similar violent change, knowingly caused of creation, should it not return it to such? Is that not the way of the universe itself? By our intervening, would we not be interfering? We ourselves have passed through destruction, yet as we appear before you now. Clearly, you see that we are not destroyed."

The answer to this question is that the cause of the universe was without the influence of mortal intent, and therefore the despite mortals being born of the creation of the universe, their intentions are not created and therefore are false. Thus, the destruction would be a false destruction. Any response expressing this concept earns the characters 1 resolution point.

If the seers agree to help the characters, they would only be intervening with the affairs of mortals, which exist within the scope of time, regardless of the fact that they themselves are beyond the effects of time. Any response expressing this concept earns the characters 1 resolution point.

Seer 4: "What if we told you that we could see the outcome of your efforts and could tell you definitively that they shall fail? What then? Would you still continue in your foolishness, knowing that your doom is predestined?"

The answer to this question is yes, for if something is predestined then the task must be enacted even if it is doomed to fail. Furthermore, if the seers know the task is predestined (success or failure) then they too are predestined to provide their aid as part of that same destiny. Any response explaining either of these two concepts earns the characters 1 resolution point (2 points if they express both)

Seer 1: "To defeat divinity, you must become a god, to save humanity you must surrender godhood and again become a mortal. Why should I be convinced that you would surrender your own godhood?"

With this question, the seers are testing to see if the characters lie. They don't care about their answer, so long as the answer is truthful. Some possible answers to this question include the following:

- Because I'm a servant of god and therefore to seize divinity for myself would be blasphemy.
- If everything is part of the universe, then everything is already a god in the state of surrender.
- You can't.

If the characters attempt to provide a response they believe is truthful, they gain 1 resolution point.

All Seers (in unison): "Why should we choose you?"

This seemingly simple and straight forward question the seers' last. They ask this question to gain affirmation that the characters are those prophesied to save Qanna. If they provide a response that acknowledges their belief in destiny or their own prophecy, they gain 1 resolution point. Again, the characters' belief in fate must be sincere to get the point, otherwise, the seers sense the lie. Conversely, they do not lose a point if they sincerely answer that they don't know why the seers should choose them, as the seers well know that most mortals possess little awareness of their destinies.

If the characters earn 9 resolve points they successfully convince the seers. For a long time, the seers remain silent, studying the characters they cryptically reveal their willingness to aid in their cause. As before, in turn, they speak their joint decision, each breathing a single sentence and pausing to allow the next seer to expound upon the previous statements.

Seer 1: *We, the Seers of Otos acknowledge your intent.*

Seer 2: *But we do not give secrets lightly.*

Seer 3: *Ours is not power to give.*

Seer 4: *Neither do we possess that power.*

Seer 1: *For that power belongs to your time, your reality.*

Seer 2: *That power lies within you to manifest.*

Seer 3: *We have agreed that we shall open that power in you.*

Seer 4: *However, we cannot do this until you have been judged.*

Seer 1: *Return to Tathos and open the third gate.*

Seer 2: *You shall find it in the Sunken Kingdoms of the Kalmoc.*

Seer 3: *But be wary, for the Kalmoc are not kind to strangers*

Seer 4: *And their priests breathe with their dead.*

Grant those characters that successfully earn the aid of the Seers 20,000 experience points.

Developments. Upon gathering the information they seek, the characters must return to Tathos, find and open the gate without attracting the attention of the Hegemony forces.

If the characters fail to gain the aid of the Seers, their sight begins oscillating, bombarded by a cascade of splintering rays of light and thousands screams as waves of throbbing pain wash through their minds. The temple dissolves back into ruin and the characters find themselves standing in the overgrown gardens just as dusk appears to be settling over the strange and alien jungle. Somewhat stranded, they need to find some manner of traveling back to Tathos. There is a badly damaged, malfunctioning short-range gate hidden in the ruins. Roll 1d6 to determine where it randomly opens: 1-3 Emirist-Tar, 4 Ithos-Krin, 5 Imros Amok, 6 The Sun Tower.

THE TRAITOR

The characters travel to Tathos, this time arriving in the landholdings of the proud and savage Kalmoc people within several miles of their objective. The Kalmoc are known for their violent rituals, ancestor worship, and command of primordial magic. While they hold a firm stance against the Hegemony, the Kalmoc hold no love for the Accord and maintain great distrust and disdain for outsiders. The characters arrive at night, undercover of the surrounding territory and the darkness. From there, they can plot a course toward towards the ancestral caves.

From somewhere nearby, a hideous high-pitched screech echoes through the darkness the wind carries upon it the lingering scent of steaming pitch and burnt hair. If the characters move in the direction of the cry, they soon begin to hear the mumblings of a group of warriors marching through the swamps, unconcerned with anyone determining their presence. The warriors are Kalmocs, a violent tribe native to the swamps whose uncontested fierceness keeps most predators at bay. The warriors are departing just as the characters leave, and they have barely enough time to see their torches before they vanish into the darkness.

Like fireflies floundering against the midnight forest, a small flock of flickering orange torches weave through the trees. The forms of the torchbearers — hulking human things with brutish features that drape themselves in hides bristling with jagged quills. But the cries pour from another creature, a captive bound and splayed between long sticks.

The torch bearers appear to have left the victim behind, suspended upon long sticks that position his face down. The dimness of a single torch positioned beneath his chest reveals the dark silhouette of gore trickling from his mouth and stomach.

By the time the characters reach the torture victim, he has lost consciousness. He appears to be a young man, armor and weaponless, and well-muscled with scarred flesh hinting that he's likely a warrior. He is bleeding slowly from a long wound in his stomach, though the torch set beneath him has partially cauterized the wound, likely placed there to prolong his death. The rest of his torso is pinkish red from burns and spotted black with soot. He is at 0 hit points and bleeding out.

If the characters save the warrior, he offers them both his thanks and eternal gratitude. He introduces himself as Kroan and tells the characters he is a Kalmoc warrior, or at least he was. Now he is one of the Scorned Ones, those who lose their names and must be forgotten. The Scorned are no longer considered part of the tribe, cut off from the ancestors and it is taboo for any of the Kalmoc to speak of them again. That is his punishment for living, for he was supposed to die. His torture was the result of his own failure to pass one of the sacred tests assigned to him by the priestess of the pool. If pressed further, he explains the priestess Hymeris communes with the ancestors, and when they showed their displeasure for his failure, she gave him up as an offering. He refuses to speak of the sacred test or its nature, stating that revealing any further information to outsiders would bring upon his family and lineage, the eternal damnation of his gods.



HENDERSHOT

Much of Kroan's tale is a complete fabrication. Kroan wasn't tortured for failing a ritual, but instead was tortured and left for dead because he turned traitor and sold himself to the Hegemony, who he believes are gods. He answers to an elder onaryx he calls Olinoth. The onaryx commands a small troop of other onaryx and has been experimenting with using fear and dominance to conquer more primitive races of Qanna's outer moons. Kroan was an early experiment, and after learning about the gate in the Kalmoc's secret caves, Olinoth sent to drain the pool for the Hegemony. Though he easily convinced Kroan to do his bidding, he underestimated the will and power of the pool's guardians. Kroan, still terrified and eager to please his masters, desires to complete his task and hopes to manipulate the characters into aiding him in his cause.

If Kroan happens to learn of their interest in the Sacred Caves or the pool, he offers to lead the characters to its location as an offering of gratitude. Alternately, he may attempt to lure them to the pool by attempting to convince the characters of its power and magic, they could easily pluck from the hands of his people's malicious high priestess, he doesn't, however, warn them about the ghosts. If the characters see through Kroan's deception, they have little trouble forcing him to lead him to the caves as their prisoner, for he believes he's safer as a prisoner than facing the wrath of Olinoth. For Kroan the Scorned use the **gladiator**^{SRD} statistics, with the following changes:

- Kroan is chaotic evil and speaks Common and Orcish
- Kroan has 120 hit points but is currently stable at 0.
- Kroan has an AC of 19
- Kroan has +10 to his attack rolls.
- Kroan has the following additional attack option which he can use each round as part of his Multiattack action:

Unarmed Strike. *Melee Weapon Attack:* +10 to hit, reach 5 ft., one target. *Hit:* 9 (1d10 + 4) bludgeoning damage and the target must succeed on a DC 19 Constitution saving throw or be stunned until the end of Kroan's next turn.

THE ANCESTRAL CATACOMBS

The ancestral catacombs lie just west of the Kalmoc villages, towards the center of their lands. Four moss-covered menhirs mark its entrance. The stones stand in a semicircle atop a small grassy hillock that rises from the mire. The hillock is almost too perfectly round to be natural and curious, brightly colored flowers ring the base. Behind the menhirs, an overgrown footpath leads to a narrow opening into the side of the hillock. Beyond the opening extends a long and unlit passage that leads to the entrance of the catacombs.

THE ANCESTRAL SPIRITS

The outer chambers connect to the four shrines of the Kalmoc's sacred spirit ancestors (see areas A2-A5). When entering any of shrines, individuals are expected to perform a ritual and make a sacrificial offering to the shrine's spirit. Ghostly whispers within the catacombs offer clues to the nature of each shrine's ritual. Spirits do not manifest until an individual attempts to leave the shrine, at which point it appears to accept its offering. Successfully interpreting the whispers and performing the rituals make the encounters much easier. Conversely, those who fail to perform the rituals face the wrath of angered spirits who have little qualms about taking their sacrifices by force.

A1. THE ENTRANCE

The dark passageway seems to go on forever. Within, the reek of death and decay is embraced by the coldness and has slickened the floor with its damp and slipperiness. The slightest noises seem to echo, like ripples across the surface of the water.

The passage is not trapped, however, living things entering the catacombs quickly make their presence known to both its priestess as well as its protectors. The sacred caverns are connected to both the world of the living and the realms of the dead and possess a kind of sentience. Shortly after the characters enter, the catacombs begin emitting telepathic whispers in their ancient tongue. Anyone capable of translating the whispers understands that voices are questioning them as to their nature and purpose, as well as demanding they pay the proper respects to the ancestral spirits and the priestess of the pool who serves as its mortal vessel. Improvise or use any the following whispers as an example:

Who are they? Leave the caverns! Homage must be paid! Come and be awakened. They are not one, they are not Kalmoc. Through ritual, through your sacrifice shall you transform. She will drown you in the sacred waters.

With the whispers of a dozen conflicting voices, the cavern also repeats the following in a curious mantra:

We awaken like blood dispersed upon the eyes of salt.

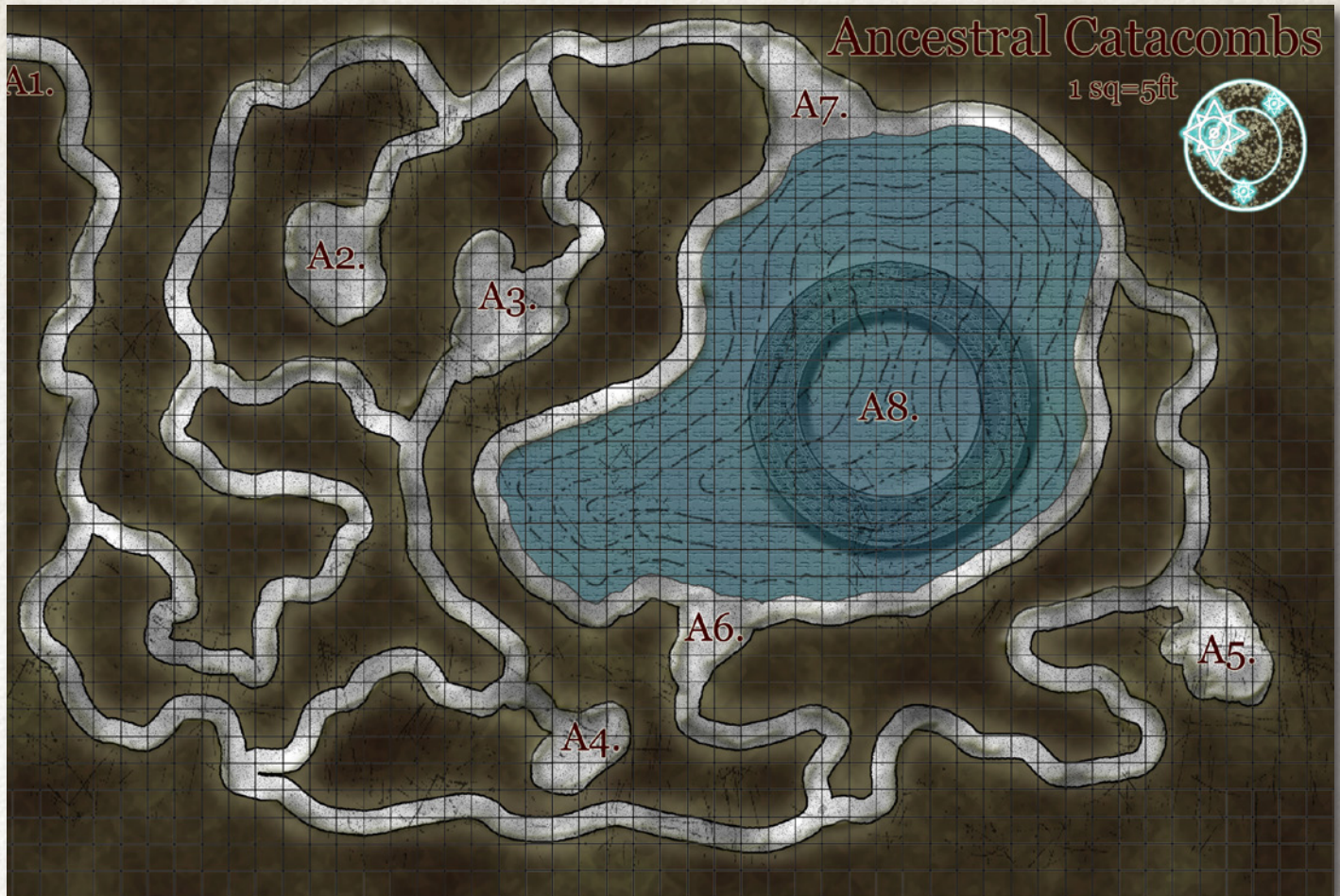
Upon ergot dreams, we string each moment as if a bead fashioned from earth and water.

We burn the seeds of change.

Through death, we walk, painted in fat and bone.

A DC 20 Intelligence (Arcana) or Intelligence (Religion) check infers the repeating mantra as some sort of puzzle or clue. A DC 30 check suggests that each of the four lines is tied to





something specific. In fact, the whispering mantra is a crucial key to performing the four rituals.

The first line refers the spirit of awakening whose ritual requires spilling blood into his scrying pool.

The second line explains how to perform the ritual for the spirit of rites.

The third line describes the spirit of transformation's ritual.

The fourth line describes the ritual for the spirit of passing.

A2. SPIRIT OF AWAKENING

The air feels sticky, warm and humid and beads of stale smelling water glisten like sweat upon the dark cavern walls. A thin layer of muck coats the floor, though it appears undisturbed. A small raised column of rough natural stone rises from the center of the room, its top sheared flat.

From the ceiling above, the slow but steady echo of water droplets splash upon the column. Giant pictographs carved into the wall and traced and highlighted with blue-green verdigris, create a huge mural of various moons floating upon a fire sea within which swims a monstrous serpent.

The column is formed from a single huge geode. The sheared top forms a hollow basin filled to the point of overflow with the dripping water and the interior lined with small and jagged, smoky white crystals, perhaps grown there deliberately. The water is salty. As gemstones, the thirty or so crystals are worth only a few gold pieces each, but beneath the basin is carved a magical scrying rune that affects anyone peering into the basin. The effect is placed upon the first individual looking into the basin and cannot be triggered again until it wears off. For the next 3 hours (or until the effect is dispelled), anyone looking into the basin can scry upon the affected individual as per the spell's description. This includes the characters, as well as Kroan, the priestess in area A7, and the creature that guards the chamber.

Creature. Within this chamber dwells the first of four powerful ancestral spirits that watch over the sacred caves. The people call him **Otakma**, the spirit of awakening and petition him as a guide to realms beyond the Eternal Boundary.

OTAKMA, THE SPIRIT OF AWAKENING

Medium undead, chaotic neutral

Armor Class 19

Hit Points 342 (76d8)

Speed 0 ft., fly 40 ft. (hover)

STR **DEX** **CON** **INT** **WIS** **CHA**

7 (-2) 13 (+1) 10 (+0) 10 (+0) 12 (+1) 17 (+3)

Damage Resistances acid, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, necrotic, poison

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive Perception 11;

Languages Kalmoc

Challenge 19 (22,000 XP)

Ethereal Sight. Otakma can see 60 feet into the Ethereal Plane when it is on the Material Plane, and vice versa.

Incorporeal Movement. Otakma can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

ACTIONS

Corrupting Touch. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 79 (17d8 + 3) necrotic damage.

Etherealness. An ancestor ghost enters the Ethereal Plane from the Material Plane, or vice versa. It is visible on the Material Plane while it is in the Border Ethereal, and vice versa, yet it can't affect or be affected by anything on the other plane.

Horrifying Visage. Each non-undead creature within 60 feet of an ancestor ghost that can see him must succeed on a DC 19 Wisdom saving throw or be frightened for 1 minute. If the save fails by 5 or more, the target also ages 1d4 × 10 years. A frightened target can repeat the saving throw at the end of each of its turns, ending the frightened condition on itself on a success. If a target's saving throw is successful or the effect ends for it, the target is immune to this ghost's Horrifying Visage for the next 24 hours. The aging effect can be reversed with a *greater restoration spell*, but only within 24 hours of it occurring.

Possession (Recharge 6). One humanoid that an ancestor ghost can see within 5 feet of him must succeed on a DC 19 Charisma saving throw or be possessed by the ghost; the ghost then disappears, and the target is incapacitated and loses control of its body. The ghost now controls the body but doesn't deprive the target of awareness. The ghost can't be targeted by any attack, spell, or other effect, except ones that turn undead, and it retains its alignment, Intelligence, Wisdom, Charisma, and immunity to being charmed and frightened. It otherwise uses the possessed target's statistics, but doesn't gain access to the target's knowledge, class features, or proficiencies. The possession lasts until the body drops to 0 hit points, the ghost ends it as a bonus action, or the ghost is turned or forced out by an effect like the *dispel*

evil and good spell. When the possession ends, the ghost reappears in an unoccupied space within 5 feet of the body. The target is immune to this ghost's Possession for 24 hours after succeeding on the saving throw or after the possession ends.

Phantasmagoria (1/Day). Otakma can create an elaborate illusion. This illusion functions similarly to the spell *mirage arcane* in combination with multiple *major images*, allowing him to recreate any scene, setting, or characters he wishes. Otakma can even incorporate himself into the effect, appearing as he wishes within the illusion as if he were under the effects of *alter self*. The entire illusion can be disbelieved with a DC 19 Wisdom saving throw.

REACTIONS

Spectral Shift. If a melee attack misses the ancestor ghost it may become invisible until the end of its next round or until it uses any action except a Move action.



LEGENDARY ACTIONS

Ancestor ghosts (including Otakma, Waenu, Sotumna and Natoma) can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. An ancestor ghost regains spent legendary actions at the start of its turn.

- **Shadow Touch.** The ancestor ghost casts *inflict wounds*.
- **Harm (1/Day).** The ancestor ghost casts *harm*. It may also opt to reverse the spell and cast *heal*.
- **Mortal Terror (1/Day).** The ancestor ghost unleashes unbearable anguish against its enemies. Mortal terror acts as the *fire storm* spell that does psychic damage instead of fire. Enemies take half damage on a successful DC 19 Intelligence saving throw.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), an ancestor ghost (including Otakma, Waenu, Sotumna and Natoma) takes a lair action to cause one of the following effects; the ancestor ghost can't use the same effect two rounds in a row.

- The cave trembles violently for a moment. Each creature touching the ground must succeed on a DC 19 Dexterity saving throw or be knocked prone.
- The ancestor ghost targets one creature it can see within 60 feet of it. A *silence* spell fills the space of the target, moving with it until initiative count 20 on the next round. The ancestor ghost is immune to this effect.
- The ancestor ghost targets any number of creatures it can see within 30 feet of it. The target must succeed on a DC 19 Constitution save or become wizened and feeble with old age for 1 hour. Each target has disadvantage on ability checks and saving throws related to Strength, Constitution and Dexterity.

Otakma's ghostly form manifests as an older man, slender and bald, and wearing only a loincloth. Hundreds of scars and brands of cryptic, mystic symbols cover every inch of his ghostly, incorporeal flesh. With his petitioners, Otakma shares the holy whispers, the spirit sight, and the ability to commune with the dead—provided those that petition him to prove themselves worthy and do not fear passing over into the ghost realms of the ancestors.

He requests blood offerings in the form of ritualized scarification in which the petitioner inflicts at least 10 hp of damage upon himself and spills that blood into the scrying pool. Performing the ritual placates the spirit and also dispels the *scrying* effect. Those failing to make the proper offerings are quickly condemned to suffer the spirit's violent wrath.

A3. SPIRIT OF TRANSFORMATION

A collection of strange fruit lies piled upon a nest of broad waxy leaves in the center of the room. There are around two dozen fruits, each about the size of a large grapefruit and encased with thick greenish-red rinds covered with bumpy spines. The walls are covered with simple murals,

each painted in ochre and charcoal. They depict swarms of naked humans, both male and female, engaged in various acts of lovemaking.

Displayed upon the south wall is a human-sized object of dried withered flesh, though its exact form is unidentifiable. Faded green tattoos cover every inch of its spiky folded skin. In front of the fleshy object stands a small brass brazier embossed with anthropomorphized images of the sun.

A DC 25 Intelligence (Nature) check identifies the strange fleshy object is the preserved hemipenes of some sort of giant reptilian beast. It was taken from an ancient kongamato and serves as a most sacred relic in Kalmoc fertility rites. If any attempt to desecrate the relic, the spirit instantly appears and demands that individual is put to death.

To complete Waenu's ritual, an individual must extract three seeds and burn them in the brass brazier. The fruit is simple enough to cut open and smells enticingly delicious, however, it is highly toxic. If anyone eats the fruit or gets its fluids in an open wound immediately gains the poisoned condition. For the next six rounds, the creature must make a DC 20 Constitution saving throw each round at the end of its turn or lose 1d6 Constitution. If this reduces the creature Constitution ability score to zero it dies.

Creature. This cave serves as the dwelling of **Waenu**, the spirit of fertility and transformation. Her form is draped in a long gown woven entirely of bones and flowers. Her face hides behind a quadripartite mask carved to resemble four faces, one each formed from the sun, ice, fallen leaves, and blossoming flowers. When Waenu manifests she requests an offering of the expenditure of spell slots, power points, ki points, or a daily use of a class ability. Failing that she demands any remaining HD the character has. The effect lasts for 12 hours or until the character rests. She attacks any who fail to perform her rites or refuse to make the offering.

WAENU, SPIRIT OF CHANGE

Waenu has the same abilities as Otakma with the following changes:

- Waenu loses the phantasmagoria ability.
- Waenu gains the following trait: **Chilling Aura**. When Waenu manifests, she emits a deadly chill in a 20-foot radius around herself, on both the Material and the Ethereal Planes. Each creature that starts or enters this aura takes 10 (3d6) points of cold damage at the beginning of their turn.
- Waenu replaces corrupting touch with draining touch: **Draining Touch**. *Melee Weapon Attack*: +9 to hit, reach 5 ft., one target. *Hit*: 48 (10d8 + 3) necrotic damage and heals Waenu for half as many hit points. This effect can add temporary hit points above and beyond Waenu's maximum with no upper limit.
- Waenu replaces spectral shift with death shriek: **Death Shriek**. Waenu gives off an inhuman scream affecting all creatures within 15 feet as *slow* and for 2 rounds dealing 21 (6d6) psychic damage, or half as much damage and *slow* for 1 round on a successful DC 18 Intelligence save.

A4. SPIRIT OF RITES

Near the entrance sits a wooden trough held together by rusted iron clasps and filled with sodden shafts tainted with the pungent smell of mold. Straw mats surround a low circular table formed from a broad flat stone. Its surface is smeared with dried clay.

In the center of the table is a large wooden basin, a tin pitcher, some paintbrushes, bone carving tools, and what appears to be a collection of ground pigments in small glass jars. Beside the table stands a huge wooden rack from which hang long strands of tiny clay beads, etched and painted with hundreds of seemingly unrelated designs.

A DC 20 Intelligence (Nature) or Intelligence (Arcana) check identifies the mold upon the grain is ergot, a potent hallucinogen of great spiritual value to the Kalmoc. The rite involves eating ergot than making a set of dream beads using the available clay, tools, and paint. Anyone who eats the ergot must succeed a DC 24 Wisdom save or become drugged, and has disadvantage on Wisdom saving throws, ability and skill checks and comes under the sway of a *hallucinatory terrain* spell. An individual may voluntarily fail this save to partake in the ritual.

Creature. This cave belongs to **Sotumna**, keeper of the ancient rites of passage through which all Kalmoc endure at various points of their lives. Beginning with the rite of acceptance performed following a safe birth, the Kalmoc complete one rite every decade. Sotumna typically appears as a Kalmoc man wearing a long string of wooden beads, though his specific age changes in accordance with the age of his petitioners. As the characters are of the age when they would undergo a rite to prove themselves worthy as warriors of the people. He manifests as a ghostly warrior and demands all intruders accept the rite of passage by dream or by combat. To those who choose dream, he bestows a gift. Each may pull one bead from their strand that they must immediately crush. Crushing the bead acts as if the character had pulled a card from a *deck of many things*. Once the first bead is crushed, the remaining beads turn to dust. Those who choose combat or fail to perform the ritual must fight him.

SOTUMNA, SPIRIT OF RITES

Sotumna has the same abilities as Otakma with the following changes:

- Sotumna loses the phantasmagoria ability.
- Sotumna gains the following trait: **Corrupting Gaze**. When a creature that can see Sotumna starts its turn within 30 feet of him, Sotumna can force it to make a DC 19 Charisma saving throw if Sotumna isn't incapacitated. If the saving throw fails by 5 or more, the creature instantly drops to 0 Charisma and falls unconscious. Otherwise, a creature that fails the save takes 20 (4d10) psychic damage and 1d6 Charisma damage. If a creature is reduced to 0 Charisma it falls unconscious until it regains at least 1 point of Charisma through the use curative magic or a long rest. A creature regains 1d6 points of Charisma after

each long rest or the use of a *greater restoration* spell (or half as much with a *lesser restoration* spell). A *heal* spell restores all the creature's Charisma.

A5. SPIRIT OF PASSING

A great millstone set upon a thick wooden shaft turns in a slow clockwise motion, its thick grooves dusted with fine, pale powder. Lining the chamber walls stand a dozen clay pots painted with simple designs and covered with dried flower petals. Above the pots, a worn sling of braided leather suspends a small stone basin from a rung mounted into the ceiling.

A DC 15 Intelligence check deciphers the designs as funeral rhymes. Each is filled with a dull white yellowish powder that a DC 10 Wisdom (Medicine) check determines is ground bone. The small stone basin is filled with some sort of animal fat.

To complete Natoma's ritual one must slather themselves with the fat, then dust themselves in the ground bone. The fine powder sticks to the grease forming a sort of macabre pancake makeup. Anyone completing the ritual gains a resistance to all Natoma's attacks. The effect lasts for 24 hours.

Creature. The spirit that dwells within this cave is **Natoma**, the Kalmoc's guide between life and death. She manifests in the body of a young woman, though her beautiful face is painted in the image of a pale and grinning, fleshless skull. Her petitioners seek the honor or relief of death and her purpose is to lead them into the afterlife. Upon manifesting, Natoma demands an offering. If Kroan accompanies the characters, the spirit requests his life, though she offers no explanation as to why. She will accept a substitute, though she lets it be known that only a fool would offer their lives in exchange for a traitor. If the characters are unaccompanied and performed the ritual, Natoma requests the sacrifice of 1 year of each individual's life, which she eagerly drains as they exit her domain. If the characters fail to perform the ritual or refuse her demands, Natoma attacks.

NATOMA, THE SPIRIT OF PASSING

Natoma has the same abilities as Otakma with the following changes:

- Natoma loses the phantasmagoria ability.
- Natoma replaces horrifying visage with the following trait: **Horrific Appearance**. Each non-undead creature within 60 feet of Natoma that can see her must succeed on a DC 20 Wisdom saving throw or immediately take 1d4 points of Strength, Dexterity, and Constitution damage (roll each separately). A creature that successfully saves against this effect cannot be affected by Natoma's horrific appearance for 24 hours. This is a gaze effect. A creature that is reduced to 0 in Strength or Dexterity is paralysed until they regain at least 1 point in each ability. A creature reduced to 0 Constitution dies. If a target's saving throw is successful, the target is immune to Natoma's Horrific

Appearance for the next 24 hours. The ability drain can be reversed with a *greater restoration* or *heal* spell. A long rest also restores 1d4 points to each affected ability score.

- Natoma gains the following action: **Death Wail (Recharges 5-6)**. Natoma can let loose a terrible wail, targeting one creature within 100 feet of her. If the target creature can hear the death wail, it must succeed on a DC 19 Constitution save or be reduced to 0 hp and is dying. Any other creature within 100 feet that can hear the wail must succeed on a Constitution save at the same DC or permanently gain disadvantage on attack rolls and ability checks. This effect can be removed via the use of *greater restoration* or *heal*. A creature that succeeds on the save cannot be affected by Natoma's death wail for 24 hours.
- Natoma replaces spectral shift with death shriek: **Death Shriek**. Natoma gives off an inhuman scream affecting all creatures within 15 feet as *slow* and for 2 rounds dealing 21 (6d6) psychic damage, or half as much damage and *slow* for 1 round on a successful DC 18 Intelligence save).

A6. THE POOL

The passage widens, opening into a gaping cavern. With the exception of a small stone ledge ringing its perimeter, the floor is entirely submerged beneath dark, glassy waters. At the water's edge rest the ashy remains of a small campfire ringed in rocks carved to resemble human skulls.

Along the walkway, large burlap sacks hang from cords. Each is tightly bundled, with quills and spines jutting through the coarse cloth from all angles. Hideously mummified heads poke through the top of each bundle. Elaborate tattoos cover the leathery flesh of each face, and shards of glossy black obsidian glimmer in their eye sockets.

Upon their arrival, the whispers stop. The characters have reached the most sacred cavern in the catacombs. The priestess in area A7 immediately senses their presence and begins preparing for the inevitable conflict. The two-dozen bodies are the ritually preserved remains of Kalmoc priests. While intimidating, all are dead and warded against being reanimated. Regardless, the priestess shows no mercy to those who might violate their rest.

A7. MEETING THE PRIESTESS

This cavern appears almost identical to area A6, a small cavern that overlooks the great sunken pool. Similarly, the burial satchels of ancient Kalmoc priests hang upon the cold, rocky walls.

Creature. From this location, **Hymeris**, the high priestess of the Kalmoc people keeps watch over the pool. To gain access to the Gate the characters must either defeat her in combat or convince her of the importance of her pool in helping to restore balance to Qanna. While the priestess knows the pool is sacred, she is unaware that it is a gate and convincing her of such isn't an easy task, especially if the characters are accompanied by the traitor — or worse if they have defaced her temple or in anyway harmed the bodies of her ancestors. Three consecutive Charisma (Persuasion or Deception) check are required each decreasing in difficulty as the characters succeed in the test — DC 25, 20 and 15 respectively.

HYMERIS, PRIESTESS OF THE POOL

Medium humanoid (human Kalmoc), chaotic neutral

Armor Class 19 (ghostly spiked hide armor)

Hit Points 380 (38d8+76)

Speed 25 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	14 (+2)	14 (+2)	14 (+2)	16 (+3)	20 (+5)

Saving Throws Con +8, Wis +9

Skills Medicine +9, Persuasion +11, Religion +9

Senses passive Perception 13

Languages Common, Kalmoc

Challenge 17 (18,000 XP)

Divine Eminence. As a bonus action, Hymeris can cause her melee weapon attacks to magically deal an extra 10 (3d6) radiant damage to a target on a hit. This benefit lasts until the end of the turn.

Oracle's Curse. All allies of Hymeris that can hear her gains a +2 bonus to attack rolls, skill checks, ability checks, or saving throws on their turn. Hymeris, haunted by the same spirits that aid her has -1 to attack rolls, skill checks, ability checks, and saving throws (included).

Prescience. Hymeris has advantage on attack rolls, skill checks, ability checks, and saving throws

ACTIONS

Multiattack. Hymeris can use any of her available attack options each round.

Anarchic Morningstar. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 4 (1d8) bludgeoning damage and 13 (3d8) points of bludgeoning damage if the target is of lawful alignment.

Prophetic Bolt. Dark energy reveals a nightmarish vision. Hymeris chooses a target within 150 feet who must make a DC 19 Wisdom saving throw or take 14 (2d8+5) damage and is dazed from the attack (a dazed



HENDERSHOT

creature has disadvantage on attack rolls. A successful saving throw halves the damage and ends the dazed effect.

Doomsayer Blast (Recharge 5-6). Hymeris utters a word of doom, all creatures that can hear her that are within 20 feet must make a DC 19 Intelligence saving throw or take 25 (5d10) psychic damage, and the target is stunned until the end of Hymeris' next turn, or half damage and are not stunned. Undead creatures take half damage and are not stunned.

Phantom Rain (Recharge 6). Ghostly rain falls in a 10-foot sphere at a point up to 150 feet away from Hymeris. All non-undead creatures in the area of effect must make a DC 19 Dexterity saving throw or 22 (5d8) force and 22 (5d8) lightning damage, and the target is *slowed* (as the spell) for 1 minute. On a successful saving throw the target takes half damage and is not slowed.

REACTIONS

Prepared by Fate. Using her powers of foresight, Hymeris anticipates a conflict and is ready for it. She grants a +10 bonus to an attack roll made by herself or another creature within 30 feet. She can make this choice after the roll is made but before it hits or misses.

LEGENDARY ACTIONS

Hymeris has access to the same legendary actions as the ancestor ghosts. She can take 1 legendary action for each ancestor spirit destroyed in combat. She otherwise follows the same rules regarding these actions.

LAIR ACTIONS

Hymeris has access to the same lair actions as the ancestor ghosts with the same restrictions and benefits. She has the following additional lair action.

The bone satchels scattered around the cave is all that remains of Hymeris' predecessors - ancient Kalmoc priests - and they reach out from the Veil and aid Hymeris. They immediately heal half the damage that Hymeris takes while this lair action is active reducing all incoming damage targeting Hymeris by half. Only an attack that outright kills her can reduce Hymeris to 0 hit points while the ancient priests intervene.

THE SUNKEN GATE

Hidden beneath the dark waters at the center of the pool lies a great ring of carved stone, its runes, and sigils blanketed in mud and spotted with the stony nests of small blind cavefish. The pool has a depth of 10 feet and its frigid 55°F waters teems with eyeless cavefish. It's flat and muddy bottom gives the water its dark color. Finding the gate requires a DC 20 Wisdom (Perception) check. The muck is only a few inches deep, but disturbing the mud makes the water even murkier. Whenever an individual passes through an area, their movements disturb the mud, reducing all Wisdom (Perception) checks in the waters of that area by -10.

Creature. An ancient protector, an **elder water elemental**, guards the gate. It appears as soon as anyone attempts to activate the gate. The ancient creature speaks no known language, though it howls madly in its strange tongue as it launches in to attack.

ELDER WATER ELEMENTAL

Huge elemental, neutral

Armor Class 14

Hit Points 320 (20d12 + 80)

Speed 30 ft., swim 90 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	18 (+4)	5 (-3)	10 (+0)	8 (-1)

Damage Resistances acid; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities poison

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses darkvision 60 ft., passive Perception 10

Languages ancient unknown tongue

Challenge 19 (22,000 XP)

Drench. The elemental's touch puts out non-magical flames of Large size or smaller. The creature can dispel magical fire it touches as *dispel magic*.

Freeze. If the elemental takes cold damage, it partially freezes; its speed is reduced by 20 feet until the end of its next turn.

Water From. The elemental can enter a hostile creature's space and stop there. It can move through a space as narrow as 1 inch wide without squeezing.

Water Mastery. A water elemental gains a +1 bonus on attack and damage rolls if both it and its opponent are touching water. If the opponent or the elemental is touching the ground, the elemental takes a -4 penalty on attack and damage rolls.

ACTIONS

Multiattack. The elemental uses vortex (either to start or dismiss the whirlpool) then makes three slam attacks.

Slam. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target.
Hit: 22 (4d8 + 4) bludgeoning damage.

Vortex. A water elemental can create a whirlpool centred on itself in a 20-foot sphere. Creatures smaller than the elemental take 13 (2d8 + 4) bludgeoning damage when caught in the whirlpool and are pulled off their feet in to the swirling water if they fail a DC 18 Dexterity saving throw. Creatures already caught in the vortex at the start of their turn automatically take 13 (2d8 + 4) bludgeoning damage and may attempt another saving throw as an action to free themselves. Creatures with a swim speed have advantage on this saving throw. Creatures trapped in the vortex cannot move except to go where the elemental carries them or to

escape the whirlwind. Trapped creatures can otherwise act normally, but must succeed on a concentration check (DC 10 + spell level) to cast a spell and have disadvantage on attack rolls and grant advantage to the elder water elemental on its attack rolls. The elemental can eject any swept-up creatures whenever it wishes as a bonus action, depositing them in its space. The vortex can only form underwater and cannot move beyond the body of water.

Whelm (Recharge 4-6). Each creature in the elemental's space must make a DC 18 Strength saving throw. On a failure, a target takes 22 (4d8 + 4) bludgeoning damage. If it is Large or smaller, it is also grappled (escape DC 18). Until this grapple ends, the target is restrained and unable to breathe unless it can breathe water. If the saving throw is successful, the target is pushed out of the elemental's space. The elemental can grapple one huge creature or up to two large or smaller creatures at one time. At the start of each of the elemental's turns, each target grappled by it takes 22 (4d8 + 4) bludgeoning damage. A creature within 5 feet of the elemental can pull out a creature or object out of it by taking an action to make a DC 18 Strength and succeeding.



BLESSINGS OF THE SPIRITS

After defeating the elemental, the characters can use the materials that the seers gave them to activate the gate and return to their court. Acknowledging the characters success and worthiness, the seers become unbodied and release their souls into the characters thus bestowing the mythical power they need to complete the final mission.

Epic Boon: When PCs complete this challenge, their **Boon of Luck** improves to a d10.

PART 6: THE WEAVE MOON

This Act begins when the characters leave the seers and travel to the hollow core of the gas giant Qanna in order to confront Shokar-Mak. The seers can create a subspatial nullspace bubble that draws them out from the moon and into the depths of Qanna, streaking unerringly through the void and the endless cloudscape of the vast planet towards the hidden lair of the Ultari general. Upon their arrival, read or paraphrase the following.

M1. CHAMBER OF THE WEAVE MOON

Flung into a vast bubble, you float weightlessly before an impossibly tremendous mechanical sphere nearly a quarter mile in diameter — a little less than half the size of a small moon. Long perfectly cut channels evenly divide the sphere along both hemispheres and two diagonal ellipses and converge perfectly at eight points in the center of each face. Hundreds of dents and blackened burn marks scar its coarse metal surface. It rotates slowly, as strange faintly glowing nodules scattered haphazardly about the surface seem to flicker and blink out in constellation-like patterns.

Beyond the bubble, violent swirls of pale, ice blue liquid whipping into a storming sea that beats and throbs against an invisible membrane that seems to contain the inner atmosphere. Like bolts of lightning, glowing tendrils of plasma occasionally tear past the divide, racing across the void and darting out the other side. Those striking the moon scatter across its surface, breaking apart into spidery webs of blue static.

All matter within the strange pocket within the bubble floats weightlessly. The effect is reminiscent of the conditions within the Endless Tunnel (see page 338). A DC 25 Intelligence check infers that the probable cause for the weightlessness would be a shift in their position into the center of a much larger object of significantly intense mass, such as a planet, therefore the pocket most likely lies near or at Qanna's core.

The huge mechanical sphere is a Weave Moon, a powerful artifact created towards the end of the Patron's golden age of peace and enlightenment when their capabilities were at their most advanced. Far smaller than a real moon, its diameter extends just under a quarter of a mile (approximately 1,060 feet). The moon is entirely fabricated from ancient metals, stone and subspace corals whose growth could be manipulated to aid in crafting structures orbiting planets as satellites.



All of the channels that circumnavigate the moon are huge star gates, each one capable of transporting it to different locations within the universe, alternate universes, and possibly to unknown dimensions beyond. Within the center of the moon floats its core reactor. The core powers the moon providing it with necessities such as a workable atmosphere, a recycling water system, and electrical power among other things. It is also responsible for the moon's axial rotation that creates its gravity. Lastly, it channels power to the moon's defense systems, monitoring systems, communication devices, observational equipment, and the star gate.

Different rotational speeds trigger individual or combinations of gates to become active at different speeds. When stabilized in a specific location, the moon rotates at its current speed of 6 miles per hour. The chamber surrounding the moon is also created by energies within the core reactor and consists only of an artificial atmosphere that pushes outward against the matter of Qanna's core. The violent arcs of plasma jumping from beyond the atmosphere and striking the moon are being absorbed by power nodes along the surfaces and channeled into the reactor-core, helping to recharge its power supply. However, something has clearly gone wrong with the energy collection, and crackles of power arc randomly.

Creatures. The outer chamber is guarded by a three huge **ceroptor swarms** (see page 669). As soon as the adventurers enter the moon chamber, they rush to investigate. Under the direct order of Shokar-Mak, they swarm any intruders and attempt to slay them. Shokar-Mak desires to keep the knowledge of the Weave Moon secret and allows no outsiders to see it and live.

ENTERING THE WEAWE MOON

The Weave Moon has two major entrances (areas M2-M3) rest on opposite faces of the moon at a point within a circle located where the eight channels converge in each face. Six additional portals lie along the points where the vertical hemispherical channel bisects the other channels, however, the intent of their design is to allow the crew service access to the Moon's exterior and for the majority of the time they remain both sealed and locked.

M2-M3. MAJOR AIR LOCKS

The air locks located at these points lie on either side of a small tubular chamber that serves as a receiving area connecting the moon's exterior to the internal chambers. As long as the outer locks remain open, objects within the chamber remain weightless. 1d4 + 3 rounds after the outer door locks, the computers, and other machinery transform the air within the chamber so that the atmosphere becomes suitable to humanoid.

Creatures. A patrol of six **onaryx shockwardens** and two **onaryx skylords** (see Appendix B) keep constant watch over the airlocks. Should any intruders breach the gates, the skylords fall back and begin using their abilities to support the shockwardens. The wardens begin by rushing forward and unleashing sonic cries before using telepathic lash. On the second round, the commanders use their cries, then open fire with their vortex guns. The patrols attempt to keep targets at a distance for as long as possible before entering into melee and use their sonic cry abilities at every opportunity. They fear Shokar-Mak more than the characters and are therefore fearless and fight to the death.

ONARYX SHOCKWARDEN

XP 10,000

hp 252 (see page 646)

ONARYX SKYLORD

XP 18,000

hp 326 (see page 649)

Development. If at any time the outer door of the airlock opens while the weave moon is in orbit, any creatures or objects not secured within the chamber are forcibly sucked into the empty void of space.

A1-2. THE HEMISPHERE PRIMES

Entrance (both from the moon's exterior or interior) into either of these locations requires bypassing the sealed airlock doors. Locked, each door is set to a voice activation code that only reacts to the sub-audible sounds produced by onaryx or a special imprint key now in the possession of Shokar-Mak. The airlock doors (AC 22, damage threshold 8, hp 100, can be unlocked using thieves' tools and a DC 25 Dexterity check) are all rigged with an alarm. A Wisdom (Perception) DC 25 to notice the alarm and DC 25 Dexterity check with thieves' tools to disarm it. If triggered, the alarm sends a warning signal to the monitor room and the bridge should there be a breach that might compromise the safety of the Weave Moon. Inside, the sealed chambers are covered with carbon-like material and well shielded. They have their own isolated atmospheres and serve as buffer areas between the moon's surface and its interior, as well as hubs to similar airlocks lying along the lesser meridians.

Trap. The hub passages consist of open archways set with hidden bio-scanners while small airlocks seal passages leading to the exterior canal that bisects the moon into vertical hemispheres. Anyone passing through either of the open arches triggers the bio-scanner that erupts with near blinding pulse of bluish white light. The light reads the form and if it registers as a human or good elder race it triggers both an alarm as well as a torrent of rapidly solidifying, immobilizing foam to spray into the halls. The foam fills a 30-ft. area in 10-ft squares and seeps around corners. Anyone in the area that fail a DC 20 Dexterity saving throw takes 52 (15d6) points of bludgeoning damage as the stuff rapidly fills the passageway, instantaneously catalyzing into a translucent solid with the hardness of iron within 3 rounds. A successful save halves the damage and avoids the foam. There is no air within the substance, therefore, creatures trapped within begin to suffocate and likely die unless somehow broken out. When catalyzed, the foam has AC 18, damage threshold 8, and 150 hit points per foot.

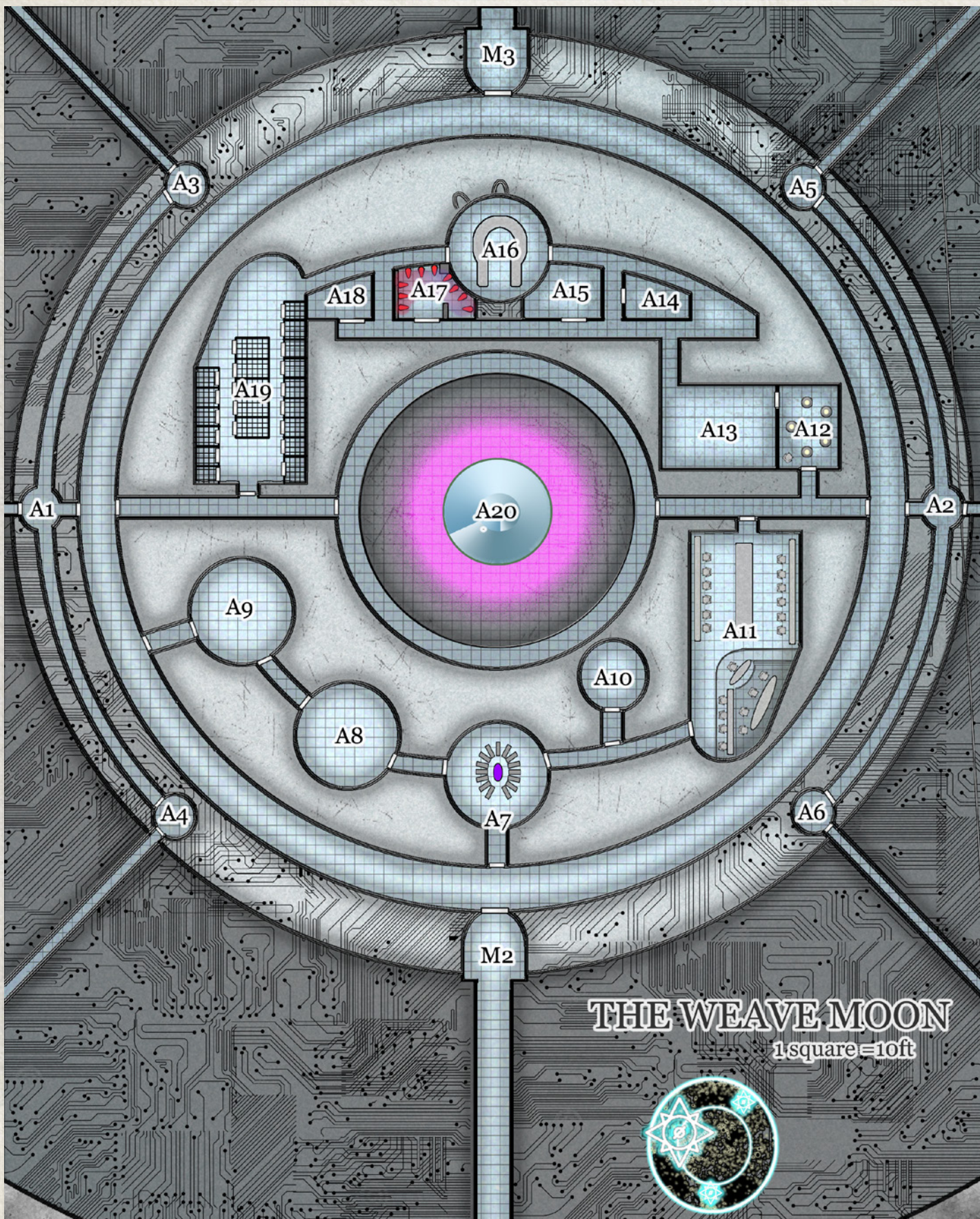
A3-6. THE MERIDIAN INTERSECTIONS

At each of these junctures the passage leads to a round pressure-locked door forged from skymetal (a combination of adamantium and steel). Each door has a damage threshold of 10 and 350 hp and can be opened using thieves' tools and making a DC 25 Dexterity check. The lock is keyed to a push button security code. In addition to the lock, a geared door wheel keeps the door hermetically sealed. A DC 20 Strength check is required to rotate the wheel. Rotating it counter-clockwise opens the seal while rotating clockwise closes it. A fist-sized light set into the wall above the door glows red when the seal is opened. Whenever the seal opens, a security notification flashes in the Observation Room (A10) and the monitoring system in the room sends a live feed from inside the room.

The airlock door opens into a cramped circular room paneled in white-blue ceramic compounds set within a perfect circular frame. There are two additional hatches on the other walls, each bearing their own small control board of softly glowing crystals. Rows of glowing tubes light the chamber, while overhead an eye-like metal orb seems to slowly scan the interior of the chamber.

A corridor to the northwest extends to the exterior canal that bisects the Weave Moon's western meridian. Open arches to the north and south each lead to a long and narrow passage that leads to more locking chambers. The eye like orb is a camera that sends a recorded feed to the Monitoring Room (A10).

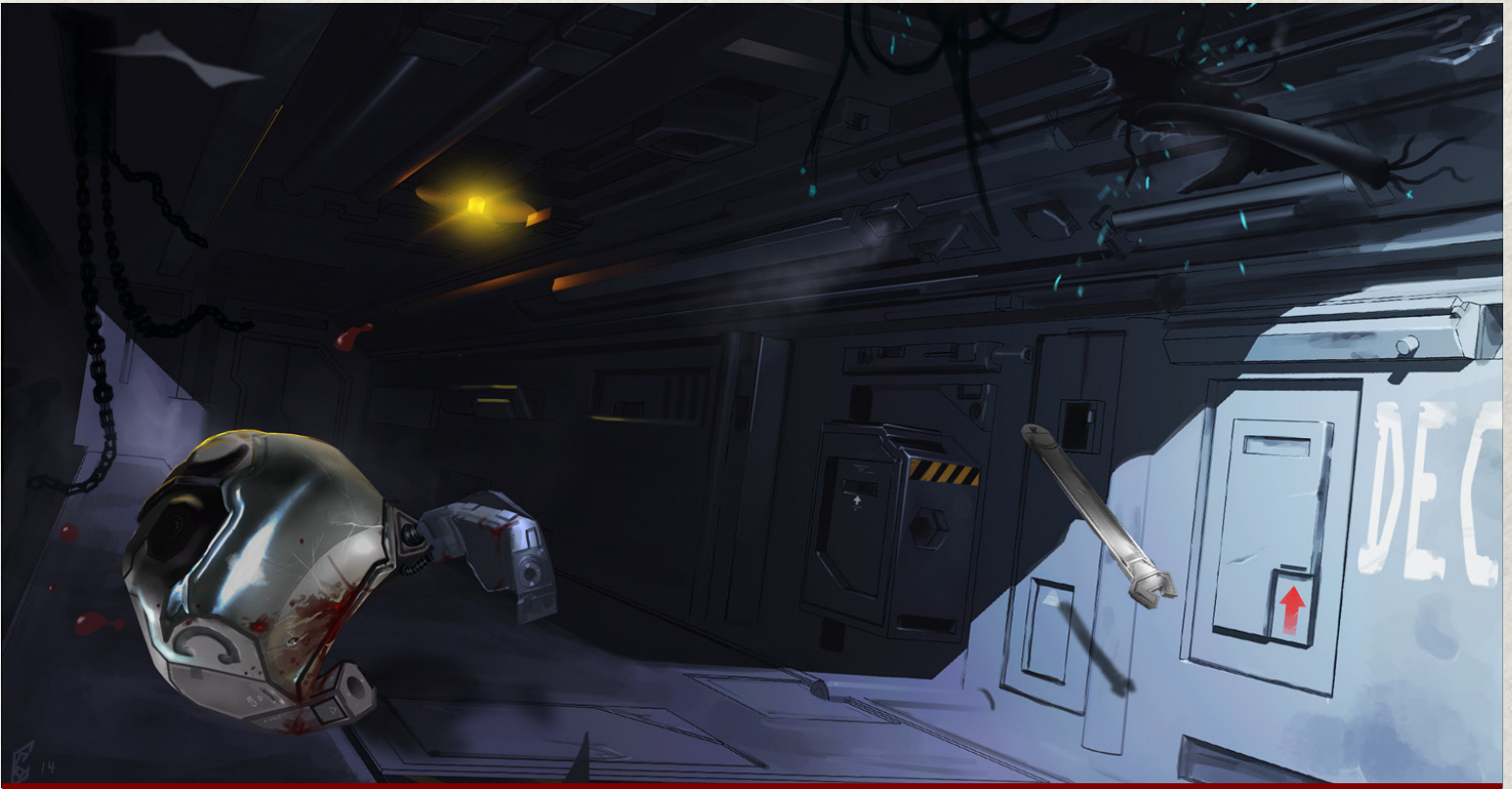
Creatures. Six **onaryx shockwardens** (see page 646) guard these chambers and attack any intruders on sight. In addition, if you wish to increase the chaos of such an encounter, a few **ceroptors** (see page 668) can have broken away from the swarm and may attack the PCs or the onaryx.



THE WEAWE MOON

1 square = 10ft





A7. NAVIGATION ROOM

A thick swirling darkness baths this spherical chamber, cast by some sort of devices that seemingly shoot beams that somehow mask the light. The high-domed ceiling is pierced by millions of pinpricks of light in tiny color that shines out against the darkness creating the view that one is gazing into space. In the center, an array of cushioned beds encircles a metal pillar supporting a bulbous orb of translucent purple. Anyone inspecting the beds quickly discovers they have a sort of control system by each hand, one containing a small stick-like handle inset into a rotating orb, and the other a sort of touchpad with half a dozen buttons. The buttons are inscribed with Patron symbols written in Beligren. When activated, a bright red error icon flashes continuously from the screen. Further symbols explain that the Weave Moon is unable to hold a charge and thus is unable to activate its navigation functions.

A8. THE MEDITATION ROOMS

This room feels unusually warm and the air swirls with cloudy vapors carrying a sweet and vaguely familiar herbal scent. A number of alien-looking devices occupy much of the room, evenly spaced between chrome panels and clear columns that throb with pulses of dim reddish-violet energy. Narrow padded cots threaded into a series of hollow rings seem to hover in the air, suspended perfectly by long chrome rods wrapped with serpentine coils of wire.

The Elali fitted this room with tables used for mental reconditioning treatments they called meditations. To operate the equipment, one simply lies down upon one of the seats and presses a specific pattern of buttons.

A DC 20 Intelligence (Engineering) or DC 25 Technomancy check identifies that the control panel buttons can be manipulated to create four different settings. As before, all the instructions are written in ancient Beligren. Each button performs a single treatment that lasts 30 minutes. Individuals that partake in an uninterrupted treatment temporarily gain one of the following spell effects as a temporary benefit. A single individual may only benefit from one effect until they take a long rest. Using the machinery costs a single charge. Currently, the apparatus has only 5 charges remaining. Once drained, it shuts down and cannot be recharged until it is fully restored with a DC 20 Intelligence (Engineering) or DC 25 Technomancy check and an electrician's kit (a tool suitable for repairing computers and similar technological items).

Setting 1: rune—nerve cell, effect—*cat's grace*;

Setting 2: rune—a heart, effect—*eagle's splendor*;

Setting 3: rune—firing neurons, effect—*fox's cunning*;

Setting 4: rune—a brain, effect—this wipes out the last five minutes of memory or another random snippet of five minutes.

A9. OBSERVATORY

This circular room has a slightly curved ceiling set upon a cage-shaped brass frame. Each of its rings bear inscriptions with many lines of demarcation set marked with age forgotten symbols. The cage divides the ceiling into quarters and suspended within each quarter rests a huge and gleaming lens. Curious metal tubes appear to connect each of the lenses. Three sets of binocular eyepieces are fitted about the perimeter of each tube. Around the perimeter of the room, rows of levers protrude from the wall.

The eyepiece fitted tubes connect to great lenses set into the brass cage at the top of the observatory. Quite advanced, when the moon is in orbit around a planet, they allow a viewer enough of a viewing range to see most of the planets in a single solar system, however within the gas giant's heart. they offer only a view of the intense gleaming liquids within Qanna's core. Anyone peering into the eyepieces must make a DC 24 Dexterity save to avoid danger by pulling away quickly or be temporarily blinded for 1 minute.

A10. MONITORING ROOM

Occupying the center of the room rests large circular table with a wide rim carved from an unknown metal. Within the rim, a thin layer of translucent greenish fluorescent liquid floats upon the table surface. Three curved glass tubes run parallel along the surface of the molding. Evenly spaced, each is half-full with a different fluorescent colored slightly viscous liquid; one violet, one teal, and one orange.

Tracing the perimeter of the tubes lies a small metal track fitted with a half-dozen odd pull switches that when closed, appear to drop what looks like a small circular magnet over the tubes. A low thrumming sound emanates from the curious pipes.

This chamber serves as a monitoring room. The table produces holographic images of various locations within the Weave Moon. Anyone nearing the tubes realizes they carry a slight static charge and anyone touching them receives a very mild static shock. A DC 20 Wisdom (Perception) check notices the liquids in all three tubes are flowing. The outer tubes (violet and orange) flow counter clockwise, while the tube in the middle (teal) flows clockwise. Opening and closing switches cause the magnets to alter the flow of energy flowing through the liquids in the tubes. All of the switches are currently open. Manipulating the switches alters the flow of energies creating three-dimensional images of different locations to appear within the liquid floating within the center of the table. The silent greenish images are slightly distorted and tend to flicker, though they produce accurate images in real time.

Switches 1-2 alter the fluids in tube 1

Switches 3-4 alter the fluids in tube 2

Switches 5-6 alter the fluids in tube 3

No more than two of the magnetic switches can be closed at a single time without force. As soon as the third switch is depressed, the first switch is thrown pops back into the open

position. Switches can easily be placed into the following combinations, each correlating with a specific room within the Weave Moon. The combinations are shown in the table below.

V1	V2	T1	T2	O1	O2	A1. Hemisphere A prime
V1	V2	T1	T2	O1	O2	A2. Hemisphere B prime
V1	V2	T1	T2	O1	O2	A3. Meridian Intersection A
V1	V2	T1	T2	O1	O2	A4. Meridian Intersection B
V1	V2	T1	T2	O1	O2	A5. Meridian Intersection C
V1	V2	T1	T2	O1	O2	A6. Meridian Intersection D
V1	V2	T1	T2	O1	O2	A7. Navigation Room
V1	V2	T1	T2	O1	O2	A8. Meditation Room
V1	V2	T1	T2	O1	O2	A9. Observatory
V1	V2	T1	T2	O1	O2	A11. The Bridge
V1	V2	T1	T2	O1	O2	A12. Holographic Library
V1	V2	T1	T2	O1	O2	A13. Library of Living Brains
V1	V2	T1	T2	O1	O2	A14. Kill Switch Room
V1	V2	T1	T2	O1	O2	A15. Commanders Quarters
V1	V2	T1	T2	O1	O2	A16. Gate Chamber
V1	V2	T1	T2	O1	O2	A17. Stasis Chamber
V1	V2	T1	T2	O1	O2	A18. Technology Room
V1	V2	T1	T2	O1	O2	M2. Major Airlock A
V1	V2	T1	T2	O1	O2	M3. Major Airlock B
V1	V2	T1	T2	O1	O2	A19. Barracks
V1	V2	T1	T2	O1	O2	A20. Spindle Reactor

Forcing more than two switches into the closed position can be done with a DC 20 Strength check. If forced closed, energies begin to build rapidly within the tubes. Each round the individual must make a new check to keep the switch in the closed position, however, the Strength check increases by +1d4 per round. The tubes also begin to glow and become super-hot, dealing 3 (1d6) points of fire damage + 3 (1d6) points per round to any creature touching them, for as long as the switch remains held closed. After 1d4 + 3 rounds the tubes overload dealing 21 (6d6) points of lightning damage + 3 (1d6) points of fire damage for every round the energies built up.

Creatures. A pair of **onaryx shockwardens** (see page 648) led by an **ultari commander** (see page 656) guard this room. They readily attempt the surrender of anyone entering the room without immediately displaying proper clearance. If intruders show the least bit of resistance, they draw weapons, trip the emergency alarms, and unleash their sonic cries before opening fire.

A11. THE BRIDGE

A spacious semi-rectangular chamber lined with rows of chairs mounted before complexly organized instrument panels that face walls of towering screens. A waist high cage runs down the center of the room filled with cables that connect an assortment of transformers, spinning cogs, computers, and other unidentifiable components.

The far corner is rounded off, creating a slightly recessed platform that overlooks a sunken lower level. Upon the platform, and the lower sunken level, more chairs sit before counters filled with additional screens, dials, switches, and controls. These workstations face another series of screens, though the screens are currently blank.

This room serves as the Weave Moon's bridge. The western wall is filled with navigational screens that can aid anyone that passes a DC 30 Intelligence ability check to decipher its meaning. A wash of colorful panels cover the eastern wall and several insets with quivering oscilloscopes to measure radiation levels. The platform appears to be some sort of command center or navigational center. The screens in the recessed area can be powered up using the control panel and thieves' tools with a DC 20 Dexterity check. The panel activates mobile sensors on the moon's exterior, which stream external images to the bridge. If activated, the screens display a wash of swirling blue energy indicative of the environment outside.

Creatures. At present the bridge is under repair. A small team consisting of a pair of **onaryx shockwardens** (see page 646) commanded by a **shockwarden lieutenant** (see page 647) and four **ceroptor spies** (see page 669) who tinker with the controls and various pieces of navigation equipment. The ceroptors wear the forms of former thieves and smugglers in order to make good use of their manual dexterity and muscle memory trained in manipulating mechanical devices.

A12. HOLOGRAPHIC LIBRARY

The door opens into a rectangular room walled off with fibrous panels set within metal frames and trimmed with softly glowing strips of greenish purple. Five waist high metal pedestals stand in an evenly spaced pattern around the perimeter of the room, each topped with a flattened metal disk inset with a keypad of unknown symbols encircling an orb of softly glowing material that somewhat resembles ivory. In the southwest corner rests a strange chair above which a mechanical arm suspends a solid metal helmet connected to half a dozen wires.

All of the pedestals are holographic projectors. All of the projectors connect to the same database, which the ancient Patrons used to collect, store, and recall information on various planets and races which they encountered on their journey. Manipulating the controls activates them causing various three-dimensional holographic images to appear above the glowing orb, accompanied by audio in the Belligren language describing at length and clinical description of the image.

Should anyone sit in the chair, the helmet drops down upon that individual's head. Within the helmet, lights flicker with holographic images and a rubber mask forces a stream of chemical pheromones into the wearer's mouth. Earphones lock into the ears and assault the wearer with a disorienting barrage of an unidentifiable syllabic jumble. At first, the experience is completely disorienting and the wearer must make a DC 19 Intelligence save to avoid. After five minutes, the true nature of the device reveals itself as the wearer begins to understand the sounds, which are spoken in an alien tongue.

Thereafter, if the individual continues for at least 1 hour, they begin picking up the language and after several hours are able to comprehend it with great efficacy and flawless diction. All the languages stored in the device are incredibly ancient, dead tongues. There are over twenty, though the only two of any real use are Ashtuul and Belligren. After an hour-long treatment, the individual may add his Wisdom modifier (minimum +1) to any skill checks made to comprehend or read the symbols associated with the language with which he was programmed.

A13. LIBRARY OF LIVING BRAINS

Beyond the membranous portal, a narrow and circular tunnel continues about 10 yards to an archway opening into a dark and spacious chamber with a high curved ceiling, oddly shaped with numerous alcoves centered around a sunken floor. Pillars surround the room, with stairs climbing to a narrow balcony some 10 feet above the main floor. On either side of the sunken floor, curved stairs carved into the stonework lead to the central recess.

Evenly positioned just above the recessed floor, eight small metal orbs hang from suspended complex scaffolding mounted to the ceiling. Each a little over one foot in diameter, the orbs spin slowly, casting an eerie bluish-violet glow from a single circular hinged glass lens set into its face giving each sphere the appearance of a great mechanical eye.

The orbs appear much like miniature bathyspheres. Anyone peering within the lens sees snaking bands of bluish-violet energies dance in a chaotic frenzy, dashing crackling sparks against the inside perimeter that skitter madly about as they spit out harmonically complex, hissing static. The orbs contain the stored artificial consciousness of high-ranking Patrons that once controlled the Weave Moon. A DC 20 Technomancy or DC 22 Intelligence check identifies the complex patterns of crackling energy as stored thought patterns, which can be interpreted by expending a spell slot per minute to magically commune with the orbs. The communicator must concentrate upon the task, holding the sphere in both hands and gazing through the lens focusing on the energies within. During this time, the communicator must remain undisturbed and can take no other actions without breaking the communication. Successfully communicating with the orbs triggers the trap (see "Trap").

TRAP – ARCHIVE OF LIVING BRAINS

A team of elali neuromancers in service of the high councilors of the Accord created the Archive of Living Brains as a means of storing and processing information. The “brains” are artificial composites, grown from the genetic material taken from the elders themselves. A character realizes the potential danger of the room if they make DC 25 Wisdom (Perception) check to see the faint throbbing of cerebral folds.

While the brains possess the reasoning and knowledge of the primordial elali, they lack any sense of individuality or personal identity. Instead, the Archive’s consciousness exists purely from moment to moment. They have no true memory per se, though if requested, the Archives can recall details and facts concerning events and individuals from any point of time. To the Archives, time is non-existent, therefore it cannot distinguish between past and future.

The Archives have no sense of morality, ethics, or personal desires, and their actions are entirely based on behavioral patterns placed within them by the neuromancers at the time of their creation. As such, after communing with an orb one gets a sense that they have had a conversation with an intelligent creature, though if they communicate with that same orb again, the orb retains no knowledge of any prior contact with that individual and treats them as if meeting for the first time. The archives remain active only to the extent that they respond when interacted with and they become static immediately after the interaction ends.

The high council acknowledged the potential risks that come with creating such a potent wealth of knowledge, they took great effort in to fortify the Archives with the ability to defend itself against any creature that might seek to abuse its power. Once an individual makes contact with any of the brains, the Archives immediately attempt to determine whether that individual is an ally or enemy using the mind probe ability (a psionic mind reading effect). Individuals that wish to resist can attempt a DC 26 Wisdom save to prevent the mind probe for that round, however, the Archive can continually make checks each round for up to 1 minute. The Archives deem any individuals that resist its probing as potential enemies. If the probe is successful, the voices of Living Brains bombard the individuals querying them about what they seek and their intentions for seeking their information in Belligren—the language of the ancient Patrons. They always address individuals as if they were the high-ranking members of the Patrons; however, should individuals give the Archives the slightest inclination that they do not serve the Patrons, then they do not accept them as allies.

If the individual fails to convince the Archives to accept them as allies, then all living creatures within the trap’s radius of effect are targeted with a psionic ultrablast. The power rips through minds in a 60-foot cone, dealing 57 (16d6) points of psychic damage. Those caught in the blast may attempt a DC 18 Intelligence save for half damage.

If the archives accept an individual, the creature may thereafter question the archives for information. The archives willingly share their profound insight, answering a single query by activating the hypercognition (a psionic version of *contact other plane* but without any penalties – the spell always works) power. As a result, the brains can provide discourse, answer a question, or shed insight on nearly any subject.

After such an exchange, the Archives automatically shut down and remain inactive for the next week, at least in terms of providing answers, however, they remain able to manifest their defensive blasts if any hostile attempts are made to disable, disassemble, or “hack” into the brains for further information. Anyone attempting to extract further information in such a manner provokes the Library’s enmity and thereafter it treats any further attempts at communing as hostile and responds by using its ultrablast power.

Shutting down the spindle core completely places the Archive into stasis until the spindle core is again powered up. Causing the implosion of the weave moon permanently destroys the Archive.

A14. THE KILL SWITCH

Inset into the metal wall, about midway down this corridor, a small alcove shadows a nondescript pair of cargo doors marked with an Ancient symbol. A DC 30 Intelligence check to decipher the symbol interprets is meaning as “rebirth” or possibly “reincarnation”. The door is electronically locked and upon minimal inspection appears not to have been tampered with for quite some time. The rubber seals on the doors appear to have corroded and fused together (AC 22, damage threshold 12, 250 hit points). A character using thieves’ tools and succeeding at a DC 25 Dexterity check can open the doors. If the characters manage to get the doors open, read the following description as they enter the room.

The cargo doors open revealing a vast unlit chamber stocked with walls of softly glowing paneled circuits, switches, and dials. The air within smells stale and artificially sterile. From the wall at the far end of the chamber protrude four unusual looking levers, each in the up position.

The levers were designed as an emergency shutdown system connected the spindle core.

The kill switch is off, requiring a specially-coded activation crystal-disk to power up. Only after the crystal-disk is inserted into an interface slot on the wall with the dials can the machine be powered up. There is an additional power-up procedure that can be deciphered with a DC 25 Intelligence (Engineering) or DC 30 Technomancy check. The powering up procedure takes about five minutes to complete, after which the kill switch can be made active.

Throwing all four levers into the down position reverses the flow of particles in the spindle core causing it to rapidly drain all energy from the moon. Immediately, all power shuts off — including the reserves. All the outer airlocks open. If in orbit, gravity stops, the atmosphere begins to thin, and the temperature begins dropping rapidly.

Trap. Anyone attempting to fiddle with the kill switch without powering it up triggers a stasis trap which targets every creature in the room with a *hold person* spell with a DC 19 Wisdom saving throw to resist. In addition to the spell effect, the trap also triggers the silent alarm system connecting to the monitoring room immediately activating cameras. At the same time, the room's entrance slams shut. Once the alarm trips, the guards send an alert call to shockwardens to the navigation room, the bridge, and barracks. Each group races to the room, intent on capturing any saboteurs.

A15. COMMANDER'S QUARTERS

The room centers on a large black sphere of unknown stone that rotates slowly atop a column cut from the same material. The floor is lit with six large glowing plates that evenly surround the column. A curving metal staircase climbs to a railed off loft that encircles the western section of the room.

Atop the loft sit chairs about a glass table and wall cabinets display strange artifact, mostly mechanical parts as well as exotic weapons, alien looking sculptures. Below the loft is a pool and what appears to be some sort of washbasin. Steam covers the pool's surface.

The panels in the floor can be lifted and slid away with a DC 20 Strength check. Beneath each lies a small compartment, three for sleeping, two for dressing and equipping, and a final unit that houses a tremendous collection of weaponry.

Creatures. This room serves as the personal and private quarters of **Shokar-Mak**, The Mind Tyrant of Qanna, Lord of the Castle of Glass, and Heir to the Twelve Gates. Shokar is a high-ranking and extremely powerful Ultari general charged by the Ultari Hegemony to seize control of the Weave Moon.

GENERAL SHOKAR-MAK

XP 62,000

hp 500 (see page 656, **ultar general**)

For almost a century the Ultari warlord Shokar-Mak slaughtered and subjugated his way through multiple systems like the mad heir to the throne of the Hegemonic Empire. Both brilliant and sociopathic, he readily dominates his subordinates and commands entirely through fear and intimidation. Empathy, love, and compassion are more than just weaknesses, they are tools through which he can manipulate those who suffer from such afflictions. He is driven almost entirely by his ambition and he becomes obsessively calculating when planning attacks. In combat, he is utterly ruthless and shows opponents neither mercy nor compassion.

A16. GATE CHAMBER

Eight identical oval portals open into the curved outer wall, all evenly spaced about two-feet apart from each other. A wide metal molding surrounds each portal forged with ancient runes and circuitous patterns of small clear crystals. The portals lead into shallow, empty alcoves only a few feet deep, each with an accompanying screen.

A horseshoe-shaped, stone-topped table faces the alcoves, its angled surface pocked patterns of small, shallow holes. One particularly large one holds bright crystals arranged into complex patterns, smoke wafting gently off of them; the smaller ones remain empty.

The largest alcove is, in fact, the portal that Shokar-Mak's Hegemony confederates escaped through. After the outer guards raised the alarm and alerted them to the presence of the characters, these ultari worked tirelessly to power up this long-distance gate to make their escape. Unfortunately, the party has just missed them. However, it is possible for the characters to track where they've gone. A DC 30 Technomancy check allows a creature to route the portal to its last destination.

The small oval portals are small bi-directional gates, each capable of transporting a single passenger of large size or smaller, in one direction to the nearest gate upon a celestial body the moon is currently orbiting or another satellite (a moon, spacecraft, etc.) which shares the same path of orbit. They are extremely short range and limited, designed only to transport an individual to the surface of a nearby world. The gates can be set to reverse and return visiting creatures.





Typically, an engineer or individual trained in running the computer consul remains on the Weave Moon to operate the gates, however, travelers may automatically set them to activate in reverse at a specific time, plus up to three additional times, each occurring at either 1 hour, 12 hours, or 24 hours after the initial retrieval attempt. Once activated, the Gate remains open on the world's surface for 10 minutes.

Creatures. A **ceroptor spy** (see page 669) and an **onaryx shockwarden lieutenant** (see page 647) stand watch here, having just recently served as an escort for Hegemony agents fleeing to Scarab Relay (see page 387).

A17. STASIS PODS

The door to this area is locked and freezing cold to the touch. Casual observation notes a rime of ice crystals tracing the outline of the door, sealing it to the metal jams. As with many rooms in this section of the Merciless Moon, it lost power centuries earlier. The internal temperature is just below freezing and so dark that it is nearly impossible to see without a light source. The coldness of the room devours any light sources or similar energies in order to power itself.

Situated around the perimeter of the room lie ten great stone sarcophagi arranged with their heads touching massive stone wall panels of faded bluish-gray in color. The stone is heavily etched with thousands of complex and interwoven runes.

Broad oval hatches seal each of the caskets, appearing to be held fast with locking clasps and tightened with threaded turnkeys. The caskets lids are clear though they seem to be filled with a reddish gas. The dense gas appears to have leaked from the pod's broken seal and spills into the room rolling low across the floor, not really doing a good job of dissipating.

The gas is slightly acidic and not much denser than the surrounding air. Anyone walking through the gas at normal speed stirs it up a bit causing it rise upward in small cloud covering a 10-foot-area centered on the square directly behind the individual that created the disturbance. Anyone occupying a square caught within a cloud must make a DC 23 Constitution save or have their eyes tear up from the stinging the toxins.

Creatures. The material used to seal the stasis pods has long since deteriorated. As soon as anyone comes near the pods, the dead things within sense them and begin banging frantically upon their lids of their stasis pods. If not released within 1d4 rounds, they drop the charade of being imprisoned and violently crash through the translucent pod shells. Erupting into the room, six **breathless ones** still dressed in the remnants of void suits, attack the nearest living creatures they see.

BREATHLESS ONES (6)

XP 7,200

hp 136 (see page 666)

A18. TECHNOLOGY ROOM

A framework of bluish metal displays strange webs of fibrous conduits. They rapidly shift their colors as pulses of energy swiftly navigate the tangled maze, their sparks jumping through various components wrapped in glittering foil paper and sealed with clear resin or vacuum tubes. Strange measuring devices with coiled springs and needles gauge unknown substances sending feeds of pressurized metal into to cylindrical glass monitoring portals spaced throughout the room swirl with plasma that dances rhythmically to an unknown, silent beat.

This room serves as the weave moon's central nervous system. It contains the rotational drive units, propulsion boosters, gravity conditioners, and similar machinery as well as the machines for recycling water, controlling the temperature and monitoring the chemical composition of the interior climate, and other artificial atmospheric compositions. There are many items here that, if damaged while in space, could easily render the moon inoperable.

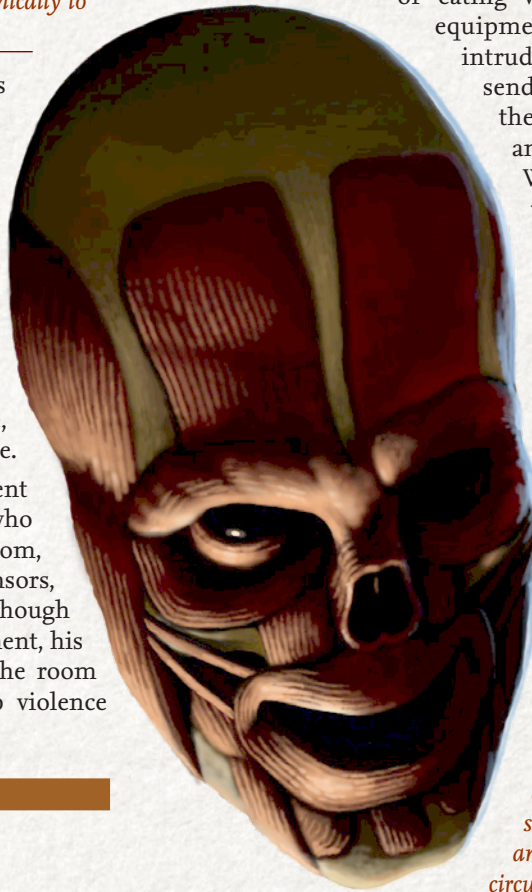
Creature. The weave moon's resident engineer Otris, an **ultari techlord** who spends most of his time in this room, obsessively tinkering with the sensors, machinery, and other devices. Although Otris is an extremely dangerous opponent, his primary concern remains to protect the room and he makes every attempt to keep violence from occurring within his lab.

MASTER ENGINEER OTRIS

XP 33,000

hp 315 (see page 655, **ultari techlord**)

During combat, Otris tries to get opponents out of the room and take the fight to the hall as quickly as possible to protect the machinery. Once in the hall, he seals the room as a bonus action by flicking a panic switch closing and locking the doorways to seal the room and tries to call for backup. If possible, he directs the fight towards the barracks or the bridge and uses his abilities to mask his escape and create added chaos. Lastly, he uses psychoporation if it becomes too difficult to keep mobile. Otris fights to the death.

**A19. BARRACKS**

Cage-like scaffolding partitions most of this large room into smaller cells. A good number have hammocks strung between the bars and contain a few pieces of mundane furniture, chests, mirrors and the like. Others are crammed large metal shipping containers, locked and sealed, tanks draped in blankets, marked water barrels, sealed containment vessels, basic tools for terraforming and basic construction, as well as other mundane cargo. In the far corner rests a makeshift kitchen and a dining area comprised of several long tables.

Creatures. A handful of shockwardens made up of four **onaryx shockwardens** (see page 646) and two **shockwarden lieutenants** (see page 648) about the area, some resting or eating while others converse or clean their equipment. The first individual to notice intruders calls out a shocked warning, sending everyone scrambling for cover as they quickly attempt to find their gear and suit up before engaging in combat. When the characters enter, only two of the shockwardens are suited up, the rest of them take 1d4 rounds to effectively ready themselves (though if cornered they fight with their natural attacks, special abilities, or whatever they happen to be holding at the time).

The containment vessels are sealed but not locked. Most contain protein-based food bars, while others contain sleeping blankets, clothing, spacesuits and similar equipment needed for surface exploration of quasi-hostile environments.

A20. SPINDLE CORE

A ceramic grid walkway encircles the perimeter of this cavernous cylindrical chamber. Suspended within the core, hovers a huge mechanical spindle made from metal shafts, radiating diodes, whirling gears and great ceramic disks inset with intricate circuitous patterns. It slowly rotates counterclockwise. Visible through thick glass panes set into the disks, bluish sparks of energy crackle and explode triggering large brass nodes on the exterior that radiate with a dull reddish glow.

Every so often energy surges into the nodes launching bolts of orange and violet plasma that savagely race up and down the length of the spindle. High above and far below, the colors separate and the plasma coils into viciously swirling cyclones that radiate intense heat.

Development. In order to reactivate the weave moon, Otris had to convert the core drive system by using ion cannon thrusters powered by the currents of highly unstable radioactive plasma. As long as the energy from the spindle core remains contained within its nanite-reinforced glass shielding-

chamber, there is no danger of exposure to the unstable and highly radioactive plasmas within. The nanite-reinforced glass (AC 18, damage threshold 8, hit points 200) can be broken with a DC 25 Strength check. The glass regenerates 10 hit points per hour if left undisturbed as the nanites repair the damage.

If the glass breaks, the thrusters continue firing off erratically, launching bolts of radioactive plasma through the entire chamber. Each round, 1d6 bolts of plasma randomly fire into the surrounding room. Determine the direction at random using 1d8 to represent the cardinal compass directions (1 is north, then determine the direction by counting clockwise). Each plasma bolt travels in a straight line from the spindle core towards one of the characters (chosen at random) and continues until it hits a solid object. Any creatures in the path of the bolt risks getting hit. Upon impact with a wall or similar solid object, the bolt explodes in a 20ft sphere centered on the point of impact. The blast disperses with a bright flash leaving the entire blast area washed with high radiation:

Radioactive Plasma Bolt. +10 to hit, 35 (10d6) fire and 35 (10d6) lightning damage.

Radioactive Burst. A radioactive cloud in a 20-ft. sphere. The cloud is considered to be highly radioactive (see the sidebar). Each exposure to the radioactive burst requires a DC 20 Constitution saving throw or the target gains three levels of exhaustion from the radioactive elements.

The spindle core continually fires bursts at this rate for 1 hour, after which it begins slowing down to a rate of 1d6 per minute for another hour, then 1 every 1d20 minutes for the final hour. Even after the blasts stop, the radiation remains. It takes 48 hours for radiation levels to drop to medium, another week for them to drop to low, and a month for them to return to normal.

CONCLUSION

The defeat of Shokar-Mak successfully completes the adventure. With the ultari warlord destroyed, it's a short matter of time before the allying forces on Qanna's remaining moons unite and drive off the last of the Hegemony forces. The characters may wish to aid them in this task, however, it's left to the GM to determine how they would run such a scenario.

The Weave Moon is unable to fly due to the deterioration of age. Its components and the technology that it guards could serve the Accord well in their coming battle, but the true prize is the portal that the remainder of the Hegemony fled through. Soon it will be time for the characters to follow them and seek their final.

RADIATION

Radiation can be naturally or artificially produced. All stars produce radiation in some variety, and planets closer to these stars typically suffer more severe effects than worlds farther away. Many starships and other pieces of technology incorporate radioactive parts and fuel cells that can flood an area with harmful radiation when ruptured or exposed. Ancient alien civilizations might leave behind powerful artifacts that emit harmful radiation. Whether the source of the radiation is natural or artificial, any character in an environment rich with radiation may suffer some negative effects for exposure.

Radiation is a contact poison effect the severity of the exposure determines the lethality of the dose (and the DC). Creatures that are exposed to radiation must make a Constitution saving throw each round or suffer levels of exhaustion, as set out in the Radiation Damage table.

Radiation is poison damage and any ability or spell that affects poison will, likewise, affect radiation damage. Creatures that are immune to poison damage take no damage from radiation, and creatures resistant to poison damage reduce the strength of the effect by one step. For example, one level of exhaustion would become poison status effect.

RADIATION DAMAGE		
Radiation Level	DC	Failed Saving Throw
Low	10	One level of exhaustion
Medium	15	Two levels of exhaustion
High	20	Three levels of exhaustion
Severe	25	Four levels of exhaustion

To Kill A Star

LEGENDARY PLANET: CHAPTER SEVEN

INTRODUCTION

To Kill a Star concludes the Legendary Planet Adventure Path, as the PCs having thwarted the great counter-offensive the Hegemony planned to launch from the gas giant of Qanna and resolve to end the war once and for all with a desperate strike into the very heart of the Ultari Hegemony. The secretive Hegemony has wiped knowledge of their core capital's location from all computers and navigation systems and even from the minds of its servants, though examination of Mind Tyrant systems leads the heroes into the Latere Nebula, a cosmic graveyard of dead gods whose essence is mined by deathless champions to power their entropic mission to end all that is. Yet they know a perilous passage that can take the PCs directly to the doorstep of their hidden refuge, if they dare cross the bridge of the infinite through the Titan's Maw.

After the PCs pass through a black hole, they exit the singularity right in the literal backyard of the ultari base, a vast Dyson Sphere trapping the singularity star of **Faa Dlan** and drawing upon its stellar fires and nigh-limitless power to keep secret and safe the heart of their civilization. They must force their way into one of the sentinel towers surrounding the impervious sphere, battling its guardians to access the vast transit network within. Here they find an unexpected ally, a long-lost spy for the Bellianic Accord, who with her ghostly kin have been gathering information here for years but have been unable to escape back across the endless void to return and report.

Navigating to the capital city of Atlas Major, the heroes must force an entrance by power or persuasion and meet up with their allied spies to get a clearer picture of the situation in this vast megalopolis. The war is going poorly, and propaganda has not been enough to quell dissenters among the ultari's allies, and even among the once-united ultari themselves. The PCs can incite the jagladine and onaryx to turn on their masters and reach for power themselves, if they can but break the immortal hold the ultari have in the degenerate last progeny of the Principalities themselves.

In victory, the PCs can trigger an all-out civil war that begins to turn into a purge but find themselves trapped within the sphere as the chaos and carnage mounts. If the power of the Hegemony is to be broken once and for all, it is here. The sphere must be shattered and the star destroyed to end ultari tyranny forever. Veterans of the psychic wars, they unlock an ancient secret that may allow them to put the Ultari Hegemony to a final explosive end, but it will take literally all they have to descend into depths where none can survive, at long last *To Kill a Star* and write their names across the cosmos.

ADVENTURE BACKGROUND

Thousands of years ago, most of the cultures spread across the galaxy were still young. Gods experimented with their favorite races, tribes warred and most planets knew very little of life among the stars. Recondite powers from outside time and space walked between dimensions, edifying or destroying worlds with their very presence. The disruption of dimensions combined with the powers of creation and entropy to forge anomalies and singularities in a universe already filled with wonder.

The mortal races who now explore both cosmos and planes might have been young, but the universe they live in was not. Before the oldest dragons were born; before the wisest angels and devils answered mortal prayers, space had already seen hundreds of dynasties, empires, wars, and extinctions. When the Principalities that threatened peace in the galaxy sought to amass forces and control every world they could touch, they were just another chapter in the eternal struggle between good and evil.

Still, the Principalities left their mark. They enslaved entire systems and shattered planets in their war against the Bellianic Accord. The farther out their borders reached, the more secure they felt in their home system. As a demonstration of power, they collapsed the nearest star, creating a black hole through which they disposed of both refuse and rivals. The execution of their enemies by wormhole became a high ritual attended by their most accomplished officers. More than a few members of the Accord sacrificed themselves for small gains against the Principalities, and many of the galaxy's greatest heroes, some of them gods in their own right, were crushed by the singularity known as the Titan's Maw.

Eventually the Accord prevailed over their tyrannical enemies. They locked the Principalities in a secret dimension accessed only through the center of their own star and threw away the key. For thousands of years, the loose cults and secret societies that remembered the ancient war sought a way to loose these evil powers and restore them to prominence. The Ultari Hegemony was born—several factions united with this one diabolical goal.

The Hegemony approached their agenda with careful planning and stealth. They conceived a way to find and free their inimical idols from temporal stasis. To that end, they located the prison-star of the Principalities' home world. Agents of the Hegemony discovered that Titan's Maw had moved closer to their star over the centuries, disrupting the orbits of her planets and eventually devouring all but the closest one. Hegemony scientists built a Dyson sphere around the sun and its lone partner. They included technology that slowed the

Titan's Maw's approach and worked to analyze the star, looking for ways to reach (and then release) the Principalities. Every alien contact, every new ally, and every plot to enslave a world or build the Hegemony an intergalactic army was hatched from this unique metal shell.

Now the leaders of the Ultari Hegemony return to their vast hidden starbase sanctuary in full retreat. Though their nemeses in the Bellianic Accord were thought vanquished or dormant, a small band of relentless heroes has consistently disrupted their efforts until a recent confrontation on the moon of an immense gas giant. The Hegemony flees through a gateway to bring their pursuers closer to death. Meanwhile they rush to their Dyson sphere and their own last line of defense.

ADVENTURE SUMMARY

Faa Dlan is the heart of the Ultari Hegemony. It is not only the birthplace of their greatest patriarchs and matriarchs, it is believed that Faa Dlan, the star at the Dyson Sphere's heart, is a nexus point to the subspatial null-void in which the Patrons long ago sealed the Principalities. The scope of the adventure is vast and the stakes titanic, and in the end the PCs must face a final sacrifice that will bring freedom to the stars and make them truly immortal.

In Part 1, the PCs arrive at a deep space relay station to find the ultari fleeing the previous adventure have vanished with little trace. Clues point towards a vast nebula inhabited by spirits of entropy and destruction, yet they themselves have little loyalty to the ultari and offer a harrowing shortcut to the ultari homeworld through the Titan's Maw, a black hole.

Part 2 brings the PCs to the surface of the Dyson Sphere that forms the ultari homeworld. They must infiltrate its defenses, seek out information, and explore the high-speed transit network that provides transportation through the sphere, facing challenges along the way.

In Part 3, the PCs arrive in ultari capital of Atlas Prime, where they must explore the political situation and avoid detection as they figure out which factions they can manipulate and undermine while they research how to destroy the Ultari Hegemony from within. They discover hidden secrets that offer the chance to not just bring down the empire but to destabilize the singularity star of Faa Dlan itself and destroy the entire sphere and everyone in it.

In Part 4, the PCs undertake a desperate gambit as the Hegemony factions turn on each other, plunging deep into the heart of Faa Dlan to find the breach nexus to the prison plane of the Principalities where they must use all their powers *To Kill a Star!*

BEGINNING THE ADVENTURE

To Kill A Star can begin after the PCs return to Argosa for a final consultation with the Bellianic Accord, or if you wish it can begin *in media res*, with the party in hot pursuit of the Ultari forces in full retreat. In either case, once the PCs activate the gate from the Weave Moon using the coordinates left behind by the ultari, they emerge from the Scarab Relay gate to find themselves outside a shimmering cloud of blue and white gas. The PCs could go around the immense cloud, but even with the power of star flight they could fail to catch their quarry. Instead, they are led to pursue through the Latere Nebula, an ancient collection of dust, undead, and necromantic energies. The party might regret this shortcut, as the very substance of space and time attacks their life force. However, amid fighting the undead and the nebula's sole living resident, the party discovers an ancient disagreement. Exploiting it carefully may allow them to gain passage from the nebula to the Dyson sphere before their fleeing enemy can activate their defenses.

PART 1: THE BLACK NEBULA

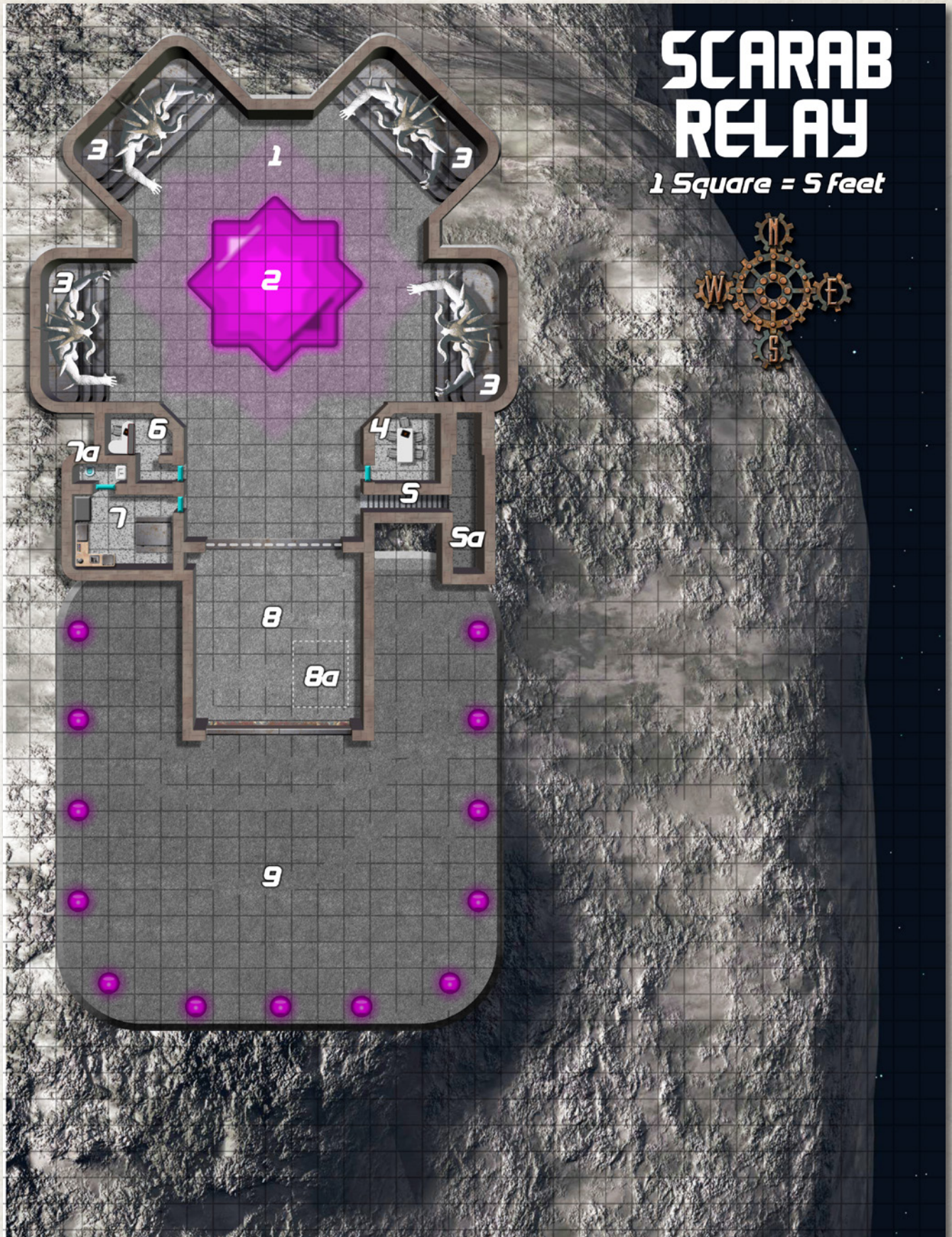
After their victories on the moons of Qanna and their first encounter with the legendary ultari themselves, shattering their hoped-for final offensive and fully putting them on the retreat, the PCs are now in a position to break the back of the Ultari Hegemony once and for all. Their allied forces in the Bellianic Accord can make use of the multiple gates of Qanna to strike out and turn back ultari incursions and keep them scattered and on the run, but only the PCs have the strength and skill to seek out and strike at the heart of the ultari empire. When the ultari leadership fled from the Weave Moon, they were not able to sabotage the gateway that led them onward, leaving a precious clue – coordinates to the relay station they used to depart. Senior leadership would need to make a full report to the high command. Many spies have sought the ultari homeworld, rumored to lie within a hidden star system that none have ever been able to locate and survive to return.

The PCs' encounter with the ultari and their technology indicates that they integrate psychic power with their magic and technology but withhold psychic power from their allied races like the jagladine, onaryx, bil'djooli, and klaven. However, it also suggests that some of their bases or structures are exposed to the void of space, so PCs should be prepared for the most hostile of environments. The PCs can use the gate from the Weave Moon, programmed with the aid of the *Opus Aeterna* and the trace data from the fleeing ultari, to pursue the enemy leaders and hopefully uncover their final location, scout the area, and set the stage for an all-out assault. Or, as champions of destiny, they could seek to cut the head off the ultari snake themselves and bring an end to this war forever.

Added Equipment: Relstanna and her friends on the Bellianic Accord stand ready to aid the PCs in their final quest, and they offer to them a number of items they have researched and crafted to assist them, including:

SCARAB RELAY

1 Square = 5 Feet



- A *+1 fortified vac suit* (treat as *+1 plate* that also acts as a *necklace of adaptation* [including complete protection from all radiation and exposure to vacuum] for 8 hours which recharges after a long rest. This particular suit's fortification has a 75% chance of cancelling critical hits, causing them to function as a normal hit.
- A number of *necklaces of adaptation* with the additional trait that they allow for adaptation to any natural environment (including the void of space). The number provided can be determined by the GM based on how many PCs need help moving through hostile terrain.
- A *bracelet of friends* with charms for each character, cohort, familiar, companion. This bracelet is a legendary magic item that does not require attunement. It allows the owner to summon anyone, no matter the distance, to their location so long as the target is willing. The charm for that particular person burns out when used).
- An enhanced *staff of healing* that also can perform the following spell effects: *protection from poison* (1 charge) *revivify* (3 charges), and *heal* (6 charges).
- An *iridescent spindle ioun stone* (a *legendary ioun stone* that sustains the wearer without air).

With their fervent wishes for success and anticipation of a triumphant return that will write their name in the stars, their allies accompany them to the Weave Moon and make ready the gateway to pursue the departed ultari leaders.

A. SCARAB RELAY

When the PCs arrive here, they find the relay station deserted. In the unlikely event that they pursue the fleeing ultari at the end of the previous adventure immediately rather than waiting to heal, regain spells, purchase or craft equipment, etc., the damage dealt by the fleeing ultari to the relay station delays their transit through the portal, allowing the ultari to make good their escape.

1. TRANSMAT NAVE

The now-familiar stretching of time and space warps the universe around you, bending endless streaks of light and phantasmagorical whorls of color and muffled sound. Once such journeys left you dizzy and adrift, but now it seems almost comforting to slide through the hidden ways of the Patrons' embrace, feeling the cosmic peristalsis contract inward as you slip in between moments with dreamlike smoothness. Sparkling lights coalesce before you into a nova-bright pulse as your mind, body, and spirit merge once more into the realm of the material. The slip back into reality seems to stretch onward uncomfortably, however, as your joints seem to deform and pop as your body is nearly pulled apart by an awkward straining, as though the portal beyond keeps sliding away and taking part of you with it. Discordant high-pitched whines and rumbles echo and vibrations rattle your very soul until, with a deafening tearing sound you suddenly hurtle through the gateway and slam hard into a glowing platform of cracked lavender crystal.

Blinking your eyes into focus, a vast angular chamber soars above you, with pillared alcoves flanking the chamber on every side but one, where an immense portico leads to a set of massive sliding metal doors.

Characters arriving here without ultari escort are immediately set upon by the aluum guardians in the alcoves (area 3). This chamber and all of the Scarab Relay station contain breathable atmosphere.

Special: The entire chamber is under a *hallow* spell, and as part of that enchantment all invisible creatures in the chamber become visible. In addition, the entire relay station is an area of **low gravity** (see page 499).

Development: The violent portal displacement caused by the damaged portal mechanism causes creatures emerging from the portal to take 42 (12d6) points of force damage and be knocked prone and unable to take bonus actions or reactions for 1d4 rounds. Characters can make a DC 20 Constitution saving throw to take half damage and be unable to take bonus actions or reactions for only 1 round.

2. ARRIVAL STAR

The floor here is raised a foot above the surrounding floor in a massive eight-pointed star of faintly glowing lavender crystal. The glow seems to intensify wherever your feet touch it, leaving luminous footprints behind you as you move. Milky whorls within the crystal seem to quiver and shift like turgid ooze, drawing the eye and making you feel as though you are about to stumble even though it feels perfectly solid and smooth as glass.

The arrival star is disorienting to those nearby, causing them to take a -1 penalty on attack rolls and ability checks as long as they remain within 5 feet of it (no save). Once they leave it (or if their line of sight is interrupted, such as by magical darkness), they can attempt a DC 20 Wisdom saving throw each round at the beginning of their turn to end it. A creature falling prone on the arrival star is also blinded for 1 minute but can attempt a DC 20 Wisdom saving throw at the end of each of their turns to end the blindness.

3. ALUUM ALCOVES

A metallic titan with glowing eyes stands motionless in this vast alcove, adopting a triumphant stance down from a raised dais in the rear of the alcove, stepping down into the central nave.

These automatons are guardians of the station left by the ultari and poised and ready to pounce on creatures arriving in the transmat nave that are not accompanied by ultari. If the PCs have disguised themselves as ultari, such as with illusion magic, the aluums do not immediately attack; however, they have been programmed to await a two-step passcode – “Devotion is Life” followed by “and Life is the Law.” If this passcode is not given within 1 round of arrival, the aluums attack, though they focus their attacks against creatures that do not appear to be ultari if possible.

ALUUM TITAN

Gargantuan construct, unaligned

Armor Class 22 (natural armor)

Hit Points 310 (20d20 + 100)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	9 (-1)	20 (+5)	3 (-4)	11 (+0)	1 (-5)

Damage Immunities poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

Damage Resistances acid, cold, fire, lightning, necrotic, radiant, thunder

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 120 ft., passive Perception 10

Languages Understands the languages of its creator but can't speak

Challenge 17 (18,000 XP)

Immunity to Magic. An aluum titan is immune to any spell or spell-like ability that allows spell resistance. In addition, certain spells and effects function differently against the creature. A magical attack that does necrotic deals no damage, but speeds up the aluum's attacks and movement as if it were under the effects of a *haste* spell for 1d6 rounds. A magical attack that does radiant damage slows the aluum as if by a *slow* spell for 1d6 rounds and dispels any haste effects currently affecting it. *Magic jar* confuses the creature for 1d6 rounds.

Immutable Form. The aluum titan is immune to any spell or effect that would alter its form.

Magic Weapons. The aluum's weapon attacks are magical.

Second Save. Whenever the aluum titan fails a saving throw against an effect with a duration greater than 1 round, it can keep trying to shake off the effect. At the start of its turn, if it's still affected, it can attempt the save one more time as a free action. If this save succeeds, the effect affects the aluum titan as if it had succeeded at its initial saving throw. If the effect already allows another saving throw on a later turn to break the effect (such as for *hold monster*), this ability is in addition to the extra saving throw from the effect.

ACTIONS

Multiattack. The aluum titan uses soul shriek (if available) and then makes two paralyzing slam attacks.

Paralyzing Slam. Melee Weapon Attack: +14 to hit, reach 20 ft., one target. **Hit:** 34 (6d8 + 7) bludgeoning damage. If the target is a creature, it must succeed on a DC 20 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Soul Shriek (Recharge 5-6). The aluum titan's enslaved souls may emit a keening wail in a 15-foot cone. Each creature in

that area must make a DC 20 Constitution saving throw, taking 45 (10d8) thunder damage and are stunned until the end of their next turn on a failed save, or half as much damage and not stunned on a successful one.

REACTIONS

Block Attack. As a reaction the aluum titan may negate all damage done by a single attack made against it.

LEGENDARY ACTIONS

The aluum titan can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The aluum titan regains spent legendary actions at the start of its turn.

- **Pummel.** The aluum titan makes a paralyzing slam attack.
- **Soul Recharge (Costs 2 Actions).** The aluum titan recharges soul shriek and uses it.



4. MEETING ROOM

A large table surrounded by chairs of various sizes and shapes dominates this room. Large white metallic panels hang on each wall.

This meeting room contains nothing of interest, though characters with psionic abilities or psychic spellcasting who touch the white metallic boards find them to be psychoreactive and allow them to draw detailed images with simple physical contact in whatever colors they imagine.

5. STAIRS BELOW

A smoothly polished metal staircase leads down to a set of narrow corridors lined with metal doors.

This staircase leads down 15 feet to a perpendicular hallway (5a) that links a series of 50-foot-long corridors. Each corridor has 5 doors down each side, and each door opens into a sparsely furnished 10-foot-square room with its own built-in light source and air supply. These rooms serve as quarters for the staff operating the Scarab Relay, but with the station's evacuation they are currently unoccupied and contain nothing of value. A quick search with a DC 15 Wisdom (Perception) or Wisdom (Survival) check shows evidence of a hasty departure, including a few discarded personal items.

6. COMMAND CENTER

A short flight of steps leads up to a series of chairs and crystalline displays, all shattered and demolished, with large spherical sections entirely missing as if disintegrated.

This place has been trashed so the arrival star is a one-way arrival portal. Several essential components have been removed in addition to the raw destruction here, so that even if the consoles are repaired the portal will not work to redirect travelers from the Transmat Star to arrive at the Dyson Sphere. Those components have been taken inside the Dyson sphere and are not subject to *wish* spells from outside the Sphere.

A DC 25 Intelligence (Engineering) check along with a DC 20 Intelligence (Investigation) check is able to recover fragmentary data from shattered bits of a data core that reveals multiple trips from landing platform into the Latere Nebula, which may lead PCs to go there following what they think are the fleeing ultari, though in reality it represents multiple trips back and forth made by the nightshades.

7. LOUNGE

This comfortable room contains several small tables with chairs as well as plush divans and a small bookcase with colorful tomes in a variety of alien languages. One corner of the room contains floor-to-ceiling cabinets and several odd metallic devices.

The cabinets contain preserved alien foodstuffs, much of which is edible by PCs, though there is a 50% chance that any given item consumed is either spoiled or indigestible, acting like a randomly determined poison. The metallic devices,

some flat and some pot-shaped, are made of a psychoreactive material that can be commanded to heat or cool by creatures with psionic abilities or psychic spellcasting abilities.

A lavatory is located at 7a, which vents out into space.

8. AIRLOCK

Massive reinforced metal doors slide together on both sides of this 15-foot-wide chamber, with small control panels displaying blinking lights near each door.

The inner and outer doors of this chamber are secured with powered mechanical locks (Dexterity [thieves' tools] DC 30), characters trained in Intelligence (Engineering) add one-half their proficiency bonus in that skill to their Dexterity check to disable the lock. In addition, a successful DC 15 Intelligence (engineering) check reveals the airlock function of the controls, allowing a PC to pressurize the chamber within and fill it with breathable air, taking 2d6 rounds.

The section of the airlock marked 8a has a retracting wall and ceiling, allowing only a small portion of the larger airlock to be sealed and used for smaller creatures coming to and fro. Operating this smaller airlock system requires the same skill checks as above. The mechanism takes 1d4 rounds to extend and seal the 10-foot-wide, 10-foot-high tunnel, and it can be pressurized and filled with breathable air in only 1d3 rounds.

9. LANDING PLATFORM

This wide, angular platform is open to the sooty, airless vastness above. A low railing surrounds the edge of the platform, with a drop of 20 to 30 feet to the rocky surface below. Strange runes are inlaid into the platform in faintly glowing purplish crystal, giving off a dim light.

This platform is a landing spot for the nightshades and their minions. The runes form a necropsychic beacon, aiding undead creatures attuned to it in locating the platform even across the vastness of space, allowing them to determine its direction. This purpose can be understood with a successful DC 20 Intelligence (Arcana) check, with a +2 bonus on the check for characters who use psionics or psychic magic or who are specialist wizards in the school of necromancy.

B. DEAD SPACE

The Latere Nebula shares several common traits with other events of its type. Planets, stars, and other bodies float inside a cloud of condensed gas millions of miles across. Some orbit the nearest heavier bodies, some drift freely in the dark eternal night. Latere has its unique characteristics, however. The entire expanse overlays a coterminous reach of the Negative Material Plane, where the borders between the nothingness of space align with the nothingness of oblivion. This thin veil between realities is maintained by a hungry wormhole called the Titan's Maw—a vortex of destruction that pulls in all matter, life, and light. Anything on the far side of the vortex is crushed by a

combination of immense gravity and the drain of entropy. The remains are sucked through time and space; deposited in the Latere formation, where time and exposure to negative energy further erode the integrity of any matter that remains.

The opening end of the Titan's Maw is just outside an ancient solar system long forgotten by most of the cosmos. A single star resists the vortex, burning inside an artificial metal shell that forms a perfectly balanced Dyson sphere. This structure locks away a dimensional entry to the quantum prison where the villainous Principalities, ancient enemies of the Bellianic Accord, wait in permanent temporal suspension. The original members of the Ultari factions built the sphere quickly when they realized they needed a protected base of operations and to buy time to release their idols from incarceration.

The large star once warmed the face of thirteen planets, but those were pulled into the Titan's Maw one by one. The gas and fine dust from those planets are the remains of the vortex's most recent victims. The Titan's Maw has claimed stars, worlds, moons, and even a handful of gods. Now the PCs emerge from the gate at Scarab Relay to chase down their enemy and eliminate the threat they pose forever.

B1. ANNIHILATION STATION

The Patrons of the Bellianic Accord may be transcendent planners and mathematicians, but the Ultari know how to place their own contingencies. For centuries the path from the Scarab Relay to their adopted home system has been under tireless vigil by a squadron of roaming warcraft. These autonomous robots scout space outside the Latere Nebula, with two guardians always stationed within close range of the portal's arrival point. There are 12 total robots in the area, though most are too far away to initially notice any traffic here on their own.

Sensors on board Scarab Relay alert the nearest void-dwelling guardians left behind by the ultari, rocket-powered insectoid automata known as astro-annihilators. Two astro-annihilators arrive at Scarab Relay within 1 minute of the PCs' arrival. If PCs are outside the station, the annihilators open fire with their long-range weapons while approaching. Spotting the robots is difficult against the background of the nebula and the starry void, requiring a DC 22 Wisdom (Perception) check to spot them before they approach within 200 feet. The astro-annihilators prefer to wait until they are within 120 feet before activating their braking jets and unleashing their chain guns and plasma lances.

If PCs remain within the station when the robots appear, they soar and land but may be more easily noticed with a DC 17 Wisdom (Perception) check. When PCs encounter the annihilators, the following:

The coldness of outer space outside the relay station sets in as quickly as the sensation of zero gravity outside the station's confines. The starry void beckons from one horizon, while an enormous cloud of translucent blue-gray gas extends up, down, left, and right on the other side for as far as the eye can see. The surreal moment is shattered by the drone of void engines and the arrival of dangerous energy blasts erupting from enormous insectoid automata.

ASTRO-ANNIHILATOR (2)

Gargantuan construct (robot), unaligned

Armor Class 18 (skymetal armor plating)

Hit Points 350 (20d20 + 140) plus 80 hp *force field*

Speed 50 ft., climb 20 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	24 (+7)	24 (+7)	13 (+1)	14 (+2)	10 (+0)

Damage Resistances cold, fire; bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't adamantine.

Damage Immunities necrotic, poison, psychic

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned, stunned

Senses darkvision 60 ft., passive Perception 12

Languages Common

Challenge 18 (20,000 XP)

Combat Hardened. The astro-annihilator's advanced robotic frame provides a measure of protection against attacks. The annihilator has a damage threshold of 10. It reduces all damage per attack by 10. Damage over this threshold is subject to its resistances.

Legendary Resistance (1/Day). If the astro-annihilator fails a saving throw, it can choose to succeed instead.

Siege Monster. The astro-annihilator deals double damage to objects and structures.

ACTIONS

Multiattack. The astro-annihilator makes two Chain Guns attacks or two Claw attacks. The robot



may instead opt to make 1 Chain Guns attack against every target in a 100 ft. cone.

Chain Guns. *Ranged Weapon Attack.* +13 to hit, range 100/200.
Hit: 35 (8d6 + 7) piercing damage.

Claw. *Melee Weapon Attack.* +13 to hit, 20 ft. reach. *Hit:* 21 (4d6+7) slashing damage.

Plasma Lance (Recharge 5-6). All creatures in a 120 ft. line take 35 (10d6) fire damage and 35 (10d6) lightning damage.

Booster Jets. As a bonus action, the astro-annihilator increases its fly speed to 120 feet until its next turn.

REACTIONS

Braking Jets. An astro-annihilator uses its braking jets to slow its interplanetary flight through the void. If it falls, as a reaction it can use its positioning jets to slow its fall as if it had cast *feather fall*. It also can use this ability when a creature attempts to push or pull it, giving that creature disadvantage on their Strength (Athletics) check.

Interplanetary Booster. Once per hour, an astro-annihilator can boost its fly speed to 10 times normal for 1 minute.

B2. NEGATIVE SYNERGY

Once the party annihilates the annihilators they can fully take in their surroundings. Read or paraphrase the following.

A shimmering barrier of blue-white mist swirls in slow rotation. Outside it the void stretches for eternity in every direction. The distant stars of alien constellations twinkle against the black backdrop. Some shine brightly, while others are barely imperceptible. The cloud is incredibly bright, almost as if viewed in a sort of reverse spectrum. Beyond the barrier great tendrils of white gas indicate empty space within its expanse. Also visible are several points of darkness; black shapes floating in a cosmic fog.

One of the deadliest environments in all the cosmos, Latere is home to a number of destructive singularities, which motivated the Ultari to make their escape path to and around it. Their intention is for any pursuers to enter the nebula, encounter its inhabitants, and die.

The blue-white appearance of the gas outside the nebula is actually open space viewed in photo-negative. Though it takes a few minutes to adjust to the contrast, creatures inside the nebula see as if the whole expanse were dimly lit. Darkvision works normally in the nebula.

While the Shadow Plane and Ethereal Plane routinely overlay the Material Plane, this region of space is dangerously coterminous with the Negative Energy Plane. No life can survive here long—even the pre-destined player characters risk the erosion of their epic power. If the PCs enter the cloud, they immediately make Constitution saving throws (see below) against the nebula's effects (see below).

The Ultari chose to skirt Latere during their retreat for multiple reasons. The expanse is thousands of miles across, meaning any pursuit must have a ship or other interstellar

travel to follow them. The nebula's inhabitants are powerful undead and other creatures who hate the living and attack aggressively. Finally, Latere is home to a vortex of negative energy that destroys anything travelling through it.

The Principalities' plan has one two flaws. First, successfully riding the vortex to its other side deposits the PCs very close to the Dyson sphere that surrounds the Ultari's home star (see **Chapter Two**). The PCs could possibly reach the star just after their quarry arrives. Perhaps an even costlier mistake, the undead who inhabit Latere chafe at the idea of a living dragon in their presence, or that the Ultari have hidden away these centuries with no tribute, only to resurface with the intention of dominating the cosmos instead of ending it. They are merciless, evil creatures but may be willing to let the PCs pass if it means ending their relationship with the Ultari.

Any references to travel through the nebula assume the PCs have access to interstellar travel. Even a relatively small nebula can span multiple stars, so traditional flight speeds are insignificant in terms of crossing through the gas cloud or between its encounters. Creatures with the starflight special ability (including the PCs; see page 500) can move between the encounters in **Chapter One** in 10-60 (1d6 x 10) minutes. Creatures with the ability to move through space under their own power but that lack starflight take three times this amount of time.

To Kill A Star is an incredibly lethal adventure even for the most powerful player characters. Throughout the adventure, immortal enemies with godlike power defend themselves against the party's intrusion, and the environment alone can (and has) reduce(d) deities to lifeless husks. To offer additional flavor (after all, there's no "atmosphere") and afford the PCs additional opportunities to gain experience, consider the following additional encounters as they travel the vast distances in **Chapter One**.

D8	ENCOUNTER	REFERENCE
1	1 supermassive singularity	See Chapter 14 (page 705)
2	1 ghost dragon*	see <i>Creature Codex</i> from Kobold Press
3	1d4 astro-annihilators	See area B1
4	1d4+2 living nebulas	See Chapter 14 (page 693)
5	2d8 undead mi-go	See area B5
6	1 star blight	See Chapter 14 (page 704)
7-8	interstellar haunt	See area B6

* If you cannot access the creature stats online at 5eSRD.com or in the *Creature Codex*, substitute 2d8 wraiths.

Hazard: The party faces significant danger just being inside the nebula. For every hour a living creature remains inside the gas cloud it must succeed on a DC 25 Constitution saving throw or gain a level of exhaustion that cannot be recovered until they have left the nebulae. Magical effects also lose their power within the nebula. Ongoing spell effects have their variables reduced by half every hour they are in the nebula until their modified duration expires. In these cases, the spells effects are automatically dispelled. Spells and effects that protect against necrotic damage or exhaustion are also effective against this hazard.

B3. SHARKWAVE

As the party makes its way through the nebula, one of Latere's most terrifying inhabitants catches their scent and begins to hunt them. This formidable terror is Broln, and it hunts the nebula with insatiable hunger. The nightwave flies through the nebula, seeking any semblance of life to devour, and reducing any matter it encounters to dust. The mythic life force of the PCs shines brightly in a place like Latere, so the beast rushes to consume their life and light.

You may unleash this attack in a violent frenzy, or he may soar through the party, snatching one member and swimming off into the void to devour his victim only to return later, or he may appear unlooked for as the PCs are concluding a battle against a randomly encountered foe, in which case it may attack the PCs or their enemies.

Creature: Broln arose from the psychic energy of nightmare cults across many worlds, though it hears none of the prayers of its would-be supplicants praying for world-ending tidal waves. Instead, it soars and swims through the murky nebula ocean that is Latere and devours anything and everything it sees. It is always accompanied by a summoned nightwing.

BROLN, BLACKSTAR NIGHTWAVE

Gargantuan undead (mythic), unaligned

Armor Class 20 natural armor

Hit Points 459 (17d20 + 119)

Speed 0 ft., fly 60 ft. (hover), swim 60 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	7 (-2)	25 (+7)	5 (-3)	14 (+2)	18 (+4)

Saving Throws Dex +5, Wis +9

Skills Perception +9, Stealth +18 (in dim light and darkness only)

Damage Immunities cold

Damage Resistances acid, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks that are not silver

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned, prone, stunned

Senses darkvision 120 ft, passive Perception 19

Languages Abyssal, Common, Infernal; telepathy 100 ft.

Challenge 21 (33,000 XP)

Blackest Depths. The nebula clouds in which Broln swims become as chill, dark, and heavy as those in the deepest reaches of terrestrial oceans. All nebula clouds within 60 feet are completely dark (as *darkness*), and creatures within this radius take 10 (3d6) points of cold damage and 10 (3d6) points of bludgeoning damage at the end of their turn each round if they remain in the area at this time. A DC 25 Constitution saving throw negates the crushing damage. Incorporeal creatures and creatures with the aquatic or water subtypes native to deep waters do not take this damage, and *freedom of movement* protects against the bludgeoning damage but not the cold damage. Any magical light effect within this radius at the beginning of the nightwave's turn is dispelled (treat as 9th level *dispel magic*). This effect does not extend out of the nebula. In addition, unless Broln is incapacitated, it and undead creatures of its choice within the aura have advantage on saving throws against features that turn undead.

Blood Frenzy. Broln has advantage on melee attack rolls against any creature that doesn't have all its hit points.

Devil's Sight. Magical darkness doesn't impede Broln's darkvision.

Intergalactic. Broln is adapted to the vacuum of space and is unaffected by the lack of air or other negative environmental effects associated with the void. It may also move through the void using its fly speed. When traveling long interstellar distances it takes 1d10 months for him to move between star systems and 1d10 days to move between planets within a star system.

Legendary Resistance (3/Day). If Broln fails a saving throw, he can choose to succeed instead.

Magic Weapons. Broln's weapon attacks are magical.

Sunlight Sensitivity. While in sunlight, Broln has disadvantage on attack rolls, as well as on Perception checks that rely on sight.

Void Entity. Broln can't leave the confines of space, nor can it be banished or otherwise transported out of the void.

ACTIONS

Multiattack. Broln makes three attacks with its void bite and one attack with its tail slap.

Void Bite. *Melee Weapon Attack:* +16 to hit, reach 30 ft., one target. *Hit:* 36 (5d10 + 9) piercing damage and 14 (4d6) cold damage. If the target is a creature of gargantuan size or smaller, it must succeed on a DC 23 Dexterity saving throw or be swallowed by Broln. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside of Broln, and it takes 21 (6d6) necrotic damage at the start of each of Broln's turns.

The target must also succeed on a DC 21 Constitution saving throw or its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until

the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0. If the target fails the save by 5 or more it also gains a level of exhaustion.

If Broln takes 50 damage or more on a single turn from a creature inside it, Broln must succeed on a DC 21 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of him. If Broln dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

Tail Slap. Melee Weapon Attack: +16 to hit, reach 20 ft., one target. *Hit:* 19 (3d6 + 9) bludgeoning damage and 14 (4d6) cold damage. This attack scores a critical hit on a 19 or 20.

Channel Energy (Recharge 5–6). Broln charges and shoots an energy beam in a 90-foot line that is 10 feet wide. Each creature in that line must make a DC 23 Dexterity saving throw, taking 35 (10d6) energy damage on a failed save, or half as much damage on a successful one. The energy type is chosen by Broln when he uses this attack. It can be any energy type except radiant.

REACTION

Bloody Blast. The first time Broln is reduced to half his original hit points his channel energy attack recharges and he can use it immediately as a reaction.

LEGENDARY ACTIONS

Broln can take 3 legendary actions, choosing from the options below. Only one legendary option can be used at a time and only at the end of another creature's turn. Broln regains spent legendary actions at the start of his turn.

- **Feral Savagery.** Broln makes one melee weapon attack.
- **Cold Eyes (Costs 2 Actions).** A blast of cold air erupts from Broln's eyes. Each creature in two 60-foot cones must make a DC 21 Constitution saving throw taking 36 (8d8) cold damage on a failed save, or half as much damage on a successful one. A creature killed by this spell becomes a frozen statue until it thaws.
- **Wail of the Banshee (Costs 3 Actions, 1/Day).** Broln releases a bloodcurdling wail, provided that he isn't in sunlight. This wail has no effect on constructs and undead. All other creatures within 30 feet of him that can hear him must make a DC 21 Constitution saving throw. On a failure, a creature drops to 0 hit points. On a success, a creature takes 15 (2d10 + 4) psychic damage.

SUMMONED NIGHTWING

This bat-like creature uses a **young red shadow dragon**^{MM} for its statistics except change its type to undead.

B4. CRUSHING DESPAIR

The Latere Nebula is home to an assortment of undead, space-faring constructs, the dragon Ingulnexia (see **B7**), and a small number of outsiders with negative energy affinity. Truly living creatures connected to the Positive Energy Plane don't last long in the void, even if the residents don't find them and murder them just for being alive. Among the living outsiders roaming the nebula are a number of locusdaemons—powerful fiends who embody the hopelessness of death in outer space. Rarely, one of these daemons arrives when a mortal creature dies



traversing the nebula, or during its transport from the other side of the Maw. Locusdaemons who arrive here wander the nebula until called by some mortal spellcaster or conscripted by a ranking daemon seeking to bring more death to space.

Creatures: If only one soul in a million pulled into the Titan's Maw became a dreadful locusdaemon there could still be dozens of them floating throughout Latere. These daemons attempt to share their misery with any living creatures they encounter.

LOCUSDAEMONS (8)

XP 10,000

hp 190 (see page 673)

Development: The locusdaemons refuse to allow the PCs to live nor do they care whether the PCs prevail over the Ultari Hegemony. No level of negotiation (barring some magical effect like *charm monster* or *dominate monster*) can persuade the daemons not to murder the PCs.

B5. GRAVEYARD OF THE GODS

Any journey through the center of the nebula passes through the Graveyard of the Gods. A dark hollow inside the nebula—free of dust and gas—hosts the immense calcified bodies of dozens of once-powerful beings. Most of these corpses weren't gods but powerful immortal creatures whose remains resist the utter destruction of the Titan's Maw (even if their living forms failed to survive it). Several measured in mythic power and beyond, some of them the champions of the Accord when intergalactic war raged at its hottest. All have been forgotten in the millennia since they came to rest here.

Though the entire nebula is comprised of the dust of crushed planets, a few structures remain more or less intact. The most ancient of these floating bodies are literally the gigantic remains of deceased immortal powers. The bodies take many forms, but all are larger than the largest earthbound creatures. A few even seem to have other corpses trapped in orbit.

When the PCs have traveled inward from their encounters with Broln and the locusdaemons, read or paraphrase the following.

What showed as black spaces in the photo-negative appearance of the nebula take more foreboding form about an hour into the nebula. The colossal shapes of once-living creatures, some as large as small moons, float scattered throughout the celestial cloud. After a moment adjusting to the reality of creatures so large they remain visible in deep space, a low voice sounds out threatening words.

"Behold Latere, the graveyard of gods. All life ends and no power resists its inevitability. Gaze upon their bodies and know that nothing is immortal."

The voice sounds like a combination of animal growls and distant thunder. As it continues, the darkness of space coalesces into a single flat pane of obsidian stretching for hundreds of feet. A humanoid figure composed of solid blackness, save for a craggy white skull-like

face, steps onto the glass and advances swiftly. Behind and beside it, several insectoid creatures move up on its flank. Each one has a rotting carapace and a set of clawed legs that more resembles a tangle of vines.

"Nothing on this side of the Maw lives. No life survives. Whatever your errand, you have failed by coming here. Now you must die, as all things must die."

The strange figure is engulfed in uttermost blackness flowing up from the strange flat plane as the clawed and winged horrors around it take flight.

Creatures devoted to the nihilistic application of death generally care little for leadership roles or other conventions of the living. Over the early decades, however, the amount of death that took place in and around the Titan's Maw spawned uniquely powerful beings and invested them with incredible power. Most notable among these is Arasaim, a rare albino nightwalker directly imbued with divine might by the negative energy plane. Arasaim hasn't just seen worlds crushed in the black hole. He's fought avatars, heroes, and gods—any who entered his realm seeking to conquer death itself.

The only living creature he knowingly allowed to reside in Latere unmolested is the umbral dragon Ingulnaxia. When the Principalities yet schemed to spread their dominion over the galaxy, they collapsed a star with fell technomancy as a display of power. They sent hundreds of thousands of souls through the Titan's Maw, as example to those who would resist them, as execution of heroes who defied them, or as extermination of those they deemed incompatible with their future vision. The residents of Latere waited on the other side to welcome corpses, ships, and even planets into oblivion. To verify their enemies remained hopelessly eliminated, they bargained with Arasaim. In exchange for continued rapid use of Latere as a repository for the powerful dead, the Principalities negotiated the permanent residence of one living agent to monitor events and ensure the destruction of anything that survived the wormhole.

Arasaim chafed at this agreement in the beginning, but its power expanded with the nebula of condensed gas and crushed earth. Its discomfort turned to ire when the Principalities were defeated and the streak of vanquished souls broke into irregular events. Ingulnaxia promised that new champions would resume their work. Combined with the dragon's own prowess, that served as sufficient promise for Arasaim. When the black hole moved near enough to devour some of the planets orbiting the Principalities' home star, its death lust was temporarily sated. Centuries later, the nightwalker despises Ingulnaxia and all the living. It waits for an opportunity to dispatch the dragon, devour the Dyson sphere, or receive a payment in millions of deaths to reward its patience. The antipaladin may entertain any offer that includes one or of the three, and may provide hints about the Dyson sphere and that the Sentinel Towers are the only way to break in.

During combat with the PCs, Arasaim telepathically demands to know the PCs' purpose in the nebula, then communicates an offer. The nightwalker promises to allow the PCs passage from the nebula to the "star of the PCs' ancient enemies" on the

condition they find the umbral dragon in the nebula's center (see B7) and slay it. If the PCs agree, Arasaim tells them the dragon lairs in the skull of the dead god at the center of the nebula. It then proceeds to attack until it or the party is destroyed.

While it may bargain with the PCs, Arasaim is constitutionally unable to spare the party. Its unique tie to Latere and proximity to the negative energy plane means it reforms when new creatures die in the Maw or the nebula, so it can fight to the death and still return to verify that any deal it makes with the party is satisfied.

Creatures: Arasaim is one of the single deadliest entities in the cosmos. It abhors all life including the PCs, but it also seeks a way to rid Latere of its living occupants. It threatens and bargains telepathically, even as it fights to destroy them. Arasaim deploys patrols of undead mi-go, who explore the nebula and apprise it of changes and newcomers. They click menacingly but do not communicate out of turn.

ARASAIM, THE DARKNESS

Huge undead, chaotic evil

Armor Class 20 (entropic shadow plate)

Hit Points 297 (22d12 + 154)

Speed 40 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	19 (+4)	25 (+7)	14 (+2)	14 (+2)	18 (+4)

Saving Throws Con +13

Damage Resistances acid, fire, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, necrotic, poison

Condition Immunities exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 120 ft., passive Perception 12

Languages Abyssal, Common, Infernal; telepathy 100 ft.

Challenge 20 (25,000 XP)

Blasphemous Aura. Any creature that starts its turn within 30 feet of Arasaim, except where noted, are subjected to the following effects:

- **Annihilation.** The creature must succeed on a DC 21 Constitution saving throw or take 14 (4d6) necrotic damage and grant him advantage on attack rolls against it until the start of the creature's next turn. Undead are immune to this aura.
- **Bolster.** Unless Arasaim is incapacitated, it and undead creatures of its choice within the aura have advantage on saving throws against features that turn undead.
- **Cowardice.** Arasaim radiates a palpably daunting aura that causes all enemies within the aura to have disadvantage on saving throws against any effect that imposes the frightened. Creatures that are normally immune to fear lose that immunity while within the aura.

- **Despair.** Creatures in melee with him take a –2 penalty on all saving throws.

Devil's Sight. Magical darkness doesn't impede Arasaim's darkvision, and he gains truesight whenever he is not in direct sunlight.

Intergalactic. Arasaim is adapted to the vacuum of space and is unaffected by the lack of air or other negative environmental effects associated with the void. It may also move through the void using its fly speed. When traveling long interstellar distances it takes 1d10 months for him to move between star systems and 1d10 days to move between planets within a star system.

Legendary Resistance (3/Day). If Arasaim fails a saving throw, he can choose to succeed instead.

Life Eater. A creature reduced to 0 hit points from damage dealt by Arasaim dies and can't be revived by any means short of a wish spell.

Magic Weapons. Arasaim's weapon attacks are magical.

Slip into Shadow (3/Day). Arasaim can cast *invisibility* as a bonus action.

Sunlight Sensitivity. While in sunlight, Arasaim has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight. He cannot use his Slip into Shadow or Swift Shadow abilities in direct sunlight.

Swift Shadow (3/Day). Arasaim can cast *haste* as a bonus action.



ACTIONS

Multiattack. Arasaim uses Censoring Scimitar twice, or it uses Censoring Scimitar and Finger of Doom or Negative Energy Blast, if available. It can also use Fear Gaze before or after making these attacks.

Censoring Scimitar. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 28 (5d8 + 6) necrotic damage. The target must succeed on a DC 21 Constitution saving throw or its hit point maximum is reduced by an amount equal to the necrotic damage taken. This reduction lasts until the target finishes a long rest.

Whenever this attack scores a critical hit against an opponent, the victim is unable to speak for 1 minute on a failed DC 21 Constitution saving throw. This prevents spellcasters from using spells with verbal components. A successful Constitution saving throw reduces this muteness to 1 round.

Finger of Doom (Recharge 6). The nightwalker points at one creature it can see within 300 feet of it. The target must succeed on a DC 21 Wisdom saving throw or take 26 (4d12) necrotic damage and become frightened until the end of Arasaim's next turn. While frightened in this way, the creature is also paralyzed. If a target's saving throw is successful, the target is immune to Arasaim's Finger of Doom for the next 24 hours.

Negative Energy Blast (Recharge 5–6). Arasaim charges and shoots an energy beam from its mouth in a 90-foot line that is 10 feet wide. Each creature in that line must make a DC 23 Dexterity saving throw, taking 35 (10d6) necrotic damage on a failed save, or half as much damage on a successful one.

Fear Gaze. Arasaim targets one creature that he can see within 20 feet of him. The target must make a DC 21 Constitution saving throw. On a failed save, the target is frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

REACTION

Fortification. When Arasaim suffers a critical hit, he may cancel it turning it into a normal hit as a reaction.

LEGENDARY ACTIONS

Arasaim can take 3 legendary actions, choosing from the options below. Only one legendary option can be used at a time and only at the end of another creature's turn. Arasaim regains spent legendary actions at the start of his turn.

- **Sword Master.** Arasaim makes one censoring scimitar attack.
- **Touch of Corruption.** Arasaim uses the following attack:
- **Corrupting Touch.** *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 18 (4d6 + 4) energy damage. Arasaim may choose the energy type as part of the attack, except he will not use radiant damage. If the target of the attack is an undead and the damage type is necrotic this ability instead heals it. Arasaim may use this attack automatically on himself to heal.

- **Antipaladin (2 Actions).** Each good aligned creature within 60 feet of Arasaim must make a DC 19 Wisdom saving throw, taking 15 (2d10 + 4) psychic damage on a failed save, or half as much damage on a successful one.

ZOMBIE MI-GO (8)

Medium undead, neutral evil

Armor Class 15 (natural armor)

Hit Points 161 (17d8 + 85)

Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+2)	20 (+5)	21 (+5)	25 (+7)	14 (+2)	15 (+2)

Saving Throws Dex +5, Wis +5

Skills Perception +5, Medicine +7

Damage Resistances fire, lightning; bludgeoning, piercing

Damage Immunities cold, poison

Condition Immunities blinded, deafened, frightened, poisoned

Senses blindsight 10ft. darkvision 120ft. passive Perception 15

Languages telepathy 60 feet. Don't speak though there is a humming sound when they use telepathy.

Challenge 6 (2,300 XP)



Evisceration (1/Turn). A zombie mi-go's claws are capable of swiftly and painfully performing surgical operations upon helpless creatures or those it has grappled. When a mi-go hits a grappled, incapacitated, or restrained target, it deals an extra 13 (4d6) slashing damage.

Intergalactic. A zombie mi-go is adapted to the vacuum of space and is unaffected by the lack of air or other negative environmental effects associated with the void. It may also move through the void using its fly speed. When traveling long interstellar distances it takes 1d10 months for it to move between star systems and 1d10 days to move between planets within a star system.

Undead Alacrity. Zombie mi-go gain the benefits of *haste* whenever they are within 60 feet of Arasaim and are able to concentrate.

Undead Fortitude. If damage reduces the zombie mi-go to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the zombie drops to 1 hit point instead.

ACTIONS

Multiattack. The mi-go makes four claw attacks.

Claw. *Melee Natural Weapon Attack:* +8 to hit, reach 5 ft.; one target. *Hit:* 19 (4d6 + 5) piercing damage plus the target is grappled (Escape DC 15)

Development: Arasaim exercises supreme authority within the nebula, and swarms of undead mi-go carry its will across the expanse. Once it strikes a deal with the PCs, any undead creature (except the Shadow Storm at **Encounter B7**) within the nebula becomes aware and allows the party to pass. If the PCs stop to rest or investigate a location other than the center of the nebula, more mi-go arrive to communicate a warning: The PCs must seek and destroy Ingulnexia immediately or once again be regarded as trespassers. Arasaim's will does not translate to the Shadow Storm, which act as a retinue for the umbral dragon. The shadows are cut off from the will of Arasaim and have no way to warn their liege the PCs are coming.

B6. THE HAUNTS IN OUR STARS

The story of the Principalities' use of the Titan's Maw is told in the vestigial impressions left by its victims. The following haunts are tied to the nebula, owing to the actions of the Principalities or the Ultari Hegemony. These haunts are supernatural dimensional instabilities, and are the cosmic equivalent of environmental hazards like extreme weather or green slime. Each has a unique means of destruction, which might be divined by magic or a DC 26 Intelligence (Arcana) check. These haunts can be encountered as random encounters (see area **B2**), or as reactive manifestations that occur during or immediately before or after any of the other encounters in this section. They also can serve as standalone events en route to the Titan's Tomb or the Titan's Maw.

BURNING BILLOW

An illusory comet flies through the PC's region of space, spreading a wide cloud of flammable gas.

Effect: A block of brown stone and blue ice appears in mid-space and charges one creature's location (usually a centrally located creature). That creature must succeed on a DC 23 Dexterity saving throw to avoid its impact, which deals 21 (6d6) points of bludgeoning damage. Creatures that notice the comet spontaneously manifest with a DC 25 Wisdom (Perception) check have advantage on this saving throw. The comet then vanishes, leaving a cloud of flammable gases in its wake in a 40-foot sphere centered on the comet's impact point. At the start of the following round, and each following round for 15 rounds, white-hot embers in the cloud ignite the gases and deal 21 (6d6) points of fire damage to anyone in the cloud. The dense gases obscure vision. Each round the cloud moves 10 feet in the direction the comet was moving when it vanished.

Destruction: The comet can only be permanently destroyed if an area is magically silenced by an effect (or multiple effects) at least the size of the haunted comet's area. The silence must cover the area before the haunt manifests and last for at least 1 round.

DEATH SCREAMS

The last gasp of air for many of the Principalities' enemies was spent screaming in protest of their execution. When this haunt manifests, the void remembers their torment and amplifies it.

Effect: A vortex of swirling colors opens up within 40 feet of the PCs and moves towards them arriving within 1 round of it first appearing. Any character can make a DC 20 Wisdom (Perception) check to notice that the streaks of light pulled into the vortex are the elongated bodies of thousands of creatures distorted by a sudden change in gravity (there is no change in actual gravity during this haunt). As the creatures are pulled into this vortex, they scream in pain. All non-undead creatures within 40 feet of the vortex that can hear must make a DC 24 Constitution saving throw. On a failure, a creature drops to 0 hit points. On a success, a creature takes 10 (3d6) psychic damage.

Destruction: The screams can only be permanently destroyed if an area is magically silenced by an effect (or multiple effects) at least the size of the haunt's area. The silence must cover the area before the haunt manifests and last for at least 1 round.

PRISMATIC PERIL

This haunt manifests as an immense energy barrier and mimics the multiple ways the Principalities' victims perished over their centuries-long campaign before they were defeated.

Effect A vast *prismatic wall* manifests in the PCs' immediate area. PCs can avoid being surprised by the manifestation on a successful DC 30 Wisdom (Perception) check or a DC 25 (Intelligence) Arcana check. Surprised PCs count as being inside

the wall already. Wary PCs can succeed on a DC 22 Dexterity save to avoid the wall as it comes into being. The wall remains in place for a full minute before disappearing.

Destruction The prismatic peril haunt can only be permanently destroyed if the spells necessary to disrupt a normal *prismatic wall* are cast on the haunt in the correct order while it is manifest.

Development: The intelligent residents of Latere are aware of the haunts that move through local space. If one of the nighwalkers or daemons inside the nebula follows the PCs it has advantage on any skill checks or saving throws to detect a haunt or avoid its effects.

B7. TITAN'S TOMB

The corpses in the Graveyard of the Gods float in a slow rotation around the nebula's center, with the largest body turning in place for thousands of years. Over two miles long, this (legitimately) dead god's body now serves as the lair of the umbral dragon Ingulnexus. The corpse's size and characteristics afford it a light gravity. Dexterity (Acrobatics) or Strength (Athletics) checks to jump receive a +5 bonus anywhere on the dead god's body. Any creature within 200 feet of the corpse falls toward it at a rate of 60 feet per round. The last few breaths of this deceased god clung to the corpse and created a stale atmosphere. It smells like death but is breathable and carries sound.

The surface of the body is chalky and calcified, with wrinkles of dead flesh easily breaking off and shallow craters forming under the PCs' feet. Any movement related checks (such as Dexterity (Acrobatics)) to move over the surface take a -5 penalty, but it does not count as difficult terrain.

The wyrm lives in the vacuum of space in relative comfort. Her affinity for negative energy protects her from the eroding influence of the divine corpse that makes up her lair. Her extraplanar nature enables her to live in outer space indefinitely—even going months at a time without hunting the nebula for scarce morsels of food (usually one of the undead *mi-go*). Dragons are patient creatures, and Ingulnexus can devote years to lethargy without damaging her pride. She adds to her collection of diamonds and shadows when she can, and otherwise comports herself as the aimless lord of Latere.

When the PCs arrive on the floating corpse that serves as her home, Ingulnexus lies curled in one of the eye sockets of the immense skull at one end of the vaguely humanoid form. Unless the PCs are incredibly quiet, it's likely she'll notice at least one of them traversing the surface of her home. She speaks from her lair, audible across the terrain of crumbling flesh. The dragon quickly deduces the PCs' purpose (it is unlikely they would survive and happen on her by accident unless Arasaim bargained with them) and attempts to convince them to abandon their errand. While the dragon sincerely believes she and her retinue of advanced shadows can prevail against a small band of mortals, she also wants to preserve her strength in case the nightwalker attacks. She tells the party they've little hope of defeating her in combat, and in any event almost nothing survives passage through the Titan's Maw. She promises to allow the party to pass if they leave her domain and flee the nebula.

Ingulnexus has one other gambit in mind during this negotiation. She sends out one shadow after another, each flying out from the skull in the attempt to form a circle around her enemies. Character may notice the movement of these shadows with a DC 20 Wisdom (Perception) check, with a cumulative +1 to the DC for each ten feet of distance between the character and the closest shadow. If the PCs choose to attack, the shadow storm joins combat immediately.

Creature: The great dragon lairs in the skull of the deceased god. Once she finishes speaking to the party she sends her shadows out to surround the PCs. She then slowly emerges from one of the barren eye sockets to present herself before combat begins.

INGULNEXIA, SHADOW IN THE VOID

Gargantuan dragon, chaotic evil

Armor Class 20 (natural armor)

Hit Points 333 (18d20 + 144)

Speed 40 ft., burrow 40 ft., fly 80 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	10 (+0)	26 (+8)	10 (+0)	13 (+1)	14 (+2)

Saving Throws Dex +6, Con +14, Wis +7, Cha +8

Skills Perception +13, Stealth +12

Damage Immunities cold, necrotic

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 23

Languages Abyssal, Bellianic, Common, Draconic, Jagladine, Ultari, Undercommon

Challenge 20 (25,000 XP)

Living Shadow. While in dim light or darkness, Ingulnexus has resistance to damage that isn't force, psychic, or radiant.

Shadow Stealth. While in dim light or darkness, Ingulnexus can take the Hide action as a bonus action.

Sunlight Sensitivity. While in sunlight, Ingulnexus has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Intergalactic. Ingulnexus has adapted to the vacuum of space and is unaffected by the lack of air or other negative environmental effects associated with the void. She may also move through the void using her fly speed. When traveling through interstellar space it takes 1d10 years for her to move between star systems and 1d10 months to move between planets within a star system.

Legendary Resistance (3/Day). If Ingulnexus fails a saving throw, she can choose to succeed instead.

ACTIONS

Multiattack. Ingulnexus can use her Frightful Presence. She then makes three attacks: one with her bite and two with her claws.

Bite. *Melee Weapon Attack:* +14 to hit, reach 15 ft., one target. *Hit:* 19 (2d10 + 8) piercing damage plus 9 (2d8) necrotic damage.

Claw. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one target.

Hit: 15 (2d6 + 8) slashing damage.

Tail. *Melee Weapon Attack:* +14 to hit, reach 20 ft., one target.

Hit: 17 (2d8 + 8) bludgeoning damage.

Frightful Presence. Each creature of Ingulnexia's choice that is within 120 feet of her and aware of her must succeed on a DC 16 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Ingulnexia's Frightful Presence for the next 24 hours.

Shadow Breath (Recharge 5–6). The dragon exhales cloying darkness in a 90-foot cone. Each creature in that area must make a DC 22 Constitution saving throw, taking 72 (16d8) necrotic damage on a failed save, or half as much damage on a successful one. A creature that fails the save by 5 or more gains a level of exhaustion. A humanoid reduced to 0 hit points by this damage dies, and an undead shadow rises from its corpse and acts immediately after the dragon in the initiative count. The shadow is under the dragon's control. It has the likeness of the creature that spawned it.

LEGENDARY ACTIONS

Ingulnexia can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. She regains spent legendary actions at the start of her turn.

- **Detect.** Ingulnexia makes a Wisdom (Perception) check.
- **Tail Attack.** Ingulnexia makes a tail attack.
- **Wing Attack (Costs 2 Actions).** Ingulnexia beats her wings. Each creature within 15 feet of her must succeed on a DC 22 Dexterity saving throw or take 15 (2d6 + 8) bludgeoning damage and be knocked prone. Ingulnexia can then fly up to half her flying speed.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), Ingulnexia takes a lair action to cause one of the following effects; she can't use the same effect two rounds in a row:

- Freezing cloying darkness fills a 20-foot-radius sphere centered on a point Ingulnexia can see within 120 feet of her. The fog spreads around corners, and its area is heavily obscured. Each creature in the fog when it appears must make a DC 10 Constitution saving throw, taking 10 (3d6) cold damage and 10 (3d6) necrotic damage on a failed save, or half as much damage on a successful one. A creature that ends its turn in the fog takes 10 (3d6) cold damage and 10 (3d6) necrotic

damage. A wind of at least 20 miles per hour disperses the fog. The fog otherwise lasts until Ingulnexia uses this lair action again or until she dies.

- Ingulnexia targets one creature she can see within 60 feet of her. A crackling cord of negative energy tethers her to the target. Whenever she takes damage, the target must make a DC 18 Constitution saving throw. On a failed save, Ingulnexia takes half the damage (rounded down), and the target takes the remaining damage. This tether lasts until a different lair action is taken or until Ingulnexia or the target is no longer in her lair.
- Ingulnexia calls forth the spirits of creatures that died in nebulae. These apparitions materialize and attack one creature that she can see within 60 feet of her. The target must succeed on a DC 18 Constitution saving throw, taking 52 (15d6) necrotic damage on a failed save, or half as much damage on a success. The apparitions then disappear.



THE SHADOW STORM

This legion of 16 shadow creatures follows Ingulnexia with absolute devotion. Treat them as **shadow demons**^{SRD} with the following additional attack:

Strength Drain. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one creature. *Hit:* 10 (2d6 + 3) necrotic damage, and the target's Strength score is reduced by 1d4. The target dies if this reduces its Strength to 0. Otherwise, the reduction lasts until the target finishes a short or long rest. If a non-evil humanoid dies from this attack, a new shadow rises from the corpse 1d4 hours later.

TACTICS

Before Combat The shadows swarm out of the giant skull in pairs, stealthily moving across the ground until they surround the party. They circle around her like bats for a moment and then charge the PCs.

During Combat Ingulnexia's shadows learn after their initial attacks who is the easier target and swarm that opponent. With only one melee attack, they move through their enemy's square each turn to allow all shadows to attack. When one target collapses from loss of Strength they choose a new one and repeat this tactic.

Morale The shadows obey Ingulnexia with no sense of self. They attack until destroyed.

Hazard: The grounds of Ingulnexia's lair is the corpse of a forgotten god. While the entity is long-deceased and not even its name lingers, its dead body responds to the presence of living creatures. At the beginning of each round, any living creature in contact with the body must succeed on a DC 20 Constitution saving throw or gain a level of exhaustion as its life force drains into the corpse. A creature with more than 12 hit dice who dies in this way becomes a shadow deamon in 1d10 days and joins the other members of Ingulnexia's shadow storm. The dragon herself is not harmed because of her affinity for negative energy.

The life-draining nature of the corpse is incidental; the dead god isn't trying to resurrect itself and reviving it might take the energy of a thousand powerful believers.

Reward: Over the centuries, Ingulnexia scavenged the remains of dead heroes (even entire planets). Those toys she recovered from the black hole share durability as a common trait. Inside the cavernous eye socket that makes up her lair are a *shield of the uven rune*, a *belt of storm giant strength*, and the *Unbroken Blade* (see page 553). Most precious metals don't survive the Titan's Maw or the tarnishing influence of Latere, but over the centuries, several masses of bodies, bones, and ash have emerged from the black hole compressed into crude diamonds of impressive size. A DC 15 Intelligence check reveals the collection of them to be worth about 25,000 gp to a talented jeweler.

Development: With Ingulnexia destroyed, Arasaim (or one of the undead mi-go) makes its way to the PCs to keep the nightwalker's bargain. The antipaladin tells the party about the Titan's Maw and the dangers of traveling through it but

swears that the wormhole will deposit them near their desired destination. If they ask how he knows, he tells them that the ultari, in their temerity, use the other end of the wormhole as an undignified garbage dump, expelling their refuse into it to be compressed and consumed by the Titan's Maw. They do not know that the singularity works both ways, for those with the daring and the destiny to traverse it.

B8. EVENT HORIZON

The wormhole that connects Latere to the Principalities' home star floats in space, offset from the center of the nebula by hundreds of miles. As they approach, characters can detect the existence of larger particles of dust in a trail that suggests (with a DC 22 Intelligence [Engineering or Nature] check) a powerful destructive event, though it also hastens their arrival. **Hence, traveling to area B8 takes only half the normal amount of time.** The "current" of this matter as it flows out into the nebula indicates the particles enter space from a different location. As this information directs the party toward the Maw, it becomes clear an immense sphere of empty space hangs amid the crushed rocks and fine dust.



Once the PCs arrive on the scene, the Maw is still over 1,000 miles away. Read or paraphrase the following text.

If the expanse of space can have a hole in it, this seems the perfect manifestation. A black sphere of darkness floats some distance away. It turns to a flat disc and at times appears as a funnel with tiny motes of light or crushed asteroids spiraling into existence from the disc's flat edge or the sphere's center. In addition to the rapid, inconsistent changes in shape, the hole also seems to change in size based on the objects emerging from it. It's clear during these transitions that the matter and energy expelled by the hole do not come from the visible space on the other side of it. However dangerous the journey, the hole leads somewhere far away.

The Titan's Maw is a stable wormhole made possible by a regular diet of matter and its proximity to the negative material plane (see the sidebar for a more detailed discussion of the Maw's theoretical nature). Though most fantasy characters with ranks in Intelligence (Nature) understand terrestrial flora and fauna, a space-faring character with significant exposure to cosmic events can warn the party of the incredibly destructive potential of entering the Maw with a DC 25 Intelligence (Nature) check. First, their physical forms are distorted by rapid acceleration toward the black hole. Then, the raw elemental energies created by the wormhole's destructive power ravage anything inside the event. Finally, the existence of dark matter erodes the life force of any creature passing through the singularity. The PCs must exploit potent defensive abilities and mythic mettle to traverse the very mouth of the negative energy plane. If they survive, they pull through the Titan's Maw and arrive just above the Dyson sphere in **Part 2**.

Hazard: Without knowing the true location of the ultari home world, the only way to reach the Dyson sphere and confront the ultari is to travel through the wormhole. If they survive the PCs emerge in a completely different system hundreds of stars away.

Normally, no energy or matter can pass through the event horizon without being completely destroyed. Any creature caught within the Maw's gravitational pull must expend one use of a ninth level spell slot or their highest-level class ability if they have no spells or be destroyed instantly and irrevocably with no chance of resurrection. Creatures who do spend this power successfully navigate the three-dimensional wormhole and are pulled into its center by incredible forces, until their physical form becomes a single one-dimensional ray. This process deals 70 (20d6) points of bludgeoning damage to each creature or object passing through the event horizon. In addition, almost all matter that passes through the void breaks down into basic elements and energy. These forces remain trapped in time, such that creatures passing through the event are exposed to every bit of particulate matter and component energy that has ever existed before being expelled on the other side of the bridge. These particles deal an additional 70 (20d6) points each of acid, cold, electricity, and fire damage. Finally, the outer ring of the event is stabilized by a current of exotic matter that deals 70 (20d6) points of necrotic damage to each living creature passing through the wormhole. Each instance

BLACK HOLES AND MAYBE UNIVERSES

For all the films and theories, quantum science has barely scratched the surface of truth about black holes and similar phenomena. As a hybrid of science fiction and high fantasy, *To Kill A Star* combines several modern explanations for traveling through black holes and applies a fantasy twist. Drawing from the remarks of Einstein and Rosen, Wheeler, and Thorne, the Titan's Maw has characteristics of both a rotating Kerr black hole and an Einstein-Rosen bridge. Its features include a Cauchy horizon stabilized by a ring of necrotic power, which allows the singularity to exist in multiple dimensions at once. Understanding the adventure's approach to the black hole may help describe the PCs' dynamic (and deadly!) journey through it to the captive star on the other side.

As the player characters approach the wormhole, it visibly exists in three dimensions. The black sphere contains strange constellations, cleanly visible in the center of the sphere, and blurred as a character looks toward the outside of the event. As the PCs approach, the incredible gravitational and elemental forces transform any matter into one-dimensional rays of energy. As they touch the surface of the sphere, it becomes a flat plane perpendicular to each individual creature's approach. Inside the event, all matter that has ever traversed the wormhole is separated into its individual elements and stabilized by a ring of necrotic energy. This accounts for the damage the PCs take during their trip.

Once a character pulls through to the other side, a creature's physical reality and senses return to normal. It emerges from the event as a single ray and once again becomes a three-dimensional being. Whether a character survives this incredible experience is determined by their epic powers and the damage they take as they pass through.

of damage caused by the wormhole can be halved if a creature succeeds on at DC 25 Constitution saving throw (roll once for each type of damage). High level player characters have access to a wide array of resources that may help them survive this journey, but at the least they should have access to abilities, items, or spells that improve their energy resistance, hit points, and saving throws.

Development: PCs who send other creatures or objects through the Titan's Maw to observe their passage through the singularity notice immediate redshifting as it moves toward the wormhole. Any article traveling toward the black hole appears to elongate and slow terminally until it actually reaches the event horizon (the flat plane of the black hole), at which time it disappears, pulled through space to the PCs' arrival point in **Part Two**.

RIBCAGE

1 Square = 10 feet



Once the PCs successfully traverse the Titan's Maw in reverse, they arrive in deep space outside the Ultari's adopted home system. Their Dyson sphere encompasses almost the entire range of the former second planet's orbit, so even from millions of miles away, it's visible as a gleaming silver orb. If the PCs remain in space for more than ten minutes after their arrival, the wormhole reopens because of their proximity. The party must enact the same measures to resist the Titan's Maw until it closes again. When the party moves toward the Dyson sphere, the adventure continues to **Chapter Two**.

Epic Boon: Traversing the wormhole fully awakens the PCs' epic destiny, allowing them to select an epic boon or a divine blessing of their choice.

PART 2: THE SPHERE

The Dyson sphere surrounding Faa Dlan is immense at a scale difficult to even conceive, being over a hundred million miles across, encompassing the entire star and some of its nearest planetoids within its span. From the outside, the sphere is nearly imperceptible at first, occluding the star's light as it absorbs its energies, but the PCs know where to look to find it. They can see at first a shadowy blurring of the starfields beyond that becomes clearer as they approach and their senses clear, revealing a dim translucence of its own and an unimaginably vast circumference.

The sphere itself is not a solid construct but is primarily a shroud of energy akin to a vast *wall of force*, held together by a web-like network of satellite stations that regulate the vast radiant energies absorbed by the star and channel them back to Atlas Prime. These stations protrude like towers above the exterior of the sphere's immense curvature, extending into space and surmounted with sensor arrays and deadly defense weapons.

Debris Field: The PCs are ejected back into empty space as the Maw begins to open, passing through a debris field of ejecta from the sphere, much of it encased in 10-foot cubes of ice. This debris screens their appearance from the sensors of the Sphere, as nothing ever comes *out* of the Maw, so they merely appear floating amid the junk.

As they emerge, PCs may crash into this floating debris, taking 17 (5d6) points of bludgeoning damage (DC 15 Dexterity for half damage). The opening of the Titan's Maw singularity begins as a beacon of oscillating light, but it begins to collapse in on itself 2d4 rounds later, at which time its gravitic force begins agitating the debris and drawing it back towards the Maw. Each round thereafter, creatures in the debris field are battered by the accelerating and agitating debris as above, with the damage increasing by 3 (1d6) per round and the save DC increasing by 1 per round, to a maximum of 20d6 and DC 30. Once it reaches this level, on the following round creatures still in the debris field that fail their Dexterity save are sucked back into the Titan's Maw and ejected back into the Latere Nebula along with the surviving debris as the Maw collapses

completely. Any creature killed within the debris field while the Titan's Maw is collapsing is sucked into the black hole 1 round later, as if drawn into a *sphere of annihilation*.

Creatures failing a save against the debris field take a cumulative -1 penalty on further saves against it for each failed save as they are battered and dragged back towards the singularity. Incorporeal or ethereal creatures take no damage from the debris field, while creatures in gaseous form take half damage.

In order to escape the debris field, PCs must move at least 1000 feet away from their arrival point. Creatures moving at half speed gain a +1 bonus on saving throws against the debris field, while creatures taking the Dash action automatically fail their save against it.

Once they have escaped the debris field, they have an additional 4,000 feet to cross to get to the surface of the sphere.

Teleportation: While the PCs cannot teleport through the sphere or into the Sentinel Tower below, they certainly can use teleportation effects to escape from the debris field. Teleportation is difficult while the Titan's Maw is open, as its gravitic distortion warps the interdimensional pathways nearby, requiring a successful DC 23 saving throw using their spellcasting ability score. If the check fails by 5 or less, the teleportation effect does not function at all, but all creatures take 3 (1d6) force damage per point of the check less than 30. If it fails by more than 5, the teleportation effect is disrupted and bent back towards the Maw, dealing 21 (6d6) force damage moving them 2d10 x 10 feet closer to the black hole.

Stealth and Detection: Once the PCs escape the debris field, they can continue towards the sphere. Their initial approach deposits them in the debris field, where they cannot be detected (unless they create a dramatic visual effect, at the GM's discretion). In addition, the opening of the Titan's Maw is accompanied by a broad-spectrum radiofrequency burst that "blinds" the sensors of the tower for 1d4 minutes, reducing the range of the tower's blindsense to zero and its Wisdom (Perception) bonus to +0. After this time, the tower's sensors begin to reset and the tower's Wisdom (Perception) bonus resets to +10 with no blindsense. Each round thereafter, its Wisdom (Perception) bonus increases by 1 and its blindsense range increases by 200 feet, up to its normal levels after 2 minutes.

If the PCs act in a way that draws obvious attention to themselves while approaching through open space, they face a barrage of fire from the railgun turrets mounted atop the tower, and the klaven dragoons assigned to guard the tower scramble to intercept them.

RAILGUN TURRET (2)

Railgun turrets use psycholotion to track and attack their foes (equivalent to blindsight out to 2000 ft.). Its built-in electric eyes have a passive Wisdom (Perception) of 30.

Railgun. Ranged Weapon Attack: +8 to hit, range 500/2,000 ft., 10-foot-wide line. **Hit:** 40 (8d8 + 4) bludgeoning and 40 (8d8 + 4) piercing.

Shots fired from the railgun ignore the first 10 points of damage thresholds of any object in the line; however, if any obstacle in its path takes no damage due to its damage threshold or immunity, the line ends at that point and does not affect any creatures beyond that target. Each railgun turret has enough ammunition and power charge for 20 shots. Reloading and recharging a railgun turret takes 1 minute.

Each railgun turret is crafted from a mithral-orium alloy (AC 10, damage threshold 15, hit points 300). Each turret uses its own initiative in combat, with an initiative modifier of +5. While technically mindless, turrets are controlled by a resonant psychoelectronic consciousness with telepathic sensor arrays mounted in each tower. Their psycholocation sensors can detect the location of any non-mindless creature not screened with *nondetection*, *mind blank*, or a similar effect at a range of 2,000 feet as if using blindsense. If they detect any creatures that are not accompanied by ultari or onaryx, they begin firing. They take aim to maximize multiple targets in line if possible; if not, the turrets target creatures at random. .

As soon as a railgun turret's sensors are activated, an ultari-styled myrmidon robot detaches from each one and flies out to investigate the intruders, greeting incoming Ultari and onaryx and anyone accompanying them and assaulting any unescorted creatures, beginning with its rocket strike and eye beam at long range before closing to melee. As long as a railgun turret is active, it conveys the location of targets detected by its psycholocation continuously to its slaved myrmidon robot, allowing the robot to always target the correct square of creatures it detects. If the railgun turret is destroyed, the robot can still use its own senses (including its ability to see invisible creatures) to attack intruders.

MYRMIDON ROBOTS (2)

Large construct (robot), unaligned

Armor Class 17 (reinforced skymetal plating)

Hit Points 252 (24d10 + 120) plus 55 hp force field

Speed 20 ft., fly 90 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	19 (+4)	21 (+5)	16 (+3)	18 (+4)	9 (-1)

Saving Throws Str +3, Dex +3, Con +13, Int +3, Wis +12, Cha +3

Skills Athletics +14, Perception +9 (+14 visual)

Damage Vulnerabilities lightning (see force field)

Damage Resistances cold, fire; bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't adamantine.

Damage Immunities force (see force field), necrotic, poison, psychic

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned, stunned

Senses truesight 60 ft., passive Perception 18

Languages Common

Challenge 15 (13,900 XP)

Combat Hardened. The myrmidon is built for war, and its armor is formidable. The myrmidon has a damage threshold of 10. It reduces damage from all sources by 10 points per attack. Damage over this threshold is subject to its resistances.

Force Field. A myrmidon robot is sheathed in a thin layer of shimmering energy that grants it 55 temporary hit points. If the force field is active, the robot is immune to critical hits (which become normal hits); force attacks and loses its vulnerability to lightning damage. The force field regains 10 hit points at the start of the myrmidon's turn. Once reduced to 0; the force field shuts down and does not reactivate until a long rest is completed.

Resilient. The myrmidon has a +3 bonus on all saving throws (included).

Superior Optics. The myrmidon has truesight 60 ft. and gains double the normal proficiency bonus on visual Wisdom (Perception) checks.

ACTIONS

Combined Arms. The myrmidon is a whirl of robotic fury – it makes one eye beam attack, three force tentacle attacks as well as one pincer attack. When available it also launches a rocket strike.

Eye Beam. *Range Weapon Attack.* +9 to hit, range 120 ft.; one target. *Hit:* 15 (2d10 +4) radiant damage.

Force Tentacle. *Melee Weapon Attack.* +9 to hit, reach 20 ft.; one target. *Hit:* 9 (1d10 +4) force damage. This weapon scores a critical hit on a 19 or 20. It also cancels force effects like a wall of force.

Pincers. *Melee Weapon Attack.* +14 to hit, reach 10 ft.; one target. *Hit:* 27 (5d6 +10) piercing damage and the target is grappled (escape DC 19). Grappled creatures automatically suffer a crushing attack that deals 27 (5d6 +10) bludgeoning damage at the start of the myrmidon's turn. While grappling the myrmidon loses this attack option.

Rocket Strike (Recharge 4-6). A myrmidon can fire a rocket up to 800 feet. A rocket explodes on impact in a 30-foot-radius burst, dealing 21 (7d6) points of bludgeoning damage to all creatures in the area (Dexterity DC 20 for half). If the recharge roll is a 1 the robot may no longer use this attack (it has expended its rockets).

REACTIONS

Force Bounce. As a reaction to being attacked by a force effect like *magic missile*, the myrmidon uses its force tentacles to bat away the missiles. There is a 50% chance per *magic missile* that the missile returns to strike the caster.

RED ALERT

When the psycholocation sensors are triggered, the two railgun turrets mounted on the tower begin firing at intruders, while within the tower a pair of klaven dragoons is released from psionic stasis and spring into action. At 1d3+1 rounds after the alert is triggered, the dragoons emerge mounted their solar dragon steeds from the dragon hangar gates to intercept and destroy any intruders.

When the psycholocation sensors are triggered, the two railgun turrets mounted on the tower begin firing at intruders, while within the tower a pair of klaven dragoons are released from psionic stasis and spring into action. At 1d3+1 rounds after the alert is triggered, the dragoons emerge mounted on their solar dragon steeds from the dragon hangars to intercept and destroy any intruders.

SUNDRAGON STEED (2)

Treat as **young red dragons**^{SRD} and replace any reference to fire with radiant. These solar dragons are feral and savage, with Strength increased to 27 (+8) and Constitution to 25 (+7), increasing their hit points to 214, but their Intelligence is reduced to 6 (-2). They wear +1 *chain barding* that increases their AC to 19. As natives of the void of space, these dragons also have the following additional trait:

Intergalactic. The sundragon steed has adapted to the vacuum of space and is unaffected by the lack of air or other negative environmental effects associated with the void. It may also move through the void using its fly speed. When traveling through interstellar space it takes 1d10 years for it to move between star systems and 1d10 months to move between planets within a star system.

As well as the following reaction:

Noble Mount. The sundragon may use its reaction to impose disadvantage on an attack roll made against its rider.

KLAVEN DRAGOON (2)

Large giant (ogre, klaven), lawful evil

Armor Class 19 (klaven plate-reinforced vacc suit, shield)

Hit Points 187 (15d12 + 90)

Speed 15 ft., fly 20 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	9 (-1)	23 (+6)	8 (-1)	10 (+0)	11 (+0)

Saving Throws Dex +4, Con +11, Cha +5

Skills Athletics +13, Perception +5

Damage Resistance cold, fire, poison

Condition Immunities poisoned

Senses passive Perception 15

Languages Common, Draconic, Jagladine, Onaryx, Ultari

Challenge 14 (11,500 XP)

Converted Host. Klaven transformations leave nothing for restoration of a base creature to its original self. As a result, klaven cannot be killed and returned to life with *raise dead* or similar effects. Spells such as *true resurrection*, *wish*, and *miracle* work normally.

Nanite Exchange. Klaven nanites swarm around them on a microscopic level, providing a continuous awareness of the location and condition of other klaven within 1 mile. Klaven may also communicate with one another by passing memories and sensory information through their nanites but must come into physical contact to do so. This exchange of memories requires an action and only consists of perceptions and first-hand experiences. Klaven cannot exchange skills, special abilities, or other individual qualities in this manner.



Oversized Limb and Stunted Legs. Klaven dragoons have massively overdeveloped arms, gaining a +2 bonus to damage on Strength based weapons (included), and allowing them to wield Huge weapons with no penalty. However, they also have stunted and weak legs, reducing their speed to 15 feet.

Dragoon. A klaven dragoon does not provoke attacks of opportunity when mounted and neither does his mount.

Malign Influence. Klaven have -2 on Wisdom saving throws against enchantments, and gain disadvantage if the source of the effect is a Jagladine.

ACTIONS

Multiattack. The giant makes two heartseeker attacks.

Huge Heartseeker Lance. *Melee Weapon Attack:* +13 to hit, reach 10 ft., one target. *Hit:* 27 (5d6 + 10) piercing damage plus 7 (2d6) cold damage plus 7 (2d6) bludgeoning damage. The heartseeker lance ignores any kind of miss chance (for example from *mirror image* or *invisibility*) and always aims unswervingly towards a living creature's heart. The heartseeker also disrupts spellcasters forcing them to make Constitution saving throws to maintain concentration spells with disadvantage.

Giant Javelin. *Ranged Weapon Attack:* +13 to hit, range 60/240 ft., one target. *Hit:* 24 (4d6 + 10) piercing damage.

Charge. The giant moves up to 30 feet in a straight line and can move through the space of any creature smaller than Huge. The first time it enters a creature's space during this move, it makes a heartseeker attack against that creature. If the attack hits, the target must also succeed on a DC 21 Strength saving throw or be pushed ahead of the klaven for the rest of this move. If a creature fails the save by 5 or more, it is also knocked prone and takes 18 (3d6 + 8) bludgeoning damage, or 29 (6d6 + 8) bludgeoning damage if it was already prone.

REACTION

Energy Modulation (1/Day). As a reaction, a klaven manufactured from a living creature may treat radiant and necrotic damage in a different way. When it takes damage of this type it may choose to gain immunity to one and be healed by the other. This lasts until the next long rest the klaven takes.

Shield. When your mount is attacked you may use your reaction to impose disadvantage on the attack.

TACTICS

During Combat Klaven dragoons make charge attacks whenever possible. If they observe spellcasters, they close into melee to interfere with spellcasting with their heartseeker attack. If confronted with invisible opponents, they use their dragons' blindsight to locate their prey and their heartseeker lances to attack the same targets without a miss chance.

Morale Klaven dragoons retreat if they or their dragons are reduced below 20 hit points. If unable to flee, they fight to the death.

BREACHING THE SPHERE

Once the PCs evade or overcome the first waves of defenders, they must find a way inside the sphere. They most likely will attempt to break into the relay tower, especially if they have information about the sphere from Arasaim, but creative PCs may choose to simply break through the surface of the sphere itself. If they do, they discover that the sphere's surface is nearly impervious to damage, having the characteristics of a *wall of force*. The outer surface of the sphere repels creatures attempting to approach it pushing them back 10 feet on a failed DC 25 Wisdom saving throw, and if attacked it is immune to all damage. *Disintegrate* cast as a 9th-level spell opens a 10-foot-wide hole that closes 1 round later, and anything moving through the hole is affected as *disintegrate* (DC 25). The sphere also prevents teleportation and divination effects from going through it and affects the area within 10 feet above and below it as well. Any attempt to teleport into it or within 10 feet of it is wasted.

C. THE SENTINEL TOWER

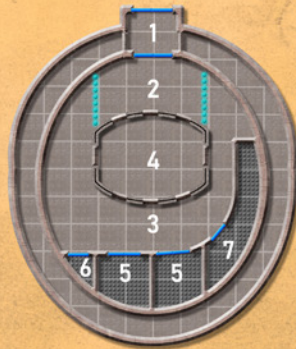
PCs close enough to see the tower may observe the dragons and dragoons emerging from the dragon hangars and seek to enter there, while those who have spoken with the nightshades also are aware of the presence and location of the garbage chute hatch as a possible point of ingress. If neither is the case, PCs approaching can spot the lighted viewports and hatch that mark the main airlock at area B1.

The orium alloy of the tower blocks teleportation through its walls and floors, though teleportation effects that move a creature entirely within an open space but do not pass through a solid barrier function normally. Creatures entirely within a tower cannot summon creatures from outside it, though creatures already summoned that enter the tower still disappear at the end of their summons. Unless noted otherwise, the interior walls and floors of the tower have AC 20, a damage threshold of 15, 180 hit points per 5-foot section, and can be broken with a DC 33 Strength check. Most areas within the tower have both artificial gravity and artificial lighting that provides dim light, increasing to normal light 1 round after a creature enters a room and persisting at that illumination level for 1 minute after creatures leave that area.

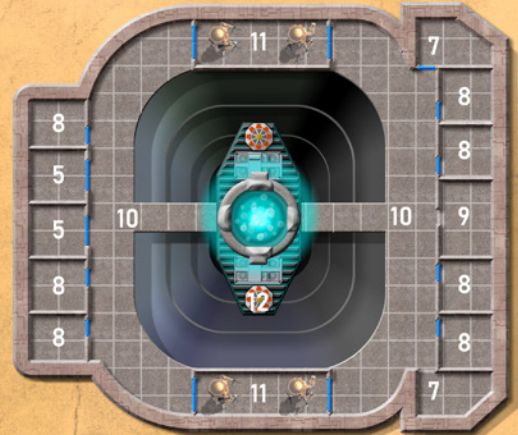
Navigating the Tower: The towers are large, and not all areas of the tower are detailed or mapped. Instead, finding their way around the towers requires a combination of skills to get from one place to another, allowing them to decipher passcodes and operate doors and turbolifts moving between different levels of the tower.

Making their way from the Entry Level to the Core Level, or from the Core Level to the Lower Level takes 2d6 minutes, but they can reduce this amount of time with a successful DC 20 check against any of the following skills: Strength (Athletics), Dexterity (using Dexterity (Stealth) or thieves' tool proficiency), Intelligence (Engineering or Investigation), or Wisdom (Perception or Survival), with a successful check reducing the amount of time required to get to the next level by 1 minute. A character fluent in Jagladine or Ultari or who possesses psionics gains a +1 bonus on any of these checks (+2 if both

THE SENTINEL TOWER & TUBE STATION

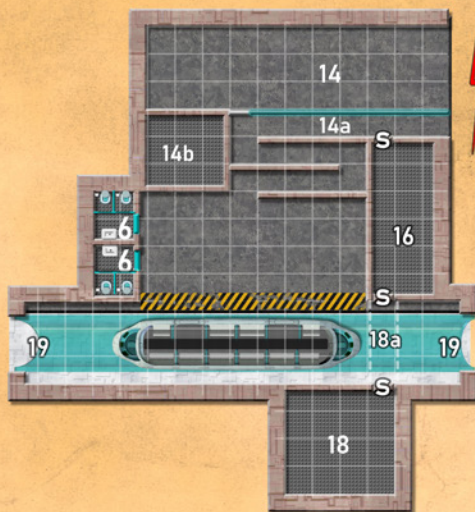


Entry Level



Core Level

Tube Station



Lower Level

apply). If a character beats the DC by 10 or more, they gain a +1 bonus on their next check with that skill to navigate the tower.

If a character fails a skill check by 10 or more, or rolls a natural 1 on any skill check, they trigger a dangerous mechanical malfunction or attract the attention of workers or guards in the tower. The interior of the tower is largely unmapped, but most encounters are apt to take place in a corridor area (5 or 10 feet wide), getting onto or off of a turbolift, or you could devise any simple encounter map that would make sense in a large industrial-style building. PCs might find themselves in a dead-end corridor or opening a door or hatch that they have misread in a dangerous way. For the shocking and electrified door traps, you also could easily replace those with caustic acid spills, burning fuel lines or spraying hypercoolant if you wish to change up the type of challenges the party faces.

D6	CR	ENCOUNTER
1	15	1d3 klaven grenadiers (see Area 4)
2	9	1 jagladine tech team (see Area 10)
3	14	2 jagladine tech teams and 1 clockwork golem (see Areas 10 and 11)
4	9	shocking floor trap
5	12	shocking floor trap and electrified door trap
6	13	plasma core leak

ELECTRIFIED DOOR

When the door is touched it triggers an electrical discharge dealing 45 (10d8) lightning damage, or half as much a damage on a successful DC 22 Dexterity saving throw. It can be detected with a DC 22 Wisdom (Perception) check and disabled with a DC 29 Thieves Tools check.

PLASMA CORE LEAK

After the second character in the party has passed the vent it explodes in a 20-foot sphere of plasma dealing 21 (6d6) fire and 21 (6d6) lightning damage, or half as much on a DC 22 Dexterity saving throw. The leaky vent can be noticed on a DC 22 Wisdom (Perception) check and safely bypassed with a DC 29 Thieves Tool check.

In addition, any creature in the area is exposed to **high radiation** (see page 502).

SHOCKING FLOOR TRAP

The floor of this room is electrified and for 1d6+1 rounds, all creatures in the room take 14 (4d6) lightning damage at the beginning of each of their turns, after which it powers down for 1 hour to recharge. The trap can be noticed on a DC 26 Wisdom (Perception) check and safely disabled with a DC 26 Dexterity (thieves' tools) check. A failed check to disable this device triggers the shocking floor for 1 round, shocking the would-be disarmers. It then immediately resets to its ready state (no need for a 1-hour recharge time)

Entering the Tower: An airlock chamber is located at the upper end of the tower and is the typical point of entry for creatures coming from outside the sphere. Clever PCs who are aware of the garbage dumping by the inhabitants may search for a garbage chute to force an entry by stealth. The massive gates of the dragon chamber may at first appear to offer a means of entering the tower, but they are a self-contained dwelling area for the spaceborn dragons and their riders and do not connect directly to the tower's interior.

DRAGON HANGAR

Reinforced metal doors swing open to reveal a vast, cavernous chamber with numerous small platforms, perches, and catwalks around its edges. The metal of the interior is scorched and blackened. At each end of the chamber is a small windowed cell overlooking the hangar.

This massive chamber is 60 feet deep, 90 feet wide, and 300 feet long. Its gates are alloyed with adamantite, (AC 22, damage threshold 20, hit points 320). Their locking mechanism requires a DC 30 Dexterity (thieves' tools) check to open. The doors open when activated by the klaven dragoons and swing closed at the end of the dragon's turn.

Inside the hangar, multiple massive bars and perches provide areas for the dragons to climb and stretch as they wish.

Hazard: When the doors are closed, the dragon hangar also becomes extremely hot and filled with bright light, dealing 3 (1d6) fire damage per round to creatures within and causing disadvantage on vision-based Wisdom (Perception) checks.

There is no artificial gravity or atmosphere in the dragon hangars. The dragon hangars do not directly connect to the tower's interior, but there is a dragoon chamber at each end where the dragonriders spend their time when not on alert or on patrol.

Note: Because of their size and the likelihood that they will not be explored, these areas are unmapped. If PCs choose to enter a dragon hangar, use the dimensions above to resolve tactical movement as necessary.

DRAGOON CHAMBER

This austere bedroom holds a large vertical glass tube in one corner and opposite a rack for weapons and helmet. A small bank of cabinets stands adjacent to a collapsible table and chair folded up against the wall.

The dragoons remain in stasis in these chambers built into their dragon hangar in between alerts and activations. The cabinets contain spare uniforms and repair supplies for their spacesuits, along with preserved food and water canteens. The stasis tubes are larger than human size to accommodate the dragoons' misshapen physique, with a series of tubes and hoses that attach directly to their spacesuit when they are inside the tube to maintain their physiological needs while they are kept in a kind of alchemical suspended animation.

THE GARBAGE CHUTE

This metal hatch covers a bulky hydraulic mechanism and holding tank made of smooth metal, with pipes and chutes draining into it from above.

The garbage chute offers a less-guarded entry point to the tower if PCs choose to enter that way. However, it also poses danger as the fastidious Ultari developed a simple expedient for ensuring that their trash would be cleanly dispatched by freezing it into smooth-sided cubes before ejecting it into space. This is typically done in synchronization with the opening of the vortex, but the system is also designed to detect when the holding tank is getting full or when vermin are proliferating, and PCs entering the chute may find themselves frozen with the trash.

The outer doors of this chamber are secured with powered mechanical locks (thieves' tools DC 30), characters trained in Intelligence (Engineering) gain double their proficiency bonus on Thieves' Tool checks to open them (triple, if they have Expertise). Once inside the holding tank, in addition, a successful DC 20 Intelligence (Engineering) check reveals the airlock function of the controls, allowing a PC to pressurize the chamber within and fill it with breathable air, taking 1d4 rounds.

COLD CUBE TRAP

The garbage disposal triggers 1 minute after the party enters the room. It can be detected ahead of time with a DC 28 Wisdom (Perception) check and disabled a DC 30 Dexterity (thieves' tools) check. Characters proficient in Intelligence (Arcana

or Engineering) add one-half their proficiency bonus to the Dexterity (thieves' tools) check. The trap floods the holding tank with utter cold mist, dealing 52 (15d6) points of cold damage (DC 17 Constitution saving throw for half), while simultaneously forming a 1-foot-thick *wall of ice* along every wall (blocking doorways) and reduces the temperature in the room to -30° F for 12 minutes. The cube of ice and all creatures inside it are then ejected into space at a speed of 60 feet per round, towards the aperture of the **inverted vortex**.

Once the trap runs its course, both doors unlock, but the *walls of ice* remain for 12 minutes. Creatures within the cube are exposed to extreme cold, taking 3 (1d6) points of cold damage per minute and being at risk for hypothermia. Creatures in contact with exposed metal, including wielding metal weapons or shields or wearing metal armor, take 3 (1d6) points of cold damage per round. The *walls of ice* can be smashed as normal for the spell; creatures passing through the wall of frigid mist left behind take 15 (1d6+12) points of cold damage (no save). Once the cold cube is ejected from the chute, the outer doors close 1 round later and the system recharges, resetting the trap in 1 minute.

After the trap is bypassed or disarmed, the PCs can move up into the tubes and chutes bringing trash here from elsewhere in the tower. Tiny or smaller creatures can move freely through this network of tubes, while larger creatures can navigate them with a successful DC 15 Dexterity ability check for Small creatures, with the DC increasing by 5 for every size category larger than Small. Finding their way through the chutes to a trash portal requires successful DC 20 Intelligence (Engineering) and Wisdom (Survival) checks, requiring 1 minute for each check. A PC proficient in both skills has advantage on this check.

A failed check increases the DC on the next check by 1d3. Once the PCs find their way to an interior trash hatch, a DC 20 Thieves Tool check is needed to open the hatch from the inside, or the hatch can be broken (AC 15, damage threshold 10, hit points 60), though weapons must be small to be used to attack the hatch.

ENTRY LEVEL

This is where the PCs enter the tower if they use the obvious airlock entrance at the tower's top.

1. AIRLOCK

Massive reinforced metal doors slide together on both sides of this 15-foot-wide chamber, with small control panels displaying blinking lights near each door.

A successful DC 20 Intelligence (Engineering) check reveals the airlock function of the controls, allowing a PC to pressurize the chamber within and fill it with breathable air, taking 1d4 rounds. The inner and outer doors of this chamber are secured with powered mechanical locks requiring a DC 28 Dexterity (thieves' tools) check to open. Characters proficient in Intelligence (Engineering) add half their proficiency bonus on the Dexterity check.

A failsafe sensor prevents the inner doors of the airlock from being opened if the airlock is not pressurized, increasing the DC to unlock them by 5.

2. CAGE AND CUBE

A wide, curved hall stretches to the left and right. A series of narrow windows pierce the curved wall across from the airlock entry.

When any creature that is not an ultari, jagladine, klaven, or onaryx exits the airlock into the hall at C2 without being escorted by a creature of one of those types, a two-part magical hazard is triggered.

Hazard: Two *forcecage* effects are triggered simultaneously. A *forcecage* (solid, windowless cube) is triggered in the airlock at area 1, encasing any creatures within that area inside the cage (DC 20 Dexterity saving throw negates). In addition, a second, larger *forcecage* (barred cage), forming bars of force at the dashed lines indicated on the map. This unusual variant *forcecage* has larger bar and gaps than usual, allowing weapons up to 3 inches wide to pass through them, including alchemist bombs. The intent of the trap is to hopefully separate groups of intruders, leaving some within the cube and others within the larger cage outside of it.

Creature: If any creature is trapped within the solid cube, the **griever** at area 4 steps onto the *teleportation circle* that allows it to teleport into the cube. Once inside the cube, it uses its deadly blades to slay any creatures separated from their allies that succeeded on the Dexterity save. Once it has slain all creatures



within the cube, it activates a recall trigger as a bonus action, which reverses the effect of the *teleportation circle* and allows it to return and step out of the circle at 4.

GRIEVER

XP 18,000

hp 204 (see page 681)

3. ENTRY RING

This curved hall offers slit window views out into the darkness of the void, as well as narrow mirrors arrayed around the circumference of the inner wall. The walls here are of polished metal but are otherwise unadorned.

The mirrors on the inner wall are one-way windows allowing the guards within to look out without allowing others to see in.

4. GUARD ROOM

This ovoid room contains several stools, with manacles attached to their bases. Slit-like tinted windows give a view out into the surrounding ring hallway.

A quartet of **klaven grenadiers** stand guard here, alert for danger whenever creatures approach, along with their **griever commander**. A small circular portal in the floor (directly under the number 4 on the map) is a short-range *teleportation circle*, allowing a creature stepping onto it to teleport directly into any location on the Entry Level as part of their normal movement. If no creature is trapped within the airlock at area 1, it may instead teleport itself to one side or the other of the *forcecage* to attack a creature adjacent to the cage, using Dexterity (Stealth) if needed to sneak up on PCs, attack, and then return to area 4 at the *teleportation circle*. If an enemy forces their way into area 4, the griever engages in melee with that enemy. If the PCs seem unable to escape the *forcecage*, it uses its built-in hand crossbows while reserving one or more arms for defense to add to its AC and block incoming ranged attacks.

The mirrored slit windows can be opened or closed as a bonus action by the klaven inside, and they give the klaven 3/4 cover against ranged attacks (+5 to AC and Dexterity saves). The klaven also may act in coordination, with one opening the slit as a bonus action, using Multiattack, and then stepping back, while its partner moves into the vacated space, uses its own Multiattack through the open slit window, moves again out of the way, and then use their bonus action to close the slit window.

If an enemy is able to escape the cage-and-cube at area 2 and force their way into area 4, the klaven join the fight and bombard their enemies doing their best to keep their allies safe from friendly fire.

KLAVEN GRENADIER (4)

Medium humanoid (augmented, human), lawful evil

Armor Class 16 (leather, shield)

Hit Points 180 (24d8 + 72)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	16 (+3)	17 (+3)	16 (+3)	15 (+2)	17 (+3)

Saving Throws Con +7, Int +7, Wis +6

Skills Intimidation +7, Perception +6

Damage Resistance poison

Condition Immunities poisoned

Senses darkvision 60 ft., passive Perception 16

Languages Common, Draconic, Jagladine, Onaryx, Ultari

Challenge 12 (8,400 XP)

Converted Host. Klaven transformations leave nothing for restoration of a base creature to its original self. As a result, klaven cannot be killed and returned to life with *raise dead* or similar effects. Spells such as *true resurrection*, *wish*, and *miracle* work normally.

Disintegration Torc (1/Day). A klaven grenadier can throw a special disruption grenade that deals twice the normal amount of force damage. A creature reduced to 0 hit points by this force damage is disintegrated, as *disintegrate*.

Evasion. If the klaven is subjected to an effect that allows him to make a Dexterity saving throw to take only half damage, he instead takes no damage if he succeeds on the saving throw, and only half damage if he fails.

Malign Influence. Klaven have -2 on Wisdom saves against enchantments, and gains disadvantage if the source of the effect is a jagladine.

Nanite Exchange. Klaven nanites swarm around them on a microscopic level, providing a continuous awareness of the location and condition of other klaven within 1 mile. Klaven may also communicate with one another by passing memories and sensory information through their nanites but must come into physical contact to do so. This exchange of memories requires an action and only consists of perceptions and first-hand experiences. Klaven cannot exchange skills, special abilities, or other individual qualities in this manner.

Paralysis Grenade (1/Day). A klaven grenadier can throw a special disruption grenade that deals half the normal amount of force damage, but the all creatures in a 5-foot radius must make a DC 15 Constitution saving throw or be paralyzed for up to 1 minute. At the end of each of its turns, a paralyzed creature can make a new Constitution saving throw. On a success, the effect ends for that creature.

ACTIONS

Multiattack. The klaven makes two claw attacks and one bomber attack, or it can make two bomber attacks.



Claws. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) slashing damage plus 17 (5d6) poison damage.

Bomber. *Range Weapon Attack:* +8 to hit, range 30/60 ft., one target. *Hit:* 11 (2d6 + 4) bludgeoning damage plus 24 (7d6) acid, cold, fire or force damage (bombardier's choice or roll randomly). All creatures within a 5-foot sphere also take this acid, cold, fire, or force damage, though they take half damage if they succeed on a DC 15 Dexterity saving throw.

REACTIONS

Fiery Shield. The klaven adds 5 to its AC against one attack that would hit it. If the triggering attack is within 5 feet, the attacker also takes 10 (2d6 + 3) fire damage.

5. TURBOLIFT

A pair of metallic doors opens onto a square chamber lined with crystalline control panels.

These lifts can be used to access the lower levels of the complex. For security purposes, no single turbolift traverses the entire height of the tower, and the PCs must use the rules described in **Navigating the Tower** above to decipher and operate the controls and to figure out their pathway through the massive tower.

6. LAVATORY

A simple metal lavatory offers unlovely but functional wash and waste facilities.

There is nothing of interest here.

7. CREW QUARTERS

Spartan bunks are arrayed along the walls, with small metal apparatus and tubes built into the walls nearby. Cabinets line the walls beneath the bunks. A large painted ultari face with jet-black empty eye sockets adorns one wall.

These are sleeping quarters for the guards and technicians of the tower. The cabinets contain uniforms, simple food and drink, and functional items such as dishes and basic tools. There are no personal items or effects here, nor any items of value.

THE TOWER CORE

Most of the tower's central length is comprised of a set of deep open shafts with balcony rings set every 30 feet around a central power core, connected by open stairs and ramps as well as by the turbolifts.

If PCs enter the tower through the garbage chute and successfully navigate their way into the tower, they arrive in this section of the tower, bypassing the Entry Level completely.

The crew quarters (area 7) are identical here to those on the Entry Level.

8. EQUIPMENT STORAGE

The cabinets and shelves here are stacked with boxes and cases, some of heavy paper, others of metal.

These contain parts and supplies for the maintenance of the tower, and the power core. These generally contain nothing of interest, though at the GM's option a careful search (Wisdom [Perception] DC 30) may uncover a discarded technological item, ammunition or power conduits for the railguns, 1d4 random grenades (see page 541), 2d6 gems or carved crystals worth 100 gp each, or 1d4 doses of a random poison collected by one of the jagladine technicians and stored for future study.

9. WORKROOM

The tables and benches in this room are scattered with a variety of tools and equipment in various stages of repair.

The jagladine tech teams at area 10 split their time between working here and working out in the core. The exposed equipment in this room exposes anyone entering to medium radiation (see page 502). A cursory search (DC 15) reveals all manner of ordinary tools useful for nearly any ordinary task. A careful search (DC 25) reveals a set of instruments that grant a +1 bonus on Intelligence (Engineering) checks as well as a set of schematic diagrams that grant the PCs a +2 bonus on checks made to navigate the tower.

10. BOTTOMLESS BALCONY

This chamber is built around a massive shaft stretching a vast distance above and below. A massive pale violet column dominates the center of the shaft, seemingly made of delicate crystal or perhaps even planes of pure force, with roiling energy swirling within. Balconies circle the edge of the chamber, with doored chambers opening from time to time to admit teams of jagladine workers, many of whom stand on narrow catwalks leading from the outer balcony to span across to the glowing central shaft as they tend an array of instruments and conduits.

Most of the work of maintaining the tower and its mechanisms falls to ordinary jagladine expert technicians. They are highly skilled at the manufacture and maintenance of all of the tower's systems and they work well together in tech teams that support one another. If PCs are not taking care to use stealth, they are likely to be detected by jagladine workers moving around the area. This is especially true within the vast cylindrical core if PCs cause a core breach.

If jagladine tech teams are engaged by the PCs, they seek to sound an alarm and bring help, while also unleashing their needlers and spell-like abilities on the PCs. They also

use their expertise with the station's systems to manipulate the environment to their advantage, as described in their **environmental controls** ability, including using this ability to open one of the conduits of the plasma core to intentionally create a plasma cloud and release the plasma ooze, or unleashing one or more clockwork golems from their garages (area 11). They have no fear of radiation and release the ooze much closer to the PCs than to themselves, directing its fury against the intruders.

If observed carefully from stealth or magical scrying or other divination by creatures able to understand Jagladine, the PCs can learn a considerable amount about the station's functions and mechanisms, granting them a +2 bonus on all skill checks related to navigating the tower or operating doors, lifts, airlocks, or other devices.

JAGLADINE TECH TEAM (2)

Huge troop of Medium aberrations (jagladine), neutral evil

Armor Class 19 (hazmat gear)

Hit Points 162 (25d8 + 50)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	19 (+4)	15 (+2)	12 (+1)	14 (+2)	13 (+1)

Saving Throws Dex +8, Con +6, Wis +6

Skills Engineering +5, Nature +5, Medicine +6, Perception +6

Damage Resistance cold, fire, lightning (see hazmat gear); radiation

Senses darkvision 120 ft., passive Perception 16

Languages Common, Jagladine, Ultari

Challenge 9 (5,000 XP)

Grease the Gears. As a bonus action, the tech team can supercharge a clockwork golem (see below) within 30 feet, granting it the benefits of *haste*. Alternatively, they can perform repairs as a bonus action on a clockwork golem adjacent to or within the space of the tech team, repairing 11 (3d6) points of damage to the golem.

Hazmat Gear. A jagladine tech team is equipped with protective suits that supply them with breathable air and grant them cold resistance, lightning resistance, and fire resistance. The gear grants an AC of 15 and grants disadvantage on Dexterity (Stealth) checks. This gear is specifically designed for jagladine physiology and does not function for other creatures.

Reflexive Biology. As an action, a jagladine tech team can absorb a single disease or poison without suffering any ill effects. As a bonus action, the commander can attempt a Constitution save against the DC of the absorbed disease or poison. If successful, the commander excretes a single dose of the poison or disease in liquid form, which remains potent for 24 hours. As part of the same bonus action, or as a bonus action

on subsequent turns, the commander can apply the poison or disease to a weapon it is holding. The liquefied disease or poison must be delivered via ingestion or injury. A jagladine can only store one disease or poison at a time.

Spider Climb. A jagladine tech team can climb difficult surfaces, even upside down on ceilings, without needing to make an ability check.

Troop. The troop can occupy another creature's space and vice versa, and the troop can move through any opening large enough for a Medium aberration. The troop can't regain hit points or gain temporary hit points. A troop takes half damage from attacks that use an attack roll and double damage from effects that require it to make a saving roll. Creatures that are not troops are impaired while they remain in the troop's space or within 5 feet of it and have disadvantage on attack rolls and Constitution saving throws to maintain concentration. A troop's damage is halved when reduced to half its original hit points.

ACTIONS

Needler. All creatures within 80 feet of the troop automatically take 7 (1d6 + 4) piercing damage, and must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Close Combat. All creatures sharing a space with the troop take 7 (1d6 + 4) slashing damage plus 14 (4d6) poison damage.

Environmental Controls. A jagladine tech team can manipulate mechanical devices including hatches, cause cables and clamps to swing and grip creatures in the area, electronic devices to short-circuit and spray sparks or smoke, manipulate artificial gravity controls, and otherwise manipulate objects or impede creatures within 30 feet. All of the effects of the tech team's environmental controls are non-magical, but they otherwise function as the spell effects they duplicate. Effects that deal hit point damage or duplicate combat maneuvers are instantaneous. Other effects persist for 1 minute unless otherwise specified. Saving throws, where applicable, are against DC 20.

- A tech team can open or close a door or hatch, create sound effects as *prestidigitation*.
- A tech team can bar a doorway or opening within 30 feet as *arcane lock*, cover a 10-foot square with *grease*, fill a 10-foot-radius sphere with smoke (treat as *fog cloud*), each effect lasting 1 minute.
- A tech team can create *darkness* or *daylight* lasting 1 minute, open a sealed doorway or opening as *knock*, fill a 10-foot-sphere spread with noxious gas (as *stinking cloud*) for 1 round, create an explosion in a 10-foot-sphere burst dealing 22 (5d8) points of acid, cold, lightning, or fire damage (roll randomly to determine which type of damage), or half as much on a successful Dexterity saving throw.

11. MECHANICAL MANIPULATOR

These garages have doorways that roll up into the ceiling and allow egress of massive, vaguely jagladine-shaped contraptions of gleaming metal and gears.

The jagladine tech teams are not shy about diving into dangerous technological problems, but they keep a set of magical-mechanical probe units for delving into situations they feel are too dangerous, whether on the inside or outside of the tower. They normally are stored here unless called into action. If the PCs raise an alarm, the jagladine in area 10 do not hesitate to unleash all four of their mechanical monstrosities (two at each area 11, one emerging from each door). The golems move in their usual form or shift into the form of a wall of gears as directed by the jagladine.

CLOCKWORK GOLEM

Large construct (clockwork), unaligned

Armor Class 17 (natural armor)

Hit Points 178 (17d10 + 85)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	9 (-1)	20 (+5)	3 (-4)	11 (+0)	1 (-5)

Damage Immunities poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 120 ft., passive Perception 10

Languages understands the languages of its creator but can't speak

Challenge 12 (8,400 XP)

Magic Resistance. The golem has advantage on saving throws against spells and other magical effects.

Magic Weapons. The golem's weapon attacks are magical.

ACTIONS

Multiattack. The golem makes two slam attacks.

Slam. *Melee Weapon Attack.* +10 to hit, reach 5 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage and the target is grappled (escape DC 18). Grappled targets immediately take an additional 21 (2d8+12) points of slashing damage as razor-sharp gears and blades emerge from its body to grind and slice its foe.

Wall of Gears. A clockwork golem can fold into a whirling wall of grinding gears measuring 10 feet by 10 feet or 5 feet by 20 feet. Anyone passing through the wall takes 49 (14d6) points of slashing damage. If the wall appears in a creature's space, that creature can attempt a DC 18 Dexterity saving throw. If it succeeds, it leaps to one side and avoid the damage entirely. The clockwork golem can take no actions while in this form except to resume its normal form as a bonus

action. A clockwork golem's AC and immunities remain the same while it is in this form.

REACTIONS

Death Burst. When a clockwork golem is reduced to 0 or fewer hit points, it explodes in a shower of razor-sharp gears and debris. All creatures within a 10-foot sphere take 42 (12d6) points of slashing damage — a successful DC 18 Dexterity save results in half damage.

12. PLASMA CORE

A massive cylinder of glowing purple energy fills a vast open chamber extending out of sight into the depths below. The energies within are held back by a transparent column of energy, with couplings and conduits attached at intervals along its length and circumference. Occasional bridges lead from surrounding catwalks out to the cylinder in the center.

The interior of the tower is largely filled by a massive power capacitor contained within a *wall of force*. This is part of the network that absorbs the energies constantly flowing from the star within and converts it to usable psychomagic power that maintains the force shield surrounding the star as well as empowers the psychomagic technology of the sphere. If curious PCs attempt to breach the *wall of force* containing the energy, they are immediately exposed to a plasma cloud filling a 30-foot radius sphere, increasing in radius by 10 feet each round after the first for 1d4 rounds and then decreasing in size by 10 feet per round as the station's environmental countermeasures contain the leak and repair the breach in the containment field. This plasma cloud blocks vision as *obscuring mist* but also affects creatures in the area as **high radiation**—or **severe radiation**, if they move inside the energy shaft itself (see page 502). In addition, a flood of energy coalesces into an advanced plasma ooze that immediately attacks all creatures nearby. The ooze is an unstable creature and begins to dissolve into nothingness 2d4 rounds after it appears, gaining one level of exhaustion per round thereafter until it dies.

PLASMA OOZE

Gargantuan ooze, unaligned

Armor Class 10

Hit Points 367 (21d20+147)

Speed 40 ft., climb 40 ft.

STR	DEX	CON	INT	WIS	CHA
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29 (+9)	11 (+0)	24 (+7)	1 (-5)	8 (-2)	1 (-5)
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Damage Immunities acid, lightning, bludgeoning and piercing

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Damage Resistance cold

Senses blindsight 60ft. (blind beyond this radius), passive Perception 8

Languages —

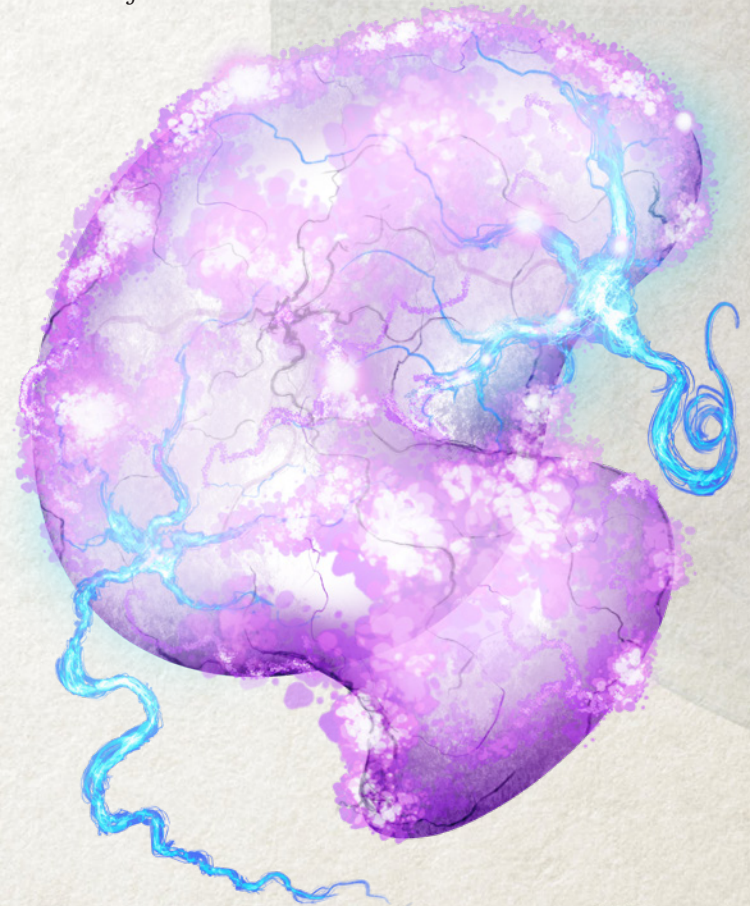
Challenge 20 (25,000 XP)

Amorphous. The ooze can move through a space as narrow as 1 inch wide without squeezing.

Spider Climb. The ooze can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.

Maglev. As a bonus action, a plasma ooze can *levitate* (as the spell).

Magnetic Pulse. A plasma ooze is surrounded by an aura of magnetism that allows it to attract metallic objects and creatures. At the start of the ooze's turn as a bonus action, the ooze makes a contested Strength check against all metallic creatures, all creatures wearing metal armor, and all creatures wielding metal weapons within 30 feet. If it beats the check of a metal or armored creature, that creature is pulled 10 feet closer to the ooze and cannot move away from the ooze for 1 round. If this causes the creature to move into a square occupied by the plasma ooze, the ooze can attempt to engulf that creature without using an action. If it beats the check of a creature wielding a metal weapon, that weapon is disarmed and pulled 10 feet closer to the ooze. Unattended metal objects of size Large or smaller are automatically pulled toward a plasma ooze. Unattended metal objects automatically take engulf damage (magic items are assumed to have resistance to all damage types). This magnetism is supernatural in nature and affects all metal objects.



ACTIONS

Multiattack. The plasma ooze makes a pseudopod attack and can use plasma burst when available.

Pseudopod. *Melee Weapon Attack.* +15 to hit, reach 20 ft., one target. *Hit:* 23 (4d6 + 9) bludgeoning damage plus 18 (4d8) lightning and 18 (4d8) fire damage, and the target is grappled (escape DC 20). Until this grapple ends, the target is restrained, and automatically takes pseudopod damage at the start of its turn. The ooze can't constrict another target however it may continue to make pseudopod attacks.

Plasma Ray. *Range Weapon Attack.* +6 to hit, range 60/240 ft., one target. *Hit:* 18 (4d8) lightning and 18 (4d8) fire damage

Plasma Burst (Recharge 5-6). The plasma ooze shoots 1d4 rays at random (separate) targets. No more than one ray per target. It gains a -1 to its next recharge check for each ray it shot out the previous turn.

Engulf. The ooze moves up to its speed. While doing so, it can enter spaces of creatures of equal or smaller size. Whenever the ooze enters a creature's space, the creature must make a DC 22 Dexterity saving throw. On a successful save, the creature can choose to be pushed 5 feet back or to the side of the ooze. A creature that chooses not to be pushed suffers the consequences of a failed saving throw.

On a failed save, the ooze enters the creature's space, and the creature takes 10 (3d6) lightning and 10 (3d6) fire damage and is engulfed. The engulfed creature can't breathe, is restrained, and takes 21 (6d6) lightning damage and 21 (6d6) fire damage at the start of each of the ooze's turns. When the ooze moves, the engulfed creature moves with it. An engulfed creature takes an action to escape (escape DC 22). On a success, the creature escapes and enters a space of its choice within 5 feet of the ooze.

REACTIONS

Split. When a plasma ooze that is Medium or larger is subjected to sonic or slashing damage, it splits into two new oozes if it has at least 50 hit points. Each new ooze has hit points equal to half the original ooze, rounded down. New plasma oozes are one size smaller than the original ooze.

In addition to exposed radiation, the plasma cloud is highly reactive to electricity and fire. Any creature creating an electricity or fire effect causes a 5-foot sphere to erupt centered on a random vertex at the edge of their space. This burst deals 10 (3d6) points of fire damage and 10 (3d6) points of lightning damage, or half as much with a successful DC 20 Dexterity saving throw. This burst also occurs if a creature uses a gunpowder firearm. If a creature creates multiple such effects in the same round, it creates a separate eruption each time, with the save DC increasing by 1 for each eruption after the first on that creature's turn. If the target or area affected by the fire or lightning effect is also within the plasma cloud, it creates a 5-foot sphere around the target (if a targeted effect) or fills the same area (if it affects an area). The plasma ooze, if present, is immune to these plasma bursts and to the radiation of the cloud.

LOWER LEVEL

PCs must again navigate their way through the tower to the lower level. The final stage of their journey most likely will be aboard the turbolifts once again. The turbolift shafts diverge as they approach the lower level and end their descent at 5.

13. CARGO LOADING ZONE

This curved chamber has high stacks of metal scaffolding and shelving along its outer edge, with a wide track running along its inner edge. The floor thrums with the vibration of large machines in constant motion.

This ring-shaped chamber surrounds the plasma core chamber and is used to store cargo containers of equipment and supplies shipped around the tube network. The racking system reaches all the way to the ceiling 100 feet above. The racking system is made up of 10-foot cubic slots with containers of uniform size carried and moved by a quartet of cargo loaders. These mindless constructs are overseen by an annihilator robot that clings to the ceiling, moving around the ring and directing their movements. If intruders are spotted, it directs the cargo loaders to use their rollover attacks to crush creatures on the ground or climbing, while it focuses its attacks on flying opponents. If combat occurs in this chamber, a second annihilator robot is activated and arrives 1 round later to join the fray.

ANNIHILATOR ROBOTS (2)

hp 290 (see page 390)

Special These annihilator robots lack the fly speed and interplanetary booster abilities of the astro-annihilators but are otherwise identical.

CARGO LOADERS (4)

These Huge machines (treat as permanent, non-dispellable animate objects) gain the following ability.

Rollover. This functions as the plasma ooze's Engulf above, but deals 17 (2d12 + 4) bludgeoning damage (save and escape DC is 17).

14. CARGO CORRIDOR

This wide hall has a raised catwalk running along one side, with a railing separating it from a sunken thoroughway that allows larger creatures or vehicles to move easily through the passage.

Creatures moving through this corridor have a 25% chance to encounter a cargo loader (as at area C6) carrying a cargo container to or from area 15. If they do not draw attention to themselves, the cargo loader ignores them but it fights if attacked. Any surviving constructs from area 13 pursue creatures into this area. The cargo corridor is 30 feet high, and the annihilators typically climb across the ceiling to move through this area.

The catwalk runs alongside the main corridor at area 14a, and when it emerges into the Tube Station the catwalk splits off into a ramp down to the main platform, while the corridor



turns and ends in a freight lift at **14b**. This simple open elevator operates with a push-button control, lowering cargo 20 feet to the platform below.

15. TUBE STATION

The access corridor opens through windowed sliding gates onto a large lift, while the catwalk gives way to a sloping ramp down to a lower platform 20 feet below. A large bank of heavy machinery rises up to one side above the ramp. On the opposite side of the room is a windowed chamber with blinking lights and displays dimly visible within, and on the lower platform below is a perfectly smooth half-cylindrical trough made of some translucent crystal. Dimly visible through the floor of this trough is a long metallic half-cylinder rather like a blunt-ended boat, with a seating platform built within it and several small displays within. The trough connects to a cylindrical tunnel at each end of the chamber, capped in each direction by a circular portal.

The tube station (not numbered on the map) offers access to the transit network that spans the entirety of the sphere, linking the other stations for creatures or cargo that need to

move from one to the other. This access is guarded by a team of jagladine techs in the control room (area **18**).

As soon as the jagladine tech team becomes aware of the PCs entering the tube station, they trigger a psychomagic overload in the electrical system that manifests in the form of a quartet of massive beings of living lightning erupting from the exposed engines of the machine room at area 16 and moving to attack all intruders.

ELDER LIGHTNING ELEMENTALS (4)

Use a **djinn**^{SRD} with the following changes:

- Reduce its intelligence to 9.
- Remove its innate spellcasting trait.
- Remove its scimitar attack.
- Add the following traits:

Immunity to Critical Hits. Critical hits are treated as normal hits against a lightning elemental.

Metal Mastery. A lightning elemental has advantage on attack rolls if its opponent is wearing metal armor, is wielding a metal weapon, or is made of metal (such as an iron golem).

Multiattack: The elemental makes slam attacks.

Slam: *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage plus 13 (3d8) lightning damage.

16. MACHINE ROOM

This large room thrums with mechanical rhythms as vast banks of eldritch turbines whirl and whine with impossible energies.

This room is dangerous to traverse without touching sensitive equipment. Any creature moving through the area must succeed on a DC 20 Dexterity (Acrobatics) or Intelligence (Engineering) check to avoid triggering either a shocking floor trap or electrified door trap (see **Navigating the Tower**). If the check is failed by 10 or more, the character triggers both traps simultaneously. Creatures entering the chamber also are exposed to medium radiation (see page 502).

The catwalk to area 18 can be extended with a successful DC 20 Dexterity (thieves' tool proficiency applies) check or Intelligence (Engineering) check.

The secret doors granting access to this chamber are well hidden, requiring a DC 25 Wisdom (Perception) check to locate.

17. THE TUBE

This translucent cylinder of force drops away below, and you can dimly see the faraway sun and the void of space around it just beyond that thin wall of energy.

The tube is approximately 10 feet deep, but its curved walls are very difficult to climb (DC 30 Strength (Athletics) check). The tube sled levitates suspended in the tube, but other objects dropped into it do not.

18. TUBE CONTROL ROOM

The walls of this raised room are dominated with metallic boards covered in dials and blinking indicator lights alongside crystal display screens. These controls and readouts run from waist height to ceiling around the room's perimeter, save for a wide window overlooking the tube platform below. This opening has no solid window, but rather a screen of barely visible energy blocking access.

A jagladine tech team monitors the tube station here, maintaining the equipment and keeping the system relays calibrated and working normally, including making sure any tube capsules transiting the station can do so without impediment. The catwalk at 18a can be extended from within the area 18 with a successful DC 20 Intelligence (Engineering) check.

The secret door granting access to this chamber is well hidden, requiring a DC 25 Wisdom (Perception) check to locate.

JAGLADINE TECH TEAM

hp 162 (see page 412)

Special Unlike standard jagladine tech teams, these jagladine are armed with laser weapons that are powered by the tower station itself; they do not retain any charge if removed from the station. Replace their needler attack with the following:

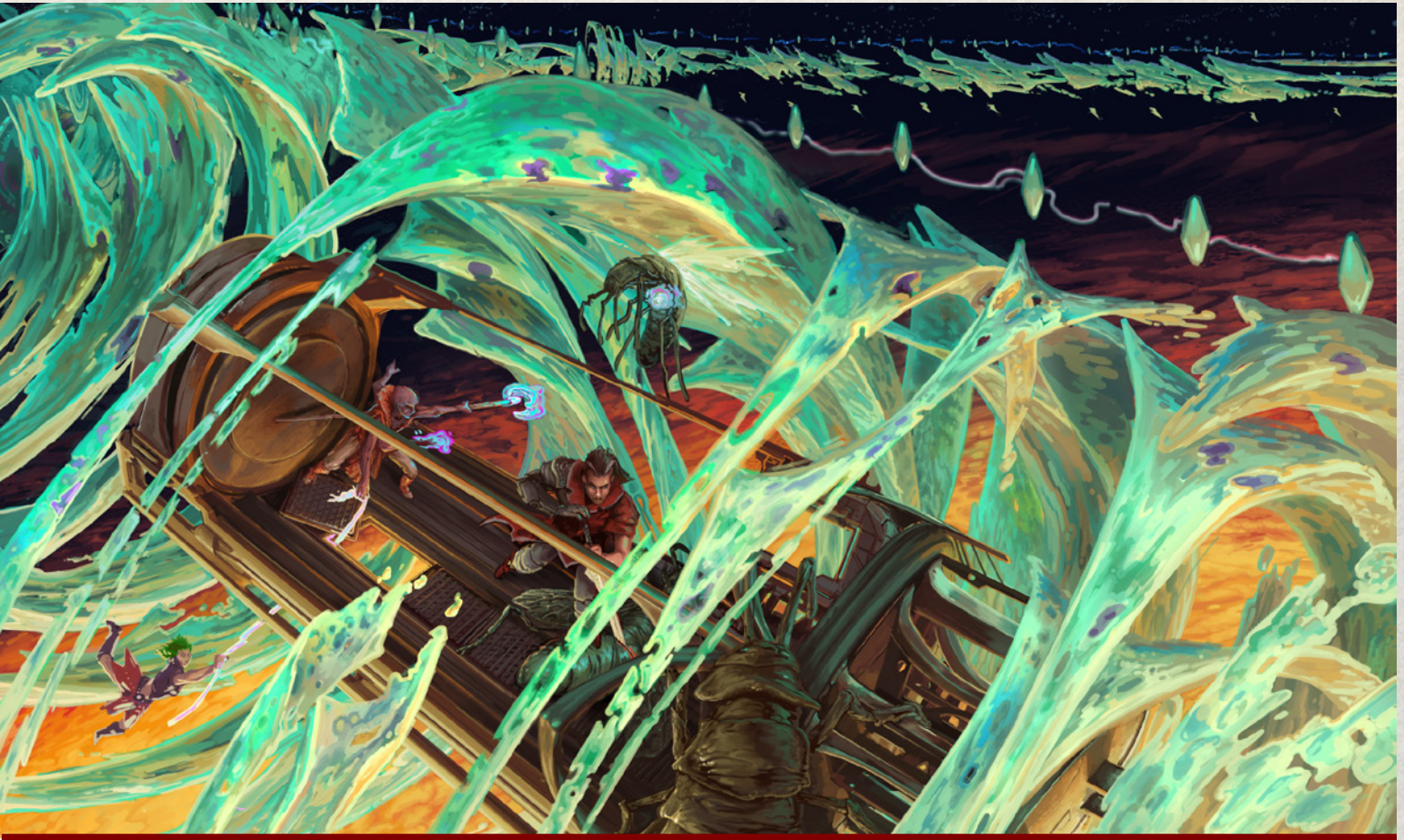
Laser Carbine. All creatures within 80 feet of the troop automatically take 14 (3d6 + 4) radiant damage. Laser beams can pass unimpeded through the *wall of force* protecting the control booth.

In addition to the standard environmental controls a jagladine tech team can use the following controls:

- As a reaction to enemies entering the area or moving through, they can activate a cylindrical *wall of force* that encapsulates the trough and the entry tunnels.
- As a bonus action, they can activate an inertial accelerator, which provides the benefits of *haste* to up to four creatures on the platform until the beginning of the tech team's next turn.
- As a bonus action, the team in the control room can trigger an inertial dampener on up to four creatures until the beginning of the team's next turn. This automatically suppresses any *fly*, *haste*, or *jump* spells. Creatures not already hastened targeted with this inertial dampener are affected as *slow* (DC 20).
- As an action, cause the sunken tube capsule to phase up through the crystalline floor as if incorporeal, solidifying in the loading trough for passengers or cargo to be loaded.

Development: Unknown to the jagladine, one of their number has been possessed by an yllosan (see page 714) named **Seantrelle**, a spy for the Bellianic Accord who managed to psychically hitchhike through a series of Hegemony agents and finally make their way into the sphere and even to the heart of Atlas Prime itself. She has been slowly making her way back out of the capital and working through the network while seeking a way to escape the sphere and get back to the Accord with her findings. The lurking nightshades of the Latere Nebula and uncertainties about her precise location have dissuaded her from daring a lone starflight across the void, but at the same time the recent strategic failures by the Hegemony have led to the cancellation of almost all missions out of the sphere and she has been stranded among the jagladine and unable to escape the sphere. Due to the prevalence of the psychic ultari in Atlas Prime and the much higher chance of detection there, she has elected to stay among the outlying stations to learn as much as she can from the jagladine while also monitoring the tube network in hopes that she might find a mission leaving the sphere.

When the PCs arrive, however, and clearly are fighting against the jagladine and their masters, Seantrelle sees an entirely different opportunity. After observing the PCs fighting the jagladine for one round, she attempts to make telepathic contact with a random PC, asking who they are and why they are here, hailing them first in Celestial and Elali before defaulting to Common. If PCs indicate that they are here on behalf of the



Bellianic Accord, or if any of them are wearing a *bellianic crown* or similar item that clearly denotes their affiliation, Seantrelle begins using her *suggestion* spell-like ability on the jagladine she is possessing to compel it to deactivate the *wall of force* screening the jagladine from attack from the platform. She alternates that *suggestion* each round with using her aetheric throw ability to hurl loose objects inside the control room into the laser carbines mounted within (AC 13, damage threshold 8, hit points 20), trying to knock them out of action.

When the battle is won, she continues questioning the PCs to learn more about their motives. She is excited at the possibility of working with allies but is cautious, with an initial attitude of Indifferent. If made Helpful, Seantrelle reveals herself as a fellow agent of the Bellianic Accord and offers to help the PCs navigate to share what she has learned about the sphere, Atlas Prime, and the factions therein, as well as how to operate the tube network. She prefers to travel via *gentle possession* inside another creature and requests one of the PCs to allow her to travel in this way, but she does not insist if they are uncomfortable and refuse.

Seantrelle can provide general information about the Dyson Sphere, about the star Faa Dlan, and about what they can expect in Atlas Major, including warning them about Marks and the Scroll. She can tell them generally about the tensions between the Devotee and Legate factions within the ultari leadership, and about the growing lack of confidence of the jagladine

and onaryx leaders in the ultari, though for now the psychic stranglehold the ultari have on information is keeping their allies in line. She also tells them about the **Safe House** in Atlas Prime and that other yllosan have been in the capital more recently and likely have more up-to-date information.

She also can speak generally to the state of readiness of the **Entry Station** to Atlas Major, including the typical guards and that they have a magical barrier that prevents people from easily escaping the station, though she does not know for sure what it is other than that she became very sleepy and couldn't seem to read creatures she was possessing for some time after she passed through it.

YLLOSAN

XP 2,900

hp 65 (see page 716)

19. THE VOID VALVES

These cylindrical tubes end in valve-like curtains of force. The silent void lies beyond them.

These tubes are as durable as a *wall of force* but are programmed to open automatically as tube sleds approach, to allow them to slip through like sliding through a semi-permeable curtain but without venting the atmosphere in the station into the void.

THE TUBE NETWORK

Because teleportation is relatively dangerous inside the sphere, rapid transportation is instead achieved by a network of transit tubes comprised of force rails wedged to orium hardpoints that channel and shape the cosmic energies absorbed and converted by the towers. The network links all of the towers in a grid pattern, with each tower able to rotate its tube station 360 degrees to facilitate both latitudinal and longitudinal travel along the sphere. Each set of rails can accommodate two capsules at the same time, typically used to allow traffic in both directions along each side of the rail, though in times of need the switching system of the network can put both tubes in operation in the same direction.

Getting Through: Control of each tube station's orientation is managed by the local tech team, but as long as all transponder signals are functioning properly, transit from one tower to the next is fairly routine and unlikely to arouse any suspicion. If Seantrelle is present, she can handle the codes without difficulty. If not, PCs must succeed on DC 20 Intelligence (Engineering) check and a DC 20 Charisma (Deception, Persuasion, or Intimidation) check each time they approach a station in order to bluff their way past the tech team. The DC is increased by 2 if they are not fluent in Ultari, but they gain a +2 bonus if they are using *seeming* or similar magic to disguise themselves as ultari or jagladine.

Travel Time: Travel between each station is accomplished at fantastic speed, covering a distance of over a million miles per day. While not fast enough to produce noticeable time dilation, the system does require internal dampeners to inure travelers to extremes of acceleration and deceleration as they approach each tower station. Each tube capsule also can detect disruptions in the force rails ahead of it, decelerating as it approaches to avoid a collision with any foreign object.

The journey from their entry tower to Atlas Prime takes approximately 15 days, assuming the PCs do not stop for any further exploration of towers. If you use any of the events below, that can delay their trip by a small amount.

Dangers: While the void is inhospitable to most forms of life, you can use the following encounter at any point along the PCs' journey to Atlas Prime to illustrate some of the dangers of the trip.

FORCE-EATERS

One of the few creatures capable of penetrating the sphere are the **entropic scavengers** that mostly prowl the Latere Nebula, as they can consume the force that comprises the surface of the sphere itself that is impenetrable to others. While the sphere seals behind them, they can pass into or out of the sphere with relative impunity in scavenging flocks. They are attracted to high-energy force impulses, including the high-speed transit tube capsules, and can sense energy fluctuations in the tube rails that indicate an approaching capsule. Their constant gnawing on the force tubes causes a tube capsule approaching

the damaged rails to gently decelerate, moving slowly enough that the scavengers lurking nearby can attack.

Note: These scavengers have been feasting on force effects within the sphere, and each is currently at its maximum of 73 temporary hit points.

If **Seantrelle** is present, she grants a +10 bonus on Intelligence checks made to identify these creatures and their abilities.

If the scavengers disable the capsule's force screen, it remains deactivated for 1d4 rounds, after which it can be reformed with 2 full person-rounds of effort and two DC 20 Technomancy checks. Once the force screen is reformed, restoring the capsule's internal atmosphere requires an action and a DC 15 Intelligence (Arcana or Engineering) check.

ENTROPIC SCAVENGERS (12)

Medium aberration, neutral evil

Armor Class 17 natural armor

Hit Points 147 (14d10 + 70) plus 73 temporary hit points

Speed 40 ft., fly 90 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	11 (+0)	20 (+5)	6 (-2)	11 (+0)	14 (+2)

Saving Throws Wis +4

Skills Perception +4, Stealth +8

Damage Resistances acid, lightning, thunder; bludgeoning, piercing, and slashing

Damage Immunities cold, poison

Condition Immunities Exhaustion, Petrified, Poisoned

Senses darkvision 60 ft., passive Perception 14

Languages Deep Speech

Challenge 11 (7,200 XP)

Draw Force. An entropic scavenger can draw all magical force effects within 30 feet of it into itself. Any force effect (for example a *wall of force* or *magic missile*) cast by a spellcaster (or used by a creature in some other way) that has lower level than the HD of the entropic scavenger must make a DC 18 saving throw using their key casting ability. On a success nothing happens, on a fail the spell is absorbed by the entropic scavenger and it heals or gains temporary hit points equal to the damage done by the spell (if no damage it gains 1d8 hit points per spell level) up to a 50% of its maximum hit points.

Entropic Body. An entropic scavenger's body is comprised of faintly glowing violet force. Any creature that attacks within 5 feet of it takes 3 (1d6) points of necrotic damage and 3 (1d6) points of force damage. In addition, force damage heals the entropic scavenger and grants temporary hit points (per the draw force trait).

Force Strength. An entropic scavenger has advantage on Strength based ability checks, saving throws and skills.

Incorporeal Movement. The entropic scavenger can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object (which it can use to heal itself with).

Life Sense. The entropic scavenger is aware of the presence of creatures within 60 feet of it that are not constructs or undead. It knows the distance and direction to each creature but can't sense anything else about it.

Void Child. The entropic scavenger is immune to effects that target souls (such as *magic jar*) or require knowledge of a creature's identity (such as *scrying*). When one is slain, it cannot be restored to life by magic save by a *wish*, or by divine intervention.

ACTIONS

Multiattack. An entropic scavenger makes three attacks: one with its bite and two with its wings.

Entropic Bite. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage and 7 (2d6) necrotic damage. The target must also make a DC 15 Constitution saving throw or gain a level of exhaustion as the entropic scavenger drains its lifeforce.

Entropic Wings. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 9 (2d4 + 4) bludgeoning damage and 7 (2d6) necrotic damage.

Chained Enervation. *Ranged Spell Attack:* +6 to hit, range 50 ft., one target. *Hit:* 16 (4d6 + 2) necrotic damage. On a successful hit, the entropic scavenger can target two additional creatures within 10 feet of the original target.

TACTICS

Before Combat These entropic scavengers use Dexterity (Stealth) checks to hide their movements and have several members of their flock use draw force on the tube capsule, suppressing its force screen and exposing the interior to the void. The capsule's artificial gravity remains intact even if its force screen is disabled, though a creature moving more than 10 feet from the floor of the capsule slips into zero-gravity. The sudden loss of the force screen does not cause explosive decompression, but the atmosphere does immediately dissipate into vacuum.

If more than half of the scavengers try to draw force and fail, three of their number attempt to enter the capsule stealthily. In addition, if they achieve surprise, at least two of their number use this tactic in order to hinder any spellcasters within the capsule from casting spells.

During Combat Entropic scavengers keep in constant motion, using chained enervation as their primary mode of attack. If engaged in melee they will use their bite and wing attacks. Remember that draw force will also affect spells like *mage armor*.

Morale Entropic scavengers retreat if reduced below 20 hit points. If unable to flee, they fight to the death.

ROUTINE INSPECTION

At one of the towers they pass through, the PCs' force capsule is stopped and detained for a routine inspection. They are questioned by the **jagladine tech team** in their control room (see area C8), with a second identical tech team coming to inspect the PCs' capsule in person. If any of the PCs do not appear to be jagladine, klaven, onaryx, or ultari, the tech team is suspicious and gains a +2 bonus on Wisdom (Perception) and Insight checks to see through any deception. During the inspection, one of the tower's **annihilator robots** is present in the tube station, watching for hidden creatures. Before the PCs are allowed to disembark for the inspection, the jagladine release a shower of light enhancing dust (treat as *faerie fire* with a DC 14) that coats the interior of the tube capsule, fading after 3 rounds. Any invisible creatures are placed under arrest and taken for questioning by the tower's griever commander (see area C2).

The inspection takes 2d6 minutes, during which time the PCs are expected to wait in the tube station and answer questions from the jagladine. They can use skills or spells to try persuading the jagladine to allow them to pass. This requires three DC 20 checks to allay their suspicions or cow them from probing further.

Failed Inspection. If combat ensues, the tech team immediately triggers the station's **lightning elementals** (see area C7) and commands them to attack. They place the station on lockdown, sealing the failsafe exits at C6. If the PCs can access the control room, these can be reopened with two DC 20 Technomancy checks, requiring one full round per check. Opening them from outside the control room increases the DC by 5 and requires 1d4 rounds per check.

During combat, other creatures guarding the tower arrive to reinforce the inspection team, beginning with the **second annihilator robot** after 1d3 rounds and the **griever** and **klaven grenadiers** (see area C2) 2d4 rounds later. The jagladine techs in the plasma core do not enter the fray, nor do the klaven dragoons, though the latter mount up on their dragons and take flight.

If the inspection team sounds an alarm, it is relayed into the system that possible intruders are in the network. The entire system continues functioning, but all passcodes are changed and the DC for checks made to bypass passcode requirements at future stations is increased by 5.

THE GHOST TOWER

The space inside the sphere is fraught with many dangers, among both the living and the dead. The necromantic radiations of the Lacuna and Faa Dlan's sunspots have spawned spectral undead variants of the solar dragons native to the star's heart, and rarely these ghostly monstrosities venture beyond their solonecrotic homes into the space between. Recently, one of these undead dragons has infiltrated one of sphere towers and slaughtered the living crew of klaven and jagladine, as well as the solar dragons that once dwelt there.

The constructs inhabiting the tower are largely unaware of the spectres, as their incorporeal forms do not properly register on their sensors, leaving even sentient constructs performing repeated diagnostic checks for system glitches even when they catch sight of the wandering spirits. Unintelligent constructs simply ignore them and even pass through them entirely. While the spectral dragon was originally able to enter the tower when the portals were open, when they closed after jagladine crew was killed the spectres were no longer able to escape the psychically reinforced orium walls of the tower, leaving the spectres within to drift aimlessly unable to escape nor with any living souls on which to prey.

Maps. This tower has the same layout as the one at area C and can reuse the same maps.

Capsule Crash. The death of all living crew has resulted in malfunctions to the tower's systems, as the inertial dampeners and force conduits that should allow easy and rapid transit through the tower by force capsules now behave erratically. When the PCs' capsule approaches the tower, its proximity sensors do not register properly, causing the capsule to crash through the aperture valve into the tower's tube station. All creatures on board the capsule take 52 (15d6) points of bludgeoning damage (DC 20 Dexterity saving throw for half damage) and are knocked prone. In addition, the capsule's force walls are ruptured along with the entry valve to the tube station, causing an explosive decompression of the tube station's atmosphere.

Until the entry valve is blocked (any magical wall spell that creates a solid barrier suffices), Medium or smaller creatures must succeed on a DC 15 Strength check or be dragged 1d4 x 10 feet towards the entry valve, taking 7 (2d6) points of bludgeoning damage. Creatures dragged to the end of the entry valve are discharged out into the void and vacuum of space (see page 502). Any non-instantaneous gas, mist, or fire effects within the tube chamber are treated as if exposed to a windstorm-strength wind; if magical, they are dispelled (as an 8th-level *dispel magic*). Breathable air within the chamber swiftly dwindles, becoming effectively a vacuum within 1d4 rounds. The rapid air loss forces Constitution checks on any concentration spell with a verbal component, starting at DC 15 and increasing by 5 per round.

Repairing the Capsule. The tube capsule is damaged in the crash, requiring 2d6 successful DC 20 Technomancy checks to repair. Each check requires one manhour of work, and checks gain a +5 bonus if Seantrelle is present to give instructions. Multiple characters can work on repairs at the same time.

INTRUDER ALERT

Within 2d4 rounds of the capsule crash, one of the annihilator robots from this tower's cargo loading zone comes to investigate. The other annihilator and the cargo loaders remain in this tower's area C6 and do not leave it, though they attack any intruders into that area. If PCs use stealth to evade the annihilator, it investigates the crashed capsule and looks for signs of life, but if none are forthcoming it checks the entry valve and activates its backup system to reseal the room, then

returning to area C6. If it observes combat between the PCs and the specters, it ignores the undead and concentrates its attacks on the living.

ANNIHILATOR ROBOT

hp 290 (see page 390)

Special This annihilator robot lacks the fly speed and interplanetary booster abilities of the astro-annihilators but is otherwise identical.

SPECTRAL SLAUGHTERHOUSE

If PCs hide inside the control room of the tube platform, the presence of their life energy has a 50% chance per round to awaken the restless souls of the jagladine tech team slaughtered here by a **spectral dragon** and now enslaved to its will. The **specters** have the appearance of ghostly jagladine but cannot use any of the abilities they possessed in life, including operating inertial dampeners or boosters or unleashing lightning elementals.

JAGLADINE SPECTER (8)

XP 200

hp 44 (see **SRD, specter**, except as below)

Multiattack. The jagladine specter makes two melee attacks.

When these specters are awakened, so too is the **Bordirrin**, a spectral solar dragon that created them. It arrives 1d3 rounds later, accompanied by another swarm of 8 jagladine specters.

BORDIRPIN, THE TAKER OF LIFE

Huge undead, lawful evil

Armor Class 17 (natural armor)

Hit Points 256 (19d12 + 133)

Speed 40 ft., climb 40 ft., fly 80 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
27 (+8)	10 (+0)	25 (+7)	16 (+3)	13 (+1)	21 (+5)

Saving Throws Dex +6, Con +13, Wis +7, Cha +11

Skills Perception +13, Stealth +6

Damage Resistances acid, cold, fire, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities necrotic, poison, radiant

Condition Immunities charmed, exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 23

Languages Draconic

Challenge 17 (18,000 XP)

Command Specters. Bordirrin can automatically command all normal specters and wraiths within 30 feet. Normal specters and wraiths never attack Bordirrin unless compelled.

Incorporeal Movement. Bordirrin can move through other creatures and objects as if they were difficult terrain. He takes 5 (1d10) force damage if he ends his turn inside an object.

Legendary Resistance (3/Day). If Bordirrin fails a saving throw, he can choose to succeed instead.

Sunlight Sensitivity. While in sunlight, Bordirrin has disadvantage on attack rolls, as well as on Perception checks that rely on sight.

ACTIONS

Multiattack. Bordirrin can use Frightful Presence. It then makes three attacks: one with its bite and two with its claws. It may also use Create Specter.

Bite. *Melee Weapon Attack:* +14 to hit, reach 10 ft., one target. *Hit:* 19 (2d10 + 8) piercing damage plus 17 (5d6) necrotic damage. The target must succeed on a DC 21 Constitution saving throw or its hit point maximum is reduced by an amount equal to the necrotic damage taken. This reduction lasts until the creature finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Claw. *Melee Weapon Attack:* +14 to hit, reach 5 ft., one target. *Hit:* 15 (2d6 + 8) slashing damage plus 17 (5d6) necrotic damage. The target must succeed on a DC 21 Constitution saving throw or its hit point maximum is reduced by an amount equal to the necrotic damage taken. This reduction lasts until the creature finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Tail. *Melee Weapon Attack:* +14 to hit, reach 15 ft., one target. *Hit:* 17 (2d8 + 8) bludgeoning damage plus 17 (5d6) necrotic damage. The target must succeed on a DC 21 Constitution saving throw or its hit point maximum is reduced by an amount equal to the necrotic damage taken. This reduction lasts until the creature finishes a long rest. The target dies if this effect reduces its hit point maximum to 0.

Create Specter. Bordirrin targets a humanoid within 10 feet of him that has been dead for no longer than 1 minute and died violently. The target's spirit rises as a specter in the space of its corpse or in the nearest unoccupied space. The specter is under Bordirrin's control. Bordirrin can have no more than forty-two specters under his control at one time.

Frightful Presence. Each creature of Bordirrin's choice that is within 120 feet of him and aware of him must succeed on a DC 19 Wisdom saving throw or become frightened for

1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to Bordirrin's Frightful Presence for the next 24 hours.

Radiant Breath (Recharge 5–6). Bordirrin exhales a beam of light in a 60-foot cone. Each creature in that area must make a DC 21 Dexterity saving throw, taking 66 (12d10) radiant damage on a failed save, or half as much damage on a successful one. Bordirrin's radiant breath does not harm specters under his control.

REACTIONS

Block Attack. When an attack does damage to Bordirrin he may use his reaction to block it. He rolls 17 (5d6) and blocks that amount of damage.

LEGENDARY ACTIONS

Bordirrin can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Bordirrin regains spent legendary actions at the start of its turn.

- **Army of the Dead.** Bordirrin uses create specter.
- **Tail Attack.** Bordirrin makes a tail attack.
- **Wing Attack (Costs 2 Actions).** Bordirrin beats his wings. Each creature within 10 feet of the dragon must succeed on a DC 22 Dexterity saving throw or take 15 (2d6 + 8) bludgeoning damage and be knocked prone. Bordirrin can then fly up to half its flying speed.

SPECTRAL WAVES

A surge of negative energy begins to build as the spectral dragon and its minions come to unlife and rise up to attack living PCs, and their activity attracts the roaming spirits of specters elsewhere in the tower. On initiative count 20, there is a 50% chance that 1d3 additional specters arrive, up to a maximum of 8 additional specters.

In addition, if the Bordirrin is reduced below 100 hit points, it sends out a mental call to a second **spectral dragon** (use the same statistics as Bordirrin except the creature does not have the Block Attack reaction nor any legendary actions) it created when it slew one of the dragons posted here (the second dragon was out on patrol and will not return to the tower for another 2d6 hours). The second spectral dragon appears 1 round after being called.



RETURNING PATROL

A **klaven dragoon** and his **sundragon steed** (see page 405) return to this tower 2d6 hours after the PCs arrive. The dragoon notices the other dragon and dragoon are missing on a routine check of the dragon hangar and investigates, requisitioning one of the annihilator robots from area 13 to accompany him. If the PCs have already left the station with their capsule, the klaven reports that the tower was attacked and the tech team wiped out, seemingly by undead, but does not raise any alarm related to the PCs. If the PCs are still here, the dragoon attempts to raise an alarm at its earliest opportunity and flees to his dragon hangar if outnumbered to mount up and escape.

APPROACHING ATLAS PRIME

After the PCs repair their capsule and resume their journey, they encounter no further difficulties en route to Atlas Prime, unless you wish to make the adventure more challenging. The remainder of the trip to the ultari capital city of Atlas Prime should take at least 24 hours after the Ghost Tower event, though you can make this portion of the trip longer if PCs need more time to recover. With the knowledge gained from their early encounters and Seantrelle's technical expertise, they should be able to navigate the remaining junctions without incident. Upon arrival, they must make their way through the **Entry Port** in the following chapter to enter the city proper.

PART 3: ATLAS PRIME

In this chapter, the PCs must make an entry to the capital city of the Ultari Hegemony, either by force or guile, and learn about the tension in the city as the various factions respond to the poor progress of the war beyond. They discover an incredible secret even as they look to set rivals against each other and sow dissent and even revolution against the weakening grip of the ultari high command. In the end, they must take aim at the children of the gods themselves.

Mythic Ravage: The intense radiation of mythic energy that rains down constantly on Atlas Major and is channeled and attuned to the ultari and their close allies is highly dangerous to outsiders tapping into mythic power, and as soon as the PCs arrive at the Entry Station they are subject to being affected by **mythic rage**, a dangerous magical affliction that specifically targets epic creatures. See page 621 in **Chapter 12** for further details.

D. ENTRY STATION

Entry to Atlas Prime from the tube network is controlled through four centralized entry stations, each servicing 18 tube lines that cover one quadrant of the sphere. Each landing platform is generally busy, with tube capsules arriving on a regular basis. Some carry passengers, some cargo, with most

cargo arriving in special double-sized capsules. All creatures and cargo arriving at the entry station must pass through the station's security checkpoint to be allowed to enter the city. There are similar stations set up for departures, but they are hermetically separated from entry points to avoid any passing of contraband in the concourses. The ceiling in the chamber soars 30 above the floor, and the columns supporting the ceiling are carved to resemble ultari glaring down at all waiting in the tight queues below.

1. SHUTTLE BAY

This gleaming tube of polished metal and translucent force cradles the tube sleds arriving from across the Sphere.

When the PCs' shuttle arrives, 1d4-1 of the other shuttle bays are occupied by arriving shuttles.

2. LOADING RAMP

A metal railing divides this broad area, as each shuttle bay is flanked by access ramps to allow easy departure of passengers and cargo.

These ramps are used by the general public if there are no ultari aboard, but when ultari are present they always use the right-side ramp and others must use the opposite ramp. If PCs are disguised as ultari and do not depart from the right side (or do not proceed to the queues at area 8A), they draw attention immediately from the guards at area 5.

3. CARGO BAY

This double-sized shuttle queue allows the berthing of oversized front-loading cargo craft.

Passengers and light cargo disembark from the flanking ramps as with the passenger shuttles. An automated **cargo loader** is stationed at 3a to accept cargo and carry it out from the Entry Station. It responds to any commands given to it by the guards at area 5.

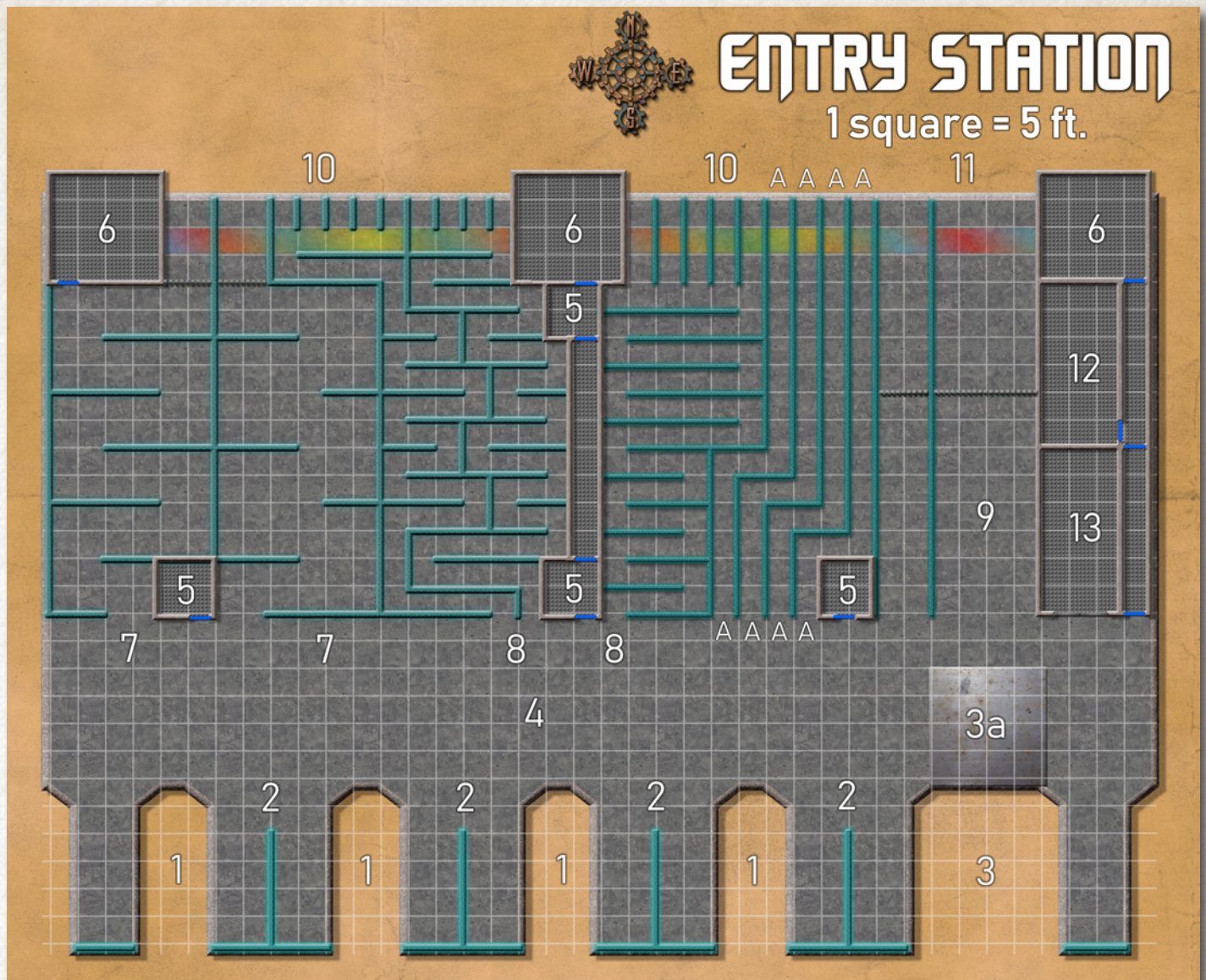
CARGO LOADER

These Huge machines act as directed by the Entry Station guards. See page 415 for statistics.

4. CONCOURSE

This wide plaza of well-worn tiles teems with the citizenry of the Sphere, jostling for position and waiting their turn to seek entry.

At any given time, the platform may hold one or more jagladine tech teams (see C, area 9), common ultari or ultari bureaucrats (see page 653), or other creatures. You can use such passengers descriptively, or you may allow PCs to interact with others as you wish, potentially using Intelligence (Investigation) to gather information while waiting in line. Most NPCs are suspicious if the PCs do not share their species, though they may be indifferent if the PCs are escorted by a member of their kind. You also may



simply rule that the crowded platform functions as difficult terrain in combat situations, as panicked people in the crowd interfere with easy movement. PCs can clear a path through a crowded area as an action with a DC 20 Charisma (Intimidation) or DC 25 Charisma (Deception or Persuasion) check. The DC is increased by 2 if they do not speak Ultari, and it is decreased by 2 if they appear to be ultari, such as with a *disguise self* spell.

5. SENTINEL PLATFORMS

Atop a cubical blockhouse stands a hulking tauric scorpionlike creature with a humanoid upper body, uniformed as a guardian and intently watching the crowd.

The platform is guarded at all times by centaur-like scorpion soldiers, one atop each of the blockhouses marked 5. If sorely wounded, the shocktroopers can trigger a trap door to the interior of the blockhouse, generally speaking they stand atop their posts and keep their guard up.

Their tremorsense alerts them to the presence of invisible creatures on the ground, which they move to intercept and apprehend. They also immediately attack if any of the inspectors (area 6) call for aid or if shapeshifters or illusion-users are revealed by the *wall of suppression* (area 10). They easily skitter across the tops of the waiting queues (areas 7 and 8), attacking those within or trying to bypass the lines.

These shocktroopers are not indiscriminate in their attacks, preferring to avoid civilian casualties if possible, but they do not hesitate to use scatter fire with their plasmathrowers against groups of enemies. They alternate between careful movement and focused fire with scattered attacks against easier targets. If forced into melee, they attempt to grapple opponents and drag them into the *wall of suppression*, forcing them into the *prismatic wall* (see **Area 10**, page 427).

SCORPION SHOCKTROOPER (4)

Large monstrosity, neutral

Armor Class 16 (reinforced taur armor)

Hit Points 262 (25d10 + 125)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	12 (+1)	21 (+5)	2 (-4)	13 (+1)	8 (-1)

Senses darkvision 60 ft., tremorsense 30 ft.; passive Perception 11

Languages Common, Girtablilu, Jagladine, Ultari

Challenge 16 (15,000 XP)

Gunslinger. The girtablilu shocktrooper has a boon which grants it +1d6 when making attack rolls with a firearm (including the plasmathrower).

Scorpion Empathy. Normal and giant scorpions understand and obey the commands of a scorpion shocktrooper. Scorpions are normally mindless, but this empathic communication imparts upon them a modicum of implanted intelligence, allowing scorpions to train scorpions and use them as.

ACTIONS

Combined Arms. The scorpion shocktrooper makes three attacks: one with its claws, one with its sting, and one with its plasmathrower.

Claws. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 22 (3d10 + 6) bludgeoning damage, and the target is grappled (escape DC 20). The scorpion shocktrooper has two claws, each of which can grapple only one target. If both claws are grappling it loses its claw attack option. At the start of the targets turn it automatically takes claw damage if it is grappled as the scorpion crushes the grappled target.

Sting. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 33 (6d8 + 6) piercing damage plus 14 (4d6) poison damage, and the target must succeed on a DC 18 Constitution saving throw or be poisoned for 1 minute. If it fails the saving throw by 5 or more, the target is also paralyzed while poisoned. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

Plasmathrower. *Ranged Weapon Attack:* +7 to hit, range 60 ft., one target. *Hit:* 17 (3d10 + 1) radiant damage. The scorpion shocktrooper can change the damage type to necrotic as part of the attack action.

Plasmathrower – Alternate Fire (Recharge 5-6). The scorpion shocktrooper shoots its plasmathrower in a 60-foot cone. Each creature in that cone must make a DC 19 Dexterity saving throw, taking 33 (6d10) radiant damage on a failed save, or half as much damage on a successful one.

Deploy Scorpion Bots (1/Day). The girtablilu shocktrooper deploys 1d3 robot scorpions (these are identical to a giant scorpion except their type is changed

to Construct (robot)). The deployed robot appears in an unoccupied space adjacent to the scorpion shocktrooper, acts as an ally of the scorpion shocktrooper. It remains for 10 minutes where it runs out of power, dies, or until its owning scorpion shocktrooper dismisses it as an action.

6. CONTROL STATION

The shadowed windows of this chamber nearly obscure the piercing eyes of a group of uniformed ultari and the pulsing mental force that emanates from their ghastly visages.

The ultari within these three secure chambers keep a watchful eye and a keen mind trained on all those approaching the interrogation cells at area 10. The windows here are formed of psychoactive crystal that is as hard as stone (AC 17, damage threshold 8, hit points 80 per 5-foot section) but does not block line of effect for mind-affecting effects.

ULTARI INQUISITORS (3)

hp 162 (see page 653)



7. LARGE QUEUES

The bars of these wide queues stand ready to admit a long line of Large creatures to present themselves for inspection, with a grating of bars overhead as well.

When the PCs arrive, these queues may have 1d6-2 Large creatures, such as bat-winged **dread onaryx** (see **Chapter 13**, page 645). They generally ignore the PCs and take shelter if combat erupts unless they are directly attacked.

8. COMMON QUEUES AND ULTARI QUEUES

These narrow, barred queues are thronged with an odd array of people of every description, with barred grills stretching overhead, save for a set of blue-lacquered queues off to one side with gilt-tipped bars and none spanning overhead.

Ordinary citizens of Medium or smaller size file into these queues, with 3d10 lined up and waiting at any time. The four queues marked **A** are reserved for use by the ultari. Anyone else daring to enter these queues is accosted immediately by the guards and taken to lockup in area 12 or killed if they resist. Each queue has 1d6-2 ordinary **ultari** or **ultari bureaucrats** (see **Chapter 13**, page 653) when PCs arrive.

9. CARGO ENTRY

This wide alley is flanked by heavy bars on each side running floor to ceiling, with serried rows of additional bar-stubs ready to be raised into place to subdivide the space as needed.

This queue is used by extremely large creatures or heavy cargo. There is a 50% chance a **cargo loader** is already in the queue awaiting inspection. In addition, a chaotic evil sun giant awaits inspection here. She does not work for the ultari directly, but she is never above a bit of opportunistic mayhem should a wounded PC come within reach or to unleash a *flame strike* or harass and insult the PCs with *Fiery Condemnation* while the guards' attention is diverted towards the PCs. If the PCs directly engage her, she is happy to defend herself aggressively.

SUN GIANT

Huge giant, chaotic evil

Armor Class 16 (scale mail)

Hit Points 264 (23d12+115)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
29 (+9)	15 (+2)	20 (+5)	14 (+2)	17 (+3)	18 (+4)

Saving Throws Str +14, Con +10, Wis +8, Cha +9

Skills Athletics +14, Perception +8, Survival +7

Damage Resistances cold, fire, lightning

Damage Immunities radiant

Condition Immunities blinded

Senses passive Perception 18

Languages Common, Giant, Ignan

Challenge 16 (15,000 XP)

Innate Spellcasting. The giant's innate spellcasting ability is Charisma (spell save DC 17). It can innately cast the following spells, requiring no material components:

3/Day each: *clairvoyance* (seeing only), *daylight*, *lesser restoration* (blinded only), *sunburst*

1/Day: *flame strike* (as an 8th-level spell)

Solar Aura. A sun giant radiates a 60-foot radius of bright light, and sheds dim light for an additional 60 feet. A solar aura is not hindered by any type of magical darkness.

Sun Dart. A sun giant can fire darts of light from its atlatl. The sun giant doesn't need ammunition. This is included in the attack.

ACTIONS

Multiattack. The giant can use *Blinding Light* and *Fiery Condemnation*. It then makes two weapon attacks.

Morningstar. *Melee Weapon Attack.* +14 to hit, reach 10 ft., one target. *Hit:* 22 (3d8 + 9) piercing damage.

Atlatl. *Ranged Weapon Attack.* +14 to hit, range 60/240 ft., one target. *Hit:* 19 (3d6 + 9) piercing damage, plus 7 (2d6) radiant damage. A Large or smaller creature hit by the dart must succeed on a DC 22 Strength saving throw. On a failed saving throw, the target is restrained. A creature restrained by the sun dart can use its action to make a DC 22 Strength check. On a success, it frees itself. The sun dart (AC 19, hit points 20, resistance to radiant damage) can also be destroyed, ending the effect.

Blinding Light. A creature of the giant's choice within 60 feet that can see it must succeed on a DC 17 Constitution saving throw or become blinded permanently.

Fiery Condemnation. Each creature of the giant's choice that is within 30 feet of the giant and able to hear it must succeed on a DC 17 Wisdom saving throw or become frightened for 1 minute. A creature that becomes frightened takes 5 (1d10) fire damage. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the giant's *Fiery Condemnation* for the next 24 hours.

CARGO LOADERS

These Huge machines act as directed by the Entry Station guards. See page 415 for statistics.

10. INTERROGATION BOOTHS

At the head of each line, a band of tiny gleaming motes hangs golden in the air, just before supplicants must wait for a barred gate to slide into the floor and step forward to stand before another set of bars and shimmering curtain of many colors. Here they submit themselves to interrogation as the bars slide back into place behind them. When the inquisitors are satisfied, they are signaled to step forward as the front bars drop and they pass through the rainbow-hued screen beyond

with a brief flash before those bars are raised again and the cell's inner bars lowered to admit the next petitioner.

Creatures wishing access must move up into a series of 5-foot-wide gates (with one 10-foot-wide gate provided for Large creatures), and to get to them they must first pass through a permanent *wall of suppression* (treat as an *antimagic field* shaped like a wall in front of the gates that continues to effects targets for 1 hour) maintained by the sphere's cosmic energies. This area is marked on the map with a band of rainbow color. Just beyond the interrogation cells lies a permanent *prismatic wall*.

The *wall of suppression* prevents the blinding effect that normally occurs when approaching a *prismatic wall*, but once creatures step out and into the cells they are assaulted by its brilliance. Though the PCs are too high level to be blinded by it, its glare provides a disturbing and distracting atmosphere and leaves many ordinary visitors weeping and covering their eyes against it.

CRUSHING CAGE TRAP

A **metal cage** drops to seal creatures in a 10-foot square area (no saving throw), and the ceiling of this cage begins to slowly lower to crush those within it, descending at a rate of 3 feet per round from a height of 10 feet. The trap can be detected before it triggers with a DC 29 Wisdom (Perception) check and is triggered when the PCs enter the area below the cage.

Creatures inside and outside the trapped area can attempt to open the cage's single locked door (Thieves' Tools DC 25), but the lock is electrified, automatically dealing 21 (6d6) points of lightning damage with each attempt, and imposing a -1 penalty on the check for every 5 points of damage dealt in this way. Creatures inside the cage can attempt to hold up the ceiling of the cage as with a successful DC 25 Strength ability check. Success prevents the cage from lowering that round, though it does not reverse the progress or allow egress. Once the height of the cage's ceiling is 4 feet, Medium creatures take 55 (10d10) points of bludgeoning damage each round the cage's ceiling is not successfully held up. Once the height of the cage's ceiling has descended to 1 foot from the floor, Small creatures take 55 (10d10) points of bludgeoning damage each round that the ceiling is not successfully held up. Tiny creatures can attempt a DC 30 Dexterity check to flee through the holes in the cage.

11. CARGO INSPECTION

This large cage is ample to contain even a titanic visitor or a large cargo vehicle.

This area is identical to the cages at area 10, save that it is sized to accommodate creatures of up to Gargantuan size.

12. HOLDING AREA

This dank chamber contains narrow locked holding cells with manacles and heavy locks.

Creatures subdued in the Entry Station are taken here, stripped and chained for examination by the ultari inquisitors.

13. CARGO QUARANTINE

This small warehouse holds ample racking and shelves to store contraband.

Items seized by the guards are stored here until they are picked up periodically by law enforcement for transport into city or redirection onto shuttles to be ejected from the sphere for destruction in the Titan's Maw or into the sun.

QUESTIONING

Each of the ultari inquisitors maintains concentration constantly on their Mindscan power, allowing them to locate any sentient creature within range and also to notice when they see creatures with their eyes that they do not perceive with Mindscan because they are screened against divination, such as those using *nondetection* or *mind blank*. They also maintain their *show yourselves* mental assault, causing enemies within 30 feet (including all creatures about to enter one of the interrogation cages, other than the ultari queues, to reveal themselves, abandoning invisibility or stealth (DC 17 Intelligence saving throw negates). These effects do not function within the wall of suppression, but they function normally on creatures within the interrogation cells or waiting in the queues behind the wall.

The ultari inquisitors are highly suspicious of all non-ultari, with advantage on Wisdom (Perception and Insight) checks, making it difficult to fool them with deception. If their Insight check exceeds the result of any deception (Deception skill, disguise etc), as a reaction they use their *extract confession* ability to attempt to force the creature to reveal the truth behind their lie. On their turn, they use their mental assault to perform a *mind probe* on anyone they deem to be suspicious.

While the inquisitors are keen observers, they are not infallible, and they do not spend an inordinate time grilling creatures that do not trigger any obvious warning signs. They generally spend a few minutes questioning each petitioner before passing them through. This is halved when questioning an ultari (or someone designated by an ultari as their servant; see below).

Disguised as Yourself: There are representatives of almost every race in Atlas Major, so PCs are not obliged to travel in disguise. They could simply walk through the queue and present themselves as travelers from Lacuna or another distant part of the Sphere. This requires a forged credential showing their place of origin. Seantrelle is familiar with such documents and grants advantage on the check to create the document, though the inquisitors are familiar with such documents and gain a +2 on their own checks to spot forgeries.

The PC must succeed on a Charisma (Deception or Persuasion) check to convince the inquisitors of their legitimacy. If they are proficient in Intelligence (History or Nature), Wisdom (Animal Handling or Medicine), or Charisma (Performance), they can add one-half their proficiency bonus on their Deception or Persuasion check to pass themselves off as a businessperson in that line of work.

If the Deception or Persuasion check succeeds, the inquisitors become generally disinterested and take a -2 penalty on their Wisdom (Perception) check to spot a forged document.

Forged Representative: With Seantrelle's aid and knowledge of the ultari, the PCs can make an Intelligence check to create a forged pass like those the ultari give to their traveling servants and representatives, using the normal rules for creating forgeries. Seantrelle is familiar with such documents and grants advantage on the check to create the document. In addition to the usual requirements, the pass must be psychically resonant. Such a pass can be created with a DC 20 Intelligence (Arcana) check, requiring 1 day of work and 100 gp of materials, plus expending one bardic inspiration die, 1 ki point, or an enchantment spell of 3rd level or higher. Non-ultari carrying such passes gain a +5 bonus on Charisma (Deception) checks to avoid drawing the inquisitors' attention.

The Ultari Gambit: If PCs are daring enough to disguise themselves as ultari and do so with either a very convincing non-magical disguise or an illusion or polymorph spell of 7th level or higher, they find the inquisitors less suspicious. Moving through the ultari queues leaves them outside the range of their *show yourselves* ability, and their *thoughtsense* potentially revealing nothing is far less suspicious given that many noble ultari screen their minds as a matter of course. The challenge of passing themselves off as ultari is that they must possess telepathy and be fluent in Ultari in order to do so. If they do not possess telepathy as an innate ability, they must have an item or spell of sufficient power to avoid being suppressed by the *wall of suppression*. If they meet these conditions, they gain a +5 bonus on Charisma skill checks to talk their way past the inquisitors.

A creature disguised as an ultari also can attempt a Persuasion, Deception, or Charisma (Intimidation) check (with the same bonus) opposed by the inquisitors' Insight check in order to persuade them to fast-track one or more of their "servants" (i.e., other party members) through the inspection queue, enabling them to be moved up in the line. Once they arrive for interrogation, you can make a second Persuasion, Deception, or Charisma (Intimidation) check on their behalf (with your +5 bonus) in place of having your ally make a Deception or Disguise check.

Getting Away with It: A PC that passes the inquisitors' questions is passed through. The inquisitors lower the outer bars of the interrogation cell and cause the *prismatic wall* to fade for 1 round. The PC must pass through the wall, which is solid and opaque from the other side.

It might be possible to time an action or a sequence of actions for a PC to try to rush through the *prismatic wall* when it is opened for another character. This would require slipping through the bars of the cage (Tiny or smaller creatures only) or bursting through the inner cage walls. If this can be done and the PC is still able to move on the same round, they can slip through the *prismatic wall* before it seals behind the original petitioner. This, of course, sets off alarms.

If all of the PCs manage to talk themselves or their allies through the Entry Port without provoking a fight, award them 33,000 XP. They also gain the advantage of having more time to investigate without drawing negative attention to themselves and without facing pursuit.

BREAKOUT

Overcoming the Entry Port through guile is difficult but possible for parties with a skilled negotiator or excellent mundane disguise skills. Seantrelle can help a great deal in their preparation but cannot help much when it is time to move in and talk their way through, as her *gentle possession* ability is suppressed by the magical barrier. She continues to occupy the possessed creature's body but can do little to aid directly.

Some parties may elect to eschew the diplomatic approach and try to smash their way through the entry port by main force. While the defenses of the entry port are strong, they are by no means insurmountable for a high-level party. They need to find a way to suppress or otherwise overcome the two magical walls as well as the physical barriers blocking their way, all while under fire from the **scorpion shocktroopers**, the **ultari inquisitors**, and perhaps a rogue **sun giant** and **animated cargo loaders**. The obvious and simple methods of bypassing such barriers are not likely to work here, but PCs electing this approach can unleash their offensive prowess and blast their way to freedom. Doing so, however, triggers a general alarm with immediate response.

The entry port is sealed against teleportation and other dimensional travel, so while they can be used within the concourse they cannot be used to enter or leave it. In addition, any attempt to teleport into or out of the interrogation cells triggers a teleport trap that teleports the character instead into one of the holding cells in area 12 (DC 20 Wisdom saving throw to resist). If the save is successful, the teleportation effect simply fails to function.

The PCs could break through the ceiling of the building with a spell such as *disintegrate*, allowing them to fly, but opening the ceiling opens up a breach into the void of space (see the **Ghost Tower**, page 420). The north wall of the Entry Station slopes downward to connect to the *prismatic wall*, which is 20 feet high. A *passwall* or *disintegrate* in this upper portion of the wall would work to make a passage out.

Alternatively, they could use *disintegrate* or *passwall* to open a breach into one of the Control Stations (area 6), assaulting the ultari there directly, and either using a second spell to then exit the control station into the city. They also could attempt to locate the *prismatic wall* suppression control. A DC 25 Intelligence (Arcana) check finds the proper controls in 1d4 rounds, minus 1 round for every 1 point by which the DC is exceeded. Once found, the control can be activated with a DC 30 Thieves Tool check or DC 25 Intelligence (Arcana); either check gains a +5 bonus if the character activating it has psionics or telepathy.

An *earthquake* does not deal sufficient damage to harm a reinforced building like the entry station, but at the GM's discretion multiple *earthquake* spells may cause enough damage to collapse a section that allows creatures to escape.

Marks: Creatures making a breakout attempt from the Entry Station immediately gain 5 Marks each, and you should immediately roll percentile dice to determine what Law Enforcement response occurs (see **Chapter 12: The Legendary Planet Universe**, page 619). This response team arrives within 1d6 rounds.

THE CHIEF INSPECTOR

If PCs create a major disruption or if a major NPC in Atlas Prime is killed, the ultari authorities begin a serious investigation, at which point a high-ranking **ultari** named **Xaver Brun** begins hounding their steps. He may access any or all the various minions in pursuit of the PCs, and never faces the PCs alone without ample backup. He should not dive into a face-to-face showdown with them immediately. Instead, he is more apt to test their defenses and observe their tactics before retreating and planning a new assault, dogging their steps all the while. If the PCs have not had a final confrontation with the Chief Inspector before they reach Part 4, it would be an ideal time to meet him when they are making their way through the strife-torn Ultari Parliament building or even when they finally reached the Star Ladder shuttle atop it. He looks to find a discarded item or personal information about the PCs so he can get enough to use *locate creature* to track them down. If some PCs are using *mind blank* and others are not, they may get lucky as that spell can block his divinations.

If the PCs choose to break out from the Entry Port rather than sneaking through by subterfuge, the Chief Inspector immediately begins working on their case. He can show up when the PCs are engaged with other opponents. The chief inspector typically hangs back and uses spells (or rarely his bombs) to attack, while directing minions or surrogates to engage the PCs directly. The PCs also may learn that he is on their trail, as contacts or allies report his efforts or disappear suddenly.

XAVER BRUN, ULTARI TECHLORD

Medium fiend (ultari, mythic), lawful evil

Armor Class 20 (*mithral breastplate*)

Hit Points 300 (50d8 + 60)

Speed 20 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	14 (+2)	22 (+6)	12 (+1)	12 (+1)

Saving Throws Str +11, Dex +9, Int +13

Skills Intimidation +15, Investigation +13, Insight +8, Persuasion +8,

Damage Resistances psychic; bludgeoning, piercing and slashing from nonmagical attacks

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 16

Languages Abyssal, Auran, Ashtuul, Belligren, Celestial, Common, Deep Speech, Draconic, Ignan, Infernal, Jagladine, Terran, Undercommon

Challenge 24 (62,000 XP)

Aura: Fear. The first time a creature enters a space adjacent to Xaver Brun it must make a DC 21 Intelligence saving throw or become frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, with disadvantage if Xaver Brun is visible to the target, ending the effect on itself on a success.

Keen Smell. Xaver Brun has advantage on Wisdom (Perception) checks that rely on smell.

Legendary Resistance (3/Day). If Xaver Brun fails a saving throw, it can choose to succeed instead.

Lightning Reflexes. If Xaver Brun is subjected to an effect that allows him to make a Dexterity saving throw to take only half damage, has advantage on the saving throw.

Magic Weapons. Xaver Brun weapons are magical.

Ultari Weapon Master. Xaver Brun is a master with the ultari weapons and deals an additional 7 (2d6) damage with these weapons (included in the attack) and always has advantage on attack rolls.



ACTIONS

Multiattack. Xaver Brun makes three ultari stun baton attacks. He may also use Telepathic Lash, Telepathic Drain and Alchemical Barrage if these actions are available.

Ultari Stun Baton. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 18 (4d6 + 4) force damage, and the target must make a DC 21 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save and becoming stunned for 1 minute, or half as much damage and not stunned on a successful save. A creature can repeat this saving throw at the end of its turn to end the stun condition.

Telepathic Lash (Recharge 6). *Ranged Weapon Attack (Psionic):* +12 to hit, range 150 ft., one target. *Hit:* 34 (8d6 + 6) psychic damage, and the target must make a DC 21 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save and becoming stunned for 1 minute, or half as much damage on a successful one and not being stunned. A creature can repeat this saving throw at the end of its turn to end the stun condition.

Telepathic Drain (1/Day). Xaver Brun can telepathically drain psychic energy from any creature with an Intelligence score above 5 that is within 30 feet. The target must make DC 21 Intelligence save or gain disadvantage on Wisdom and Charisma checks and saving throws and disadvantage on spell attack rolls for 1d6 hours. Xaver Brun also gains one d12 bardic inspiration die. If he Concentrates (up to 1 minute), the target must save each round; each failed save grants an additional inspiration die (maximum 4) and extends the duration 1d6 hours. If Xaver Brun hits his stun baton, he can expend an inspiration die as a bonus action to add 1d12 psychic damage. Inspiration dice dissipate after a long rest if not used.

Alchemical Barrage (Recharge 3-6). Xaver Brun throws an alchemical bomb from the following options:

- **Acid Jar.** Xaver Brun selects a point up to 60 feet away, each creature within 10 feet of the acid jar must make a DC 15 Dexterity saving throw, taking 24 (7d6) acid damage on a failed save or half as much damage on a successful one, and each creature adjacent to the target takes 4 acid damage.
- **Caustic Glue.** Xaver Brun selects a point up to 60 feet away, each creature within 10 feet of the caustic glue must make a DC 15 Strength saving throw, taking 24 (7d6) acid damage and is *slowed* (as the spell) for 1 minute on a failed save or half as much damage and not slowed on a successful save.
- **Stink Bomb.** Xaver Brun selects a point up to 60 feet away, each creature within 20 feet of the stink bomb must make a DC 15 Constitution saving throw or spend their turn heaving and choking. The gas persists in the area until the start of Xaver Brun's next turn. Any creature entering or starting in the area affected by the stink bomb must also make a save to avoid the effects. Xaver Brun is immune to this effect.

REACTIONS

Force Screen. Xaver Brun adds 4 to his AC against one weapon attack that would hit him.

LEGENDARY ACTIONS

Xaver Brun can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. General Shokar-Mak regains spent legendary actions at the start of his turn.

- **Maneuverer.** Xaver Brun takes the Dash action.
- **Body Adjustment.** Xaver Brun heals for 25 (4d8+5) damage.
- **Technomagical Disjunction** (Costs 2 Actions). Xaver Brun casts a 9th-level *dispel magic*.

LAIR ACTIONS

Xaver Brun considers the station his lair. He can invoke the following actions occurring on initiative count 20 (losing initiative ties):

- Xaver Brun is reinforced by a patrol of 2 **scorpion shocktroopers** (see page 425).
- A motion detector-based autocannon emerges from a hidden slot and makes one ranged weapon attack and then retracts into its compartment.
- **M34 Autocannon.** *Ranged Weapon Attack:* +5 to hit, range 100/200 ft.; one target or two adjacent targets. *Hit:* 16 (4d8) piercing damage.

E. RACE TO SAFETY

If the PCs are able to pass through the Entry Station quietly and without causing a disturbance, they can take a leisurely stroll to the safe house, guided by Seantrelle. They can marvel at the enormous buildings and the too-large sun seemingly directly overhead, yet with its face marred by churning spots visible to the naked eye. Glittering lakes and aqueducts glitter across the cityscape, wending their way through rigidly ordered arbors and parks, with a strange amalgam of ancient and worn stone structures seemingly ripped from an elder civilization alongside modernist architecture of metal, marble, and crystal. A cluster of shadowy blots float overhead in an intricate dance that seems to bring a semblance of twilight to certain parts of the vast mega-city, yet even that is passing. A slender shaft of light lances up from somewhere near the city's heart, what locals call the Axis Major and which is said to pierce all the way through the heart of the star and beyond to far Lacuna.

Alien sights, sounds, and smells assault the senses on every side, and dominating every feature of décor the ubiquitous vacant-eyed visages of ultari carved and watching, always watching. Strange faces flash on glowing crystalline sheets embedded into the walls of public places, with flowing Ultari script listing their names and their crimes along with their

faces. Wherever ultari walk, others give way, and among the humans and other more familiar races (often etched with psychic circuitry or tattoos) you see there is little sense of courage, and for that matter even little indication of fear; instead, you see the eyes of surrender, the eyes of those that have long since abandoned hope and have accepted all that is.

All this the PCs can take in, if they are not fleeing from the Entry Station. In truth, the PCs are very high level and they may rather stand and fight rather than flee. Seantrelle implores them to move on, that there is nothing to be gained from a fruitless standoff with endless waves of the city's protectors, that there are far more important things to tackle, but if PCs wish to stand firm the waves of enemies will not stop coming.

Managing the Escape: At very high levels, it is difficult to predict exactly which strategies will be employed. The ultari have vast resources at their disposal, including a network of minions, abundant psychic, magical, and technological surveillance (including the power to pierce illusions and disguises and trace teleportation effects), and the ability to relay information telepathically and through the ubiquitous Scroll announcements. It is not impossible to escape their notice, but it is not as simple as throwing up a simple illusion or teleporting to a new location.

Making their way from the Entry Port to Seantrelle's promised safe house by a circuitous route, evading patrols and surveillance as best they possibly can and having to take side trips to throw off pursuit, takes 3d6 hours, but they can reduce this amount of time with a successful DC 25 check against any of the following skills: Charisma (Deception, Disguise, Persuasion), Intelligence (History, Investigation), Dexterity (Sleight of Hand, Stealth), Wisdom (Insight, Survival), or Tools: Disguise Kit, Thieves' Tools. Each character can spend one hour making a check against one of these skills, with a successful check reducing the amount of time required to get to the safe house by 1 hour. Only a character proficient in the related skill can make the check. A character disguised as an ultari gains a +2 bonus on any of these checks (other than Disguise itself). If a character beats the DC by 10 or more, they gain a +2 bonus on their next check with that skill to navigate the streets of Axis Major. A character who does not make their own check can spend an hour using the Help action to boost an ally's skill check.

If a character fails a skill check by 5 or more, or rolls a natural 1 on any skill check, they trigger a **law enforcement** encounter, as described in the **Chapter 12** (see page 619), though because of the dramatic nature of their breakout from Entry Station, you should add an additional +5 modifier to the result of the encounter. In addition, for every round of combat, there is a 10% cumulative chance that an additional **law enforcement** encounter occurs. They must defeat or evade that encounter before they can continue making their way to the safe house. In addition, each check failed by 5 or more (or with a natural 1) increases the DC of future checks by 1 for all characters in the party.

The city of Atlas Major is unmapped, but most encounters of this sort occur in streets or plazas with crowd terrain (similar to the concourse at area 4 in the Entry Station). They may occur when PCs are hiding inside a vacant building, or when they are stopping inside a shop or similar area to gather information or spread rumors to throw off their pursuers.

Once the PCs reduce the time remaining to zero, they arrive at the safe house clear of their pursuers and can rest and stay hidden, at least for now.

THE SAFE HOUSE

The yllosan safe house is a nondescript hostel catering to travelers of various races, presided by low-ranking ultari managers and their staff. The lower levels of the safe house are shrouded in a permanent *private sanctum* spell that shrouds it from divination effects, even hiding its own magical aura. The presence of this ward is masked against ordinary observation and its own enchantment cannot be detected except by effects used by a creature of epic power, including a level 20 character. In addition, the entry to the stairwell leading down into the lower level is covered by a group of highly intelligent mimics^{SRD} with maximum hit points allied with the yllosan who presents the appearance of an ordinary room. The yllosan rarely stay long in any one body, instead body-hopping on a regular basis (using *modify memory* to cover their psychic trail) to avoid arousing suspicion while gathering all manner of information from an endless supply of hosts.

Half a dozen additional **yllosans** regularly return here to make contact and commune, compiling their psychic journals and cross-checking information to see what might be done. They are frankly shocked that the Accord hadn't simply forgotten about them. They've been kind of just going through the motions and continuing their task even though they had mostly lost hope that anyone would ever be able to use it, even as their numbers have gradually thinned. The exact number of yllosan remaining is uncertain, but the colony of spies guesses their remaining number is not much more than 10. The leader of the group that remained behind in Atlas Major is **Rumealle**, cousin to **Seantrelle** and a priestess of Kytheklo, the yllosan god of deception and psionics.

How Safe are the PCs? As long as they remain within the cellar sanctum here and do not expend mythic power, they can remain hidden almost indefinitely, with the yllosans bringing food in their ever-changing array of host bodies. They may take this opportunity to craft items, remove levels of exhaustion or other lingering ill effects, or perform research.

RESEARCH

The PCs can study the data the yllosans have collected during there many years here. You can supply additional knowledge from the Gazetteer, but Rumealle and Seantrelle also can confer with their fellows and answer more specific questions the PCs might have. Spells such as *legend lore* and *vision* also can unlock secrets about Atlas Major, Faa Dlan, and the Sphere, including the following subjects. Each of these might be the result of a research effort with magical divination or DC 25 skill checks.

Ultari Religion (Intelligence [Religion]): The ultari are now sharply divided between two factions, the **Devotees** and the **Legates**. While many ultari worship the sinister Cyshrn the Gentle, here in Atlas Major and throughout the sphere that deific worship pales in comparison to fanaticism of the Devotees that give homage to **Invidia Ultimi**. This loathsome and monstrous being is ancient beyond knowing, the very last living descendant of the Principalities themselves. She dwells in sacred squalor beneath the immense **Daughter's Fane**, and her priests, known as the Voices (led by the Elder Voice **Xeas Yahamun**), hold great sway among the ultari and their devotion to bringing the Principalities back into the world, not just in spirit but in living truth.

Ultari Politics (Intelligence [Investigation]): The **Legates**, on the other hand, give little regard to the Principalities. They are generally content with how things are now, with the ultari ascending to their own rightful rulership over the lesser races. They pay lip service to the Devotees' demands but mostly just want them distracted and agreeable so they can maintain the status quo. That said, the status quo has been decidedly upset by the defeats on Vareen, Qanna, and beyond, and with the Legates busy debating and assigning blame for these failures, it has become harder for them to maintain control of their coalition. For now, their leader **Nammu Ki** still maintains an exalted position as **Speaker** of the Ultari Parliament, but his focus is scattered in keeping things down.

The Onaryx Veterans (Intelligence [History]): The onaryx at one time were the leading race among the inheritors of the principalities, but their battle-lust led them ever to the forefront of the Hegemony's battles. While this brought them great glory, it gradually decimated their numbers while the ultari stayed behind and multiplied, consolidating their control over the other member races of the Hegemony and pushing the onaryx to the margins. They still hold ceremonial positions, including **Aorno** the nominal Field General of the Empire, and still serve as elite shock troops and commanders, but many among them (especially their powerful elders) chafe at what they think of as their stolen glory. They haven't moved against the ultari, but they sense weakness and may be ready to make a play to reclaim their position and cast the ultari down. They are an exceptionally proud race, arrogant and boastful, but those who can match their bombast and aggression with words and deeds may intrigue them.



The Jagladine Science Council (Intelligence [Nature]): The jagladine have always been all about their experiments and the quest for knowledge at any cost. The ultari have given them a great deal of responsibility over the centuries, to the point where the jagladine make up the majority of the technical professions and experts in the empire. The yllosan believe the ultari may be beginning to fear the extent of this majority, that if the jagladine ever pulled their noses out of their labs and grotesque research projects they would realize they could cripple the Hegemony with a general strike. Others dismiss this fear, feeling it is simply not in the nature of the jagladine to worry about anything other than their science.

The yllosan can confirm that a great many jagladine are exactly as oblivious as the mainstream ultari opinion holds, but by no means all. Some prominent jagladine, including perhaps High Science Councilor **Lagazu Nin**, may be coming around to the idea that perhaps the age of the ultari is nearing its end and it is time to replace them with a technocracy of the most brilliant minds in the empire: theirs! However, the jagladine still fear the ultari psychic powers, against which they have little defense (one reason the yllosan also have been successful at plucking information from their minds), and a vast advantage in their ability to tap into mythic power, far more than the

jagladine themselves have ever mastered. Like the onaryx, they would need to see the ultari even more seriously weakened before rising up to claim their place, but there are those who thirst for the opportunity to lord it over the ultari for a change.

Even those jagladine that do not believe that revolution is the way to academic freedom do in fact deeply treasure that freedom. Thus, playing on their fears that their sometimes religiously fanatical ultari masters might pull their support for research, steal their data, destroy their labs, or otherwise take away their science privileges, might activate a panicked fury in the jagladine at this potential interference.

The Thralls (Wisdom [Insight]): Even in moving swiftly through the city, the PCs could not miss the substantial number of dead-eyed servants of many races bound to the ultari and onaryx, as well as vast numbers of klaven serving the jagladine and bil'djooli. The yllosan have possessed and read the minds and souls of both types of thralls and shudder with dismay at the internal desolation of these slaves and sadly report that the vast majority have been selectively lobotomized. The ultari use keenly honed psychic surgery to retain only those specific traits and skills they wish their thralls to maintain, erasing all else that does not conform to their vision (or even implanting entirely false memories and mindscapes). They are something akin to organic automatons, kept either as perverse trophies of past conquests or simply for aesthetic preferences of those rulers who disdain reliance on purely mechanical servants. Of course, the jagladine science council is happy to blend meat and machine in any number of horrible ways as well.

What is the shaft of light going to the star (Intelligence [Arcana])? This is the **Axis Major**, a magical shaft of energy that pierces all the way to the surface of the star and maybe through the heart of the star itself. There is another Axis Major on the opposite side of the star (sometimes derisively called the **Axis Minor** by people in Atlas Prime) that leads to the far distant city of **Lacuna**, a place filled with the spirits of the dead and ruled by an ancient ultari titan. Lacuna is far smaller than Atlas Prime, and diplomatic or technical assignments there are generally seen as a form of exile. It takes about a month to get to Lacuna via the tube network.

The ultari sometimes visit the surface of the star or send jagladine tech teams there. Over the centuries they have constructed a massive solid structure around the Axis Major that plunges into the heart of the star. The ultari believe that the constant flow of mythic energy from the star is because at the star's heart is a gateway or portal that leads to the prison dimension where the Principalities were trapped so long ago by the Patrons. The Devotees believe that by "mining" the star they are working to open a bore that will one day release the Principalities once more into the world, where of course they will anoint their faithful servants the masters of all under their dominion. It's unclear if the Principalities or their prison plane are *really* inside the star, but it is clear that *something* extremely powerful is to be bleeding off the amount of mythic energies that Faa Dlan does.

The shaft reaches down to the Ultari Parliament, and whatever control mechanism exists for it is likely located within that building. Presumably there is a similar building on the far side of the star in Lacuna that serves the same function as the one in Atlas Prime.

Why do we feel strange when using our epic boons (Intelligence [Arcana])? The yllosan can explain the general nature of the Mythic Ravage. As non-mythic creatures themselves they are not affected by it, but they have observed a handful of outsiders and its effects on them. They don't know exact details about it, but they have determined that it is a progressive disease and seems very difficult to treat.

DEEPER SECRETS

If the PCs reveal that they have the **Opus Aeterna** with them, the yllosan are very interested in studying it with them, and with 2d4 days of study they are able to put together the secrets within its pages with the fragments of lore they've gathered to produce a number of stunning revelations. The PCs may stay and research with them, or they may look into contacting the jagladine or onaryx to see whether they can make headway with getting them to turn against the ultari. Either way, further research uncovers the following information:

The origin of the sphere: The ultari did not build the sphere. In fact, none of the Hegemony did. It's not a homeworld. It's a prison, and it was built by the Patrons. The ultari actually are partially correct; the star of Faa Dlan *does* contain the essence of the Principalities, but the entire system of the sphere and its network of mythic power is a self-regenerating battery whose sole function is to keep the Principalities trapped forever. A few tiny threads of their power and their thought can seep through, and it was those emanations that first led ultari explorers to this place millennia ago (perhaps at the direction of their immortal mistress, Invidia Ultimi). They led their allies in the Hegemony here and swiftly infested the sphere like parasites, studying and learning the ancient Patron technology as best they could and building up their own structures and settlements throughout.

The meaning of the Axis Major: The Axis is part of the ancient technology, and it stabilizes the star's rotation and orbit, ensuring a smooth and continuous reaction pattern that feeds the sphere and in turn cycles back to the star. It allows a closer approach to the star than would normally be possible, and even the ability to delve into the star itself, which would normally be nigh-impossible.

The Axis Major is not a permanent fixture, however; and in fact, it is controlled by a pair of golden crystal spheres the **Opus Aeterna** names as the **Phoenix Egg**... a singular noun, as they were once a single device but were split by eldritch sorcery into a linked pair, one at each of the star's poles, quite likely located in the control facilities in Atlas Prime and Lacuna.

This artifact has the power to absorb intense energies. If they were removed, the Axis Major would be disrupted and the star would become unstable. It might begin to wobble, throwing off catastrophic solar flares, and perhaps even begin to decay over the course of millennia.

Joining the Egg: The frightening prospect is that the *Opus Aeterna's* lore about the Egg actually implies a more drastic course of action may be possible. If both halves of the *Phoenix Egg* could be joined and infused with the power of an immortal, it could accelerate that process exponentially. It could compress the course of time and alter the destiny of the star itself, with a cataclysmic result.

What would that do? It's hard to say for sure, and it might depend on exactly how great a power was invested in the *Phoenix Egg*, but unleashing it all at once, especially if it were brought near to whatever portal may exist within the heart of Faa Dlan, it might well not only cauterize that interspatial gap but might even cause the star to go nova, destroying the entire sphere and with it the heart of the Ultari Hegemony.

On reflection, the yllosan wonder if creating the entire sphere might have been an elaborate eons-long honey trap for not just the Principalities but all their subject races, drawing them together all in one place for just such a time as this, to be ended once and for all. They are not sure how to accomplish retrieving the halves of the *Phoenix Egg*, with one half of it over a hundred million miles away and the other much closer but stored in one of the most heavily guarded buildings in the entire Hegemony. They will continue researching options for how to crack this problem while the PCs look into mobilizing the jagladine or onaryx against the ultari.

DANGEROUS DEVELOPMENTS

Each time the PCs venture out of the Safe House, there is a 10% cumulative chance that upon their return they find it having been attacked by the ultari and most of the inhabitants wiped out. At the GM's option, the PCs may simply find the rubble of the attack or may find a double-sized **Law Enforcement encounter** (see page 619) with a modifier equal to the chance of the encounter happening. Roll twice to see how extensive the attack is, or you may simply rule the Chief Inspector is automatically here and make a second roll to determine his backup.

If the PCs leave and visit either the onaryx or the jagladine, the chance of a Law Enforcement encounter is increased by 20% rather than 10%. Whether the destruction of the Safe House is inevitable or whether you wish to maintain it as a safe haven for the PCs depends on your play style and the power and resourcefulness of the PCs in your campaign. It is suggested that the PCs be able to return to the Safe House to rest and recover at least a few times before being forced to go on the run. The PCs are individually very powerful but, surrounded by literally millions of enemies, they need to exercise caution to keep the mission secret and safe as long as possible.

THE ENEMY OF MY ENEMY IS STILL MY ENEMY

Principled PCs may not wish to work with such vile creatures as the jagladine or onaryx, and that's a perfectly valid ethical stance. Players who do not wish their characters to ally with evil forces, even to turn them to treason against former evil allies, should not be punished for that decision, nor should it derail the course of the adventure. The information provided by the onaryx and jagladine could be discovered by independent research or provided by the yllosan given their years of spying and their expertise at rooting out information.

At the same time, allies are in short supply in Atlas Prime, and if you wish to represent the course of expediency in making temporary arrangements with the onaryx and jagladine, you could choose to reduce the chance of encounters or even the difficulty of encounters if you wish, to represent enemies being eliminated by the revolting jagladine and onaryx. Some encounters in Part 4 incorporate this theme already, with jagladine turning up in the midst of a battle between rival ultari forces, creating a multi-directional battle that can work to the PCs' benefit. You know your players best and their roleplaying style, so adapt the prospect of allying with the onaryx and jagladine to their preference to create a play experience that is fun and not frustrating.

F. THE CHIROPTIARY BARRACKS

This sprawling military complex is built around an open parade ground dominated by a trio of cyclopean statues of ancient onaryx generals long dead, flanked by ever-burning pits. Soaring over the building and grounds is massive domed structure like a massive cage of steel and stone that spans over the entire area. Innumerable battle standards and pennons hang like streamers from the underside of the cage and decorate the façade of every building within. Even given the patchwork nature of some parts of Atlas Prime, this complex feels old, worn by the passage of time, and almost out of place, as though it was lifted entire from another place and time and deposited here to sit like a relic of a bygone age. Indeed, this is exactly what happened, with their high command psychoportively scooped out of their homeworld and transplanted here by the ultari psychics when they took command of Atlas Prime as a gesture to pacify the onaryx and ensure their loyalty.

Like most of the city, the Barracks complex is left unmapped. Most of the action here should take place on the parade grounds and perhaps in the Hunting Lodge, and any such building map of a similar type (including a coliseum or large open plaza for the parade ground) could easily stand in its place, or you can create a simple map that shows the locations relevant to any conflict that might occur.



Challenged: Onaryx guards patrol the grounds constantly, roosting in the bars of the cage above and dangling beneath the eaves of the academy's buildings. Characters entering the Chiroptiary Barracks are challenged by a pair of onaryx commanders, each backed up by an onaryx strike wing under their command. They demand to know the PCs' business in daring to show up here on the sacred fields of blood.

The onaryx guards' initial attitude is hostile to all non-onaryx, and suspicious even of onaryx they do not know personally. PCs can use disguises or illusion to try impersonating a specific onaryx, with success adjusting onaryx guard reactions to indifferent. The onaryx guards can be made helpful with a successful DC 25 Charisma (Persuasion) check (DC 15 if the PCs are in disguise as onaryx and speak Onaryx to them) or a DC 20 Charisma (Intimidation) check. However, they are impressed by personal bravery and persuasion, and only allow characters who can make either skill check onto the grounds. A successful DC 30 Charisma (Deception) check can substitute for either of the other checks. A successful check gets them permission to visit the Hunting Lodge, and PCs are escorted there while any PCs deemed unworthy are left to wait outside the grounds.

If other PCs attempt to cross onto the grounds without permission, or if any invisible creature attempts entry into the cage or teleports into the grounds anywhere within range of an

onaryx's blindsense (which is almost anywhere in the Barracks complex, they attack that character immediately. A character who has successfully talked their way through with a Deception, Persuasion, or Intimidation check can attempt an additional check to bring along a guest, requiring another skill check of the same type, but the DC increases by 2 for each check they attempt after the first. If they fail any check by 10 or more, their original invitation to visit is rescinded for their presumption and they and their friends are demanded to leave.

Development: If combat occurs, the onaryx guards are backed up every 1d4-1 rounds by another pair of onaryx commanders and their dread strike wings. Onaryx killed defending the Barracks have their bodies and all their gear collapse into pools of steaming blood within a few rounds of death, as they are reborn in the Boiling Blood pits described below. It takes 1 round for them to return from the pits to the battlefield with the PCs.

ONARYX COMMANDER (2)

hp 284 (see page 649)

DREAD STRIKE WING (2)

hp 260 (see page 647)

The Burning Blood: The steps from the parade ground leading up to the titanic statues, are filled with steaming pits of hot blood, bubbling in an endless brume and with varicolored flames licking across the surface. Whenever an onaryx is killed within the grounds of the Barracks, they are reborn at full health 1d4 rounds later from the blood pits. All gear they were carrying at the time of their death dissolves into blood along with their corpses, and their gear reappears on them when they return to life. In addition, they are filled with a deadly battle lust when they return, granting them a +1 bonus on attack and damage rolls, saving throws, and skill checks or ability checks and temporary hit points equal to their Hit Dice. If killed again, they continue returning from death 1d4 rounds later, with the bonus and temporary hit points increasing by one step and stacking (for example, an ultari who has been resurrected twice would have a +2 bonus to attack rolls, damage, saving throws and skill and ability checks and temporary hit-points equal to twice their Hit Dice). The onaryx continue returning from death each time they are killed as long as their death occurs within the boundaries of the Chiroptiary Barracks. However, they die permanently after 1 hour.

The burning blood itself is considered an artifact, and any barrier placed over the blood-pits is affected as *disintegrate* (9th level spell slot) once per round until destroyed. A barrier that is not affected by *disintegrate* has a 10% cumulative chance per round of collapsing due to this distengration affect.

THE HUNTING LODGE

If the PCs make the onaryx guarding the perimeter of the Chiroptiary Barracks helpful, they garner an invitation to visit the Hunting Lodge, where the old veterans gather to drink and share war stories. Here, they are introduced to a pair of onaryx viceroys, **Jugurtha** and **Hydaspes**, who are the ranking commanders in the Barracks currently, though other onaryx command officers lounge about here as well as enough other onaryx to form several onaryx strike wings. Virtually all of the furnishings here are sized for Large creatures, so PCs may be forced to stand or climb onto chairs or tables to see eye to eye with the onaryx. There is one enormous throne-like chair that stands empty, sized for a Gargantuan creature.

Jugurtha and Hydaspes address the PCs with aggressive bombast and braggadocio, celebrating their vicious triumphs and the trail of slaughter they have left in their wake during their careers. If PCs don't interrupt, their conversation continues but mostly addressed to each other in a cascade of one-upsmanship, building to a crescendo of boasting while virtually ignoring the PCs. Their conversation is entirely in Onaryx, as are all signs and markings in the Hunting Lodge. Attentive PCs may notice that no other languages are spoken here.

Impressing the Onaryx: A successful DC 20 Intelligence (Investigation) or Wisdom (Insight) check allows PCs to realize that they are supposed to interrupt with their own boasting about their exploits, and that it is considered very bad form to try making any requests or demands before proving

themselves worthy of being heard. A successful DC 22 Charisma (Intimidation) check is required to get a word in edgewise and get the attention of the onaryx commanders, who then demand to hear the PCs' greatest accomplishments.

At this point, the PCs present must tell their tale (which may be real, embellished, or even entirely invented if they wish), involving some roleplay as well as a series of skill checks over the course of an hour of conversation with the onaryx. To begin, any PC must succeed on a DC 22 Charisma (Intimidation) or Charisma (Perform) check to make their tale entertaining. Then, during this hour, each PC must succeed on at least one DC 20 check against one of the following skills: Charisma (Deception), Charisma (Persuasion), Charisma (Intimidation), Intelligence (History), Intelligence (Nature), or Wisdom (Survival). A PC can substitute a Strength check to perform an astonishing feat of strength or a Constitution check to perform an incredible feat of endurance. The PC gains a +2 bonus when making a Strength or Constitution check due to their sheer audacity.

Modifiers: The onaryx like to be impressed by individual acts, not just group accomplishments, so if anyone uses the aid another action to assist another character's check the DC increases by 1 for each person attempting to assist (whether or not they succeed). The exception is that a DC 25 Charisma (Perform) check can be used to grant a +1 circumstance bonus to any character's check to impress the onaryx; this does not raise the DC of the check.

Whenever a character fails a check to impress the onaryx, all further checks they make to impress them take a -1 penalty; this penalty stacks.

PCs that have successfully disguised themselves as onaryx, such as with a *veil* spell, gain a +2 bonus on all checks. Characters with at least 5 levels in the barbarian or fighter class and that are trained in Intelligence (History) gain a +1 bonus as their military bearing and tactical acumen impress the warlike onaryx.

Retries: If a PC fails a check, they can try again but the vicious mockery of the onaryx causes them to take a -2 penalty on their subsequent checks on that same skill. This stacks with the penalty a failing character takes on all subsequent checks. If another character attempts the same type of check their ally failed, they take a -1 penalty.

FUN AND GAMES

Once all PCs have succeeded on at least one check, the onaryx are sufficiently impressed by their words that they invite them to play a traditional onaryx game out on the parade ground while they continue their conversation, with Jugurtha and Hydaspes accepting challenges from a team of two PCs. Physical exertion clears the mind, they claim, and helps a true warrior focus. Any two PCs can stand against them in the contest, in which a tapered metal bar over 20 feet long and weighing nearly 200 pounds is lifted, balanced, and thrown so that the tip (the top end) strikes the ground first more than 30 feet away and the butt end then falls directly away from the thrower.

The Hoist: Lifting the gravbar and getting into position to throw it is a test of brawn and balance. The contestant must first succeed on a DC 20 Strength check to lift the bar off the ground. After a successful hoist, the contestant must make a two ability checks to hold and balance it, a DC 20 Strength check and a DC 15 Dexterity check. If both checks fail, the gravbar tips over and falls to the ground. If either check succeeds, the gravbar starts to tip but can be thrown quickly to avoid dropping it; this rushed throw results in a -1d4 penalty on the thrower's attack roll.

The Toss: Hurling the gravbar is treated as a ranged attack against AC 10; with disadvantage on the attack roll due to the range. Abilities (like feats or class skills) that reduce range penalties apply to this roll. Gravbar tossing requires great Strength. A character with a Strength score less than 14 cannot even lift the bar, much less throw it. A character whose Strength is between 14 and 18 takes a -1d6 penalty on their attack roll, while those with Strength from 19 to 22 take a -1d4 penalty.

The Fall: To determine the direction the gravbar falls on a successful ranged attack, roll 1d8, with a 1 indicating it falls directly away from the tosser and 2-8 rotating around the target in a clockwise direction. The tosser can adjust this d8 result up or down by 1 for every 5 points by which his attack roll exceeds the target AC.

RESULT	SCORE	DIRECTION
Gauga	5 points	Directly away from the thrower
Mela	3 points	Angled way, 45 degrees
Poros	2 points	90 degrees left or right
Darus	1 point	Angled towards the thrower, 45 degrees
Parm	0 points	Directly towards the thrower

The Targets: If you want to paint a darker picture of onaryx savagery, so that they may be somewhat congenial and conveniently opposed to the ultari yet shown as bloodthirsty killers nonetheless, you can add an additional element to the game with prisoners staked to the ground at 1d4 of the eight cardinal directions, clearly bruised, bloodied, sunburned, and in pain. In this version of the game, an extra point is scored if the fall causes the gravbar to land on the staked prisoner, dealing 3d6 points of damage.

Winning: Jugurtha and Hydaspes each take three throws, as do the PCs playing against them, with the highest aggregate score winning. In the event of a tie, the tosser with the fewest drops is named the winner, and if any contestants are still tied they can make an additional toss against one another with the high-scorer (or the first successful toss without a drop) being named the winner.

If either PC scores more points than either Jugurtha or Hydaspes, they are impressed and that PC gains a +2 circumstance bonus on any checks in the next section. If the PC team wins the contest, all PCs gain a +2 circumstance bonus on their checks, while the two winners gain an additional +2 circumstance bonus.

YOU SAY YOU WANT A REVOLUTION?

While the gravbar tossing contest proceeds, the two commanders are willing to listen to further propositions and requests. They are generally receptive to ideas the PCs may propose that the ultari are weakening and filled with strife and that the time has come for the onaryx to reclaim their former glory. Fomenting rebellion is a big ask, however, and the PCs must give them some idea of how they plan to strike the blow that will crack the foundation of ultari rule and allow the onaryx to sweep in. This requires the PCs to convince the onaryx not only of the party's strength, but also to remind them of their own strength. Too long have they been downtrodden and resigned to play second fiddle to the frail mentalists; they must be encouraged to find their nearly forgotten swagger and do more than just share old stories of past triumphs. Now is the time to talk about the future.

Impressing Jugurtha and Hydaspes works similarly to their conversation in the hunting lodge, but due to the danger involved in plotting an uprising the DC is increased to 25. Characters still successfully disguised as onaryx get a +2 bonus on these checks. Even though this conversation is considered to be happening while the PCs are playing gravbar with the onaryx, resolve the outcome of the contest first and apply any bonuses the PCs receive to the checks made here. Failing any of these checks has the same effect as failed checks in the Hunting Lodge, but penalties that may have accrued there do not carry over to this conversation.

Remind them of their proud history and lineage: Make an Intelligence (History) check.

Shame them for allowing the ultari to usurp them in the first place: Make a Charisma (Intimidation) check.

Apologize for questioning their honor while reminding them of their warrior pride: Make a Charisma (Persuasion) check.

Assure them that the PCs aren't dealing with any other factions: Make a Charisma (Deception) check.

Show off the PCs' prowess: Make a Strength or Dexterity check.

Show off the PCs' magical power: Cast a spell that deals hit point damage and has an impressive visual effect. Make a spell attack roll with a bonus equal to one-half the level of the spell cast.

If the PCs must succeed on at least four of these checks, Jugurtha and Hydaspes agree to marshal the ultari forces and to coordinate an uprising when the Daughter's Fane is sacked and Invidia Ultimi destroyed. They will begin spreading the word. However, they must first present the PCs to the The First.

THE GREATEST CHALLENGE

The two onaryx viceroys lead the PCs to the foot of the steps leading up to the grand statues of the parade ground. At the foot of the stairs, flanked by pits of seething and boiling blood, steps lead up to a tall pedestal engraved with friezes in scenes of battle, atop which a colossal ultari statue stands poised, flanked by slightly smaller statues to either side.

MYTHIC DUPLICATES

This encounter requires the PCs to fight against magical duplicates of themselves, which requires you to know what the PCs' current abilities are. When PCs reach 20th level, ask each character to provide you with an updated character sheet, including all abilities and equipment. For players using HeroLab or similar software, have them export a character sheet for you (or a computer file, if you use HeroLab or a similar software package). High-level characters are complex, so you need some time to choose a few specific tactics for your duplicate versions of the PCs. Of course, by this time of the campaign you should be very familiar with their usual tactics, so by all means use their own tactics against them.

Alternatively, time permitting, create statblock versions of each character that distills the PCs' abilities down to make things easier to run.



"We see your power and your skill. We appreciate your boldness and your cunning. For something this bold, we rally our subordinates and many others, but this strike must be great and it must be final. Only The First, may he stand forever, can order this. You must come before him and stand worthy of battle and blood, ready to face your greatest challenge."

"If you wish, you may bathe in the burning blood of our enemies. You have earned it if you wish, before you speak with The Greatest General, may he stand forever."

"Yes, the right of blood, it is yours. Take it and come, for he awaits."

If any PC immerses themselves in the boiling blood, they take 21 (6d6) points of fire damage (DC 30 Constitution saving throw for half damage), but feel a strange tingling of power and vitality from within that grants them two benefits:

- For the next hour, they gain a boon which allows them to add 2d6 to any single d20 roll made. Alternatively, they can add 1d6 to any two d20 rolls made. This can be added after or before the roll. The first time they are killed, they immediately gain the benefits of *revivify* and a *heal*. This effect triggers only once per character.

The onaryx lead the PCs up to the base of the pedestal and lay their hands upon it, chanting the name **Jaxartes**, and as they do so the colossal stone statue above turns to flesh and unfurls its wings.

"I am Jaxartes, First and Eldest, Commander of the Ever-Victorious Army. My like has never been seen again in this age, and now my craven commanders have called me forth again to judge the worthy. In their spirits they wish to rise up and take what once was theirs. In their hearts they feel you will break the shackles that bind them. Who are you that stand before me, and who will raise their hands to strike down the greatest enemy ever to stand before you?"

If PCs choose not to identify themselves, Jugurtha and Hydaspes become agitated and upset, demanding that they answer "Jaxartes the Great, *may he stand forever!*" They rapidly turn hostile and attack, calling in their dread strike wings, if PCs persist in their disrespect.

If PCs do identify themselves, the towering onaryx continues.

"Well met then, young warriors. You are bold, and you have the right of blood, but now make ready, for your test begins. The greatest enemy ever to stand before you, the greatest challenge you must overcome before all others... is yourself."

As he speaks, you notice the archetypal heroes engraved into the pedestal at his feet begin to flow and take on your very likeness in uncanny detail. With the towering onaryx's words echoing as its body turns back into timeless stone, the graven duplicates step out of the pedestal frieze and into living flesh.

Setting up the Battleground: The massive statues stand in front of a wide plaza atop the steps leading up from the parade ground. This area is unmapped, as the terrain is not intended as a significant element in the combat. On your battlemat, you should assign a position for the Colossal pedestal, at least 30 feet wide, in case PCs wish to attack the frieze. The duplicates appear directly in front of the frieze when initiative is rolled. If you expect PCs to stay in fairly close quarters to battle their duplicates, this is all that should be necessary.

If you expect PCs to move around a lot during the battle, you can make the battleground as large as you wish, incorporating elements like the additional Gargantuan statues flanking the colossus of The First, the steps down to the parade ground, and the pits of burning blood. Your group's play style will determine how best to set up this challenge.

Evenly Matched: The duplicates are identical to the PCs (see the sidebar), with all of the PCs' powers and abilities, and with their current hit points and any other conditions. Any preparatory spells PCs have cast on themselves before combat begins are shared by their duplicates. Any effects used after combat begins are not shared in this way, nor are benefits from bathing in the burning blood. There is no surprise as the duplicates emerge from the frieze, and initiative should be rolled normally.

The duplicates are primarily focused on slaying their opposite number in the party, and while they may use support abilities generally to aid their fellow duplicates, their main agenda is to destroy the real version of themselves. Collateral damage to other members of the real party is a happy side effect of their area attacks and multi-target attacks, but such effects used by duplicates must be placed or targeted to include their duplicate in the effect. The PCs are of course free to use whatever tactics they feel appropriate, including focusing their efforts on one duplicate at a time rather than spreading their efforts among all duplicates.

If a duplicate kills or permanently incapacitates its PC opposite, the duplicate immediately disappears.

Destroying the Frieze: The duplicates can be destroyed if the item that created them is destroyed, but the frieze is durable. It is formed of four 5-foot sections [if you have more than 4 PCs, you might have a number of sections equal to the number of PCs], with AC 17, damage threshold 8, and 200 hit points, and can be broken with a DC 30 Strength ability check, and resistance to all damage. Area effects that include more than one section that overcome the damage threshold split their damage equally among all sections in the area. A *disintegrate* spell affects only one single 5-foot section, and it simply deals hit point damage (as if it were a creature) rather than destroying that section entirely.

If one section of the frieze is destroyed, each duplicate must succeed on a DC 15 Constitution save or die, and even if the save succeeds the duplicate gains 2 levels of exhaustion. If another section of the frieze is destroyed, the process repeats and the save DC is increased by 5 for each section after the first. If all sections are destroyed, so too are the duplicates, regardless of how many hit points they had remaining. Enclosing the frieze within an *antimagic field* or similar effect does not affect the duplicates it already has created.

Jugurtha and **Hydaspes** do not participate in the battle if the PCs focus their efforts against their duplicates. Instead, they hang back and float out of the area, close enough to observe but far enough to avoid any stray area effects. However, if they themselves are attacked or if the frieze is attacked, they join in the fight against the PCs. Their dread strike wings stay out of the fight entirely, too cowed by the appearance of The First to do much besides prostrate themselves and watch in amazement.

Aftermath: When the last duplicate is killed, as long as at least one PC survives the battle, Jugurtha and Hydaspes call for an end to hostilities, even if they had previously been attacking the PCs because they attacked the frieze.

"The First, may he stand forever, has spoken, and the challenge has been met. You have proven worthy through battle and blood. When the Last Daughter falls, we will rise."

"We will rise, and all the ultari will fall, in sound and fury, battle and blood. Take your casualties and anoint them once more with the burning blood. They have earned its embrace. You may sleep worthy in the guest barracks tonight in honor. You are soldiers. Our blood is your blood this day."

PCs (or their remains) bathed in the burning blood take no fire damage but are affected as *raise dead*.

G. FLESH PITS OF THE JAGLADINE

The jagladine have many centers of learning scattered around Atlas Prime, with individual buildings dedicated to specific fields of study. Of course, this being the jagladine each is more horrific than the last. From hospitals to sanitariums to organic and inorganic alchemy, clockworks, robotics, and more, the jagladine study anything and everything, often until they run

out of test subjects, and then they just go get (or make) some more. Finding the nearest jagladine campus, colloquially known as the **Flesh Pits** by non-jagladine (though they have incredibly long, grandiose, and abstruse titles among the jagladine themselves), is not difficult, requiring only a DC 20 Charisma (Persuasion) or Intelligence (History) check, though PCs en route there should tread carefully when moving away from the safe house to avoid triggering any alert. This functions as described in **Racing to Safety** (see page 430), but the DC for checks to move around without attracting attention is only 25 rather than 35, and it takes only a base of 1d6 hours to reach the nearest Flesh Pit, reduced by successful skill checks by the PCs.

Introductions: When the PCs arrive at the Flesh Pit, there is no obvious means of ingress into the building of glass, metal, and stone; however, there is an automated interface requiring two successful DC 25 Intelligence (Technomancy) checks to summon the kyton gatekeeper of the building and his klaven guards.

INVINCIBLE INTERLOCUTOR KYTON

Large fey (eladrin, cyborg, construct), lawful evil

Armour Class 21 (*plastel shell, unarmored defense*)

Hit Points 295 (14d10+70)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	17 (+3)	21 (+5)	15 (+2)	22 (+6)	22 (+6)

Saving Throws Str +12, Con +10, Wis +11

Damage Resistances bludgeoning, piercing, and slashing from non-magical weapons that are not cold iron

Damage Immunities cold

Condition Immunities poisoned

Senses darkvision 120ft. passive Perception 11

Languages Eladrin, telepathy 120ft.

Challenge 15 (13,000 XP)

Eldar's Sight. Magical darkness doesn't impede an invincible interlocutor kyton's darkvision.

Graceful Evasion. If an invincible interlocutor kyton is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage if it fails. In addition, if the creature that forced the kyton to make the saving throw is within 40 ft of the kyton, it may move his speed and make one claw attack.

Invincible. If damage reduces the invincible interlocutor kyton to 0 hit points, it must make a Constitution saving throw with a DC equal to the damage taken. On a success, the kyton drops to 1 hit point instead.

Magic Resistance. An invincible interlocutor kyton has advantage on saving throws against spells and other magical effects.

Magic Weapons. An invincible interlocutor kyton's weapon attacks are magical.

Regeneration. An invincible interlocutor kyton regains 5 hit points at the start of his turn if he has at least 1 hit point.

Surgical Strikes. An invincible interlocutor kyton's claws score critical hits on a roll of 19–20. On a successful critical hit, that claw attack deals an additional 3 (1d6) necrotic damage to the target. This damage increases by 1d6 each time the kyton scores a critical hit against a target. The kyton has +1d6 on attack rolls against creatures it has scored a critical hit previously on.

Unarmored Defense. While the invincible interlocutor kyton is wearing no armor and wielding no shield, his AC includes its Wisdom modifier.

ACTIONS

Multiattack. An invincible interlocutor kyton can use Unnerving Gaze and then makes four claw attacks. He may also use Breath of Life if available.

Claw. *Melee Weapon Attack:* +12 to hit, reach 10 ft., one target. *Hit:* 16 (3d6 + 7) slashing damage and the target must make a DC 17 Constitution save or suffer 3 (1d6) ongoing necrotic damage as bloody gashes appear on the target. A character may spend an action bandaging the wounds or another character may attempt a DC 15 Wisdom (Medicine)

check to heal the character. Otherwise the bleed affect persists for 1 minute. This bleed affect stacks. If the target is a creature, the kyton can choose one of the following additional effects:

- The target must succeed on a DC 20 Strength saving throw or drop one item it is holding (kyton's choice).
- The target must succeed on a DC 16 Dexterity saving throw or be knocked prone.
- The target must succeed on a DC 18 Constitution saving throw or be stunned until the end of the kyton's next turn.

Unnerving Gaze. When a creature an invincible interlocutor kyton can see starts its turn within 30 feet of him, it gazes at the creature through its protective mechanical shell. If the creature can see it, it must succeed on a DC 17 Wisdom saving throw or be frightened until the end of its turn.

Breath of Life (1/Day). An invincible interlocutor kyton can heal himself or another creature for 34 (5d8+14) hit points of damage. This ability also has a secondary affect identical to the *revivify* spell (if applicable).

REACTIONS

Avenging Wind. An invincible interlocutor kyton can *teleport* up to 50 ft. adjacent to an attacker when targeted by a range attack. He can then make a single claw attack against the creature.

KLAVEN CYBORG (2)

Medium humanoid (human, cybernetic), lawful evil

Armor Class 17 (synth armor)

Hit Points 163 (25d8 + 50)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	14 (+2)	14 (+2)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Dex +7, Con +7

Skills Acrobatic +6, Intimidation +5, Perception +8, Survival +10

Condition Vulnerabilities malign influence

Senses darkvision 60 ft.; passive Perception 18

Languages Common, Ultari

Challenge 13 (10,000 XP)

Ambidextrous. When wielding two melee weapons the klaven cyborg gains +1 to AC and +1 to attack and damage rolls (included above).

Converted Host. Klaven transformations leave nothing for restoration of a base creature to its original self. As a result, klaven cannot be killed and returned to life short of a *wish* spell.

Cybernetic. As a manufactured creature of steel and technology the klaven gains +1 to AC, darkvision, the converted host trait, nanite exchange trait, cybernetic claw



attack and the energy modulation reaction. However, the conversion also adds substantial weight to the original creature reducing the creatures speed by 10 feet.

Deadeye. As a bonus action, the klaven cyborg can add 1d10 to its next attack or damage roll with a ranged weapon.

Evasion. If the klaven cyborg is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the klaven instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Malign Influence. The klaven has disadvantage on saving throws against being charmed. Additionally, the klaven suffers a -5 penalty to saving throws against being charmed by a jagladine. Malign Influence likewise applies to effects that fail against creatures immune to being charmed (such as *suggestion*).

Nanite Exchange. The klaven has a continuous awareness of the location and condition of other klaven within 60 feet. As an action, the klaven can exchange memories which contain sensory information with another klaven it touches. The exchange of memories only consists of perceptions and first-hand experiences. Klaven cannot exchange proficiencies, special abilities, or other individual qualities.

Nanite Tactics. The klaven has advantage on melee attack rolls against a creature if at least one other klaven ally is within 5 feet of the creature and the ally isn't incapacitated.

Plagueborn. The klaven has advantage on saving throws against disease and poison.

Relentless. The klaven has advantage on saving throws against exhaustion and can go 10 days without food before suffering the effects of starvation.

ACTIONS

Multiattack. The klaven cyborg makes three attacks with its psychokinetic bowcaster and one with its cybernetic claw.

Cybernetic Claws. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 6 (1d4 + 2) slashing damage. These weapons are considered adamantite for the purposes of overcoming damage resistances and immunities.

Psychokinetic Bowcaster. *Ranged Weapon Attack:* +7 to hit, range 20/60 ft., one target. *Hit:* 11 (2d8 + 2) piercing damage and 9 (2d8) psychic damage. On a critical hit, the psychokinetic bowcaster deals an additional 27 (6d8) psychic damage and the target must succeed at a DC 23 Intelligence saving throw or be stunned until the end of its next turn.

REACTIONS

Energy Modulation (1/Day). As a reaction, when a klaven takes radiant or necrotic damage it may convert that damage to healing for the next 1 minute.

PCs can either assault him and his guards and force their way into the building or can persuade him that they have urgent business with the master of this particular Flesh Pit, which the PCs can learn is a jagladine science councilor named **Tlolix**. The

PCs can discover this name with a successful DC 25 Ingilgence (History) or Charisma (Deception or Persuasion) check to gather information, or a DC 20 Wisdom (Insight) check while using *detect thoughts* or similar magic on the kyton. The kyton has a +10 bonus on Wisdom (Perception) and Insight checks and is initially unfriendly, or outright beleigrent if PCs are disguised as ultari. A successful DC 25 Charisma (Intimidate) check can compel him to sulkily admit them to meet Tlolix. Creatures successfully disguised as jagladine gain a +2 bonus on Charisma based skill checks against the kyton, provided their disguise is effective.

Theater of Academic Agony: Once the PCs are admitted, the kyton and klaven escort them through the horrifying halls of this edifice, where jagladine researchers perform cunning and clever experiments that would make any researcher proud alongside unspeakable atrocities, each with the same amoral aplomb and all in the name of science. The experience of seeing things which cannot then be un-seen is jarring to the minds of most sane creatures.

The Flesh Pits are infused with inscrutable energies from a variety of technomagical residues and emanations as part of the jagladines' awful experiments, as well as the sheer mind-bending horror of their depravity. Jagladine and klaven are immune to their effects, as are fiends and aberrations, but any other living creature spending more than a minute inside one of the Flesh Pits is affected by the *symbol* spell (rolld 1d8 to determine the type of symbol), though these effects are supernatural rather than spell-like. A creature is considered to be within range of a symbol as long as they remain within the Flesh Pit where they encountered it. Creatures that remain within the Flesh Pit thereafter must make an additional save every 10 minutes of additional exposure to the jagladines' horror.

Meeting the Master: It takes 1d6 minutes to traverse the complex and arrive at the laboratory of **Tlolix**, the chief investigator of this Flesh Pit. His laboratory is adorned not only with his own experiments (both practical and perfidious), but also three floating vertical rings filled with rippling quicksilver that shift every few rounds to stillness, revealing a view of other jagladine in the Flesh Pit and their labs, offering a full accounting of the panoply of pain practiced here.

Tlolix is hostile to non-jagladine but indifferent to other jagladine. He is personally not interested in acts of sedition, being too deeply invested in his research to care about what he considers political frivolities. Tlolix has a +10 bonus on Wisdom (Perception) checks but only +5 on Insight. He is focused and clinical, dispassionate in most things but highly voluble when given the chance to expound on his latest discoveries.

If the PCs fought their way past the kyton and klaven guards and forced their way into the Flesh Pit, Tlolix sends additional waves of klaven grenadiers and kytons to attack the PCs, as well as summoning immediate support from nearby spineguard patrols (see page 619, **Law Enforcement** in the Gazetteer). He and the other lead researchers seal their labs with *walls of force* and flee rather than stand and face powerful invaders. While the

jagladine cannot assign Marks, they can convey their concerns to the ultari, allowing them to scan the jagladines' minds and apply 1d4 Marks to each PC.

If made friendly with a Charisma (Persuasion or Deception) skill check (DC 25, reduced to 20 if successfully disguised as jagladine) or Charisma (Intimidate) (DC 33), he invites the PCs to talk about their own scientific and technical interests. He is always interested to learn more, and PCs can impress him with their shared commitment to science by displaying their own skills and specialties. If they can outdo him in one or more areas of study, he is willing to make introductions to other members of the Science Council who are likely to be receptive to their message. PCs can challenge him to an opposed skill check against any of the following skills, with each check taking 2d4 minutes. Tlolix's bonuses are as follows: Arcana +11, Religion +7, Medicine +12, History +10, Nature +7. If PCs can outdo him on four out of five challenges, he agrees to make introductions. If they best him on all five challenges, he is highly impressed and advocates for them with the other jagladine, granting a +2 bonus on all skill checks made to impress the Science Council. He can arrange a meeting in 1d4 days, halved if they bested him on all five challenges.

If they win only three challenges, they can make a last-ditch attempt to use any Charisma based skill to persuade him to help them set up a meeting. The PCs get a +2 bonus on this check if they state that the ultari are preparing to shut down jagladine research, seize their experiments or data, or otherwise take control of the scientific process away from them. A successful check gets him to grudgingly agree, though it takes 2d4 days to set up the meeting.

The Price of Failure : If they cannot win the majority of challenges, he dismisses them as unworthy of meeting the Science Council and bids them to leave. If they refuse, the kyton and klaven attack. His laboratory is unmapped but can be as large as you wish.

If Tlolix himself is attacked, use the statistics of a **chain devil**^{SRD} with the following changes:

- Change its type to construct.
- The chain devil has maximum hit points
- **Multiattack.** Tlolix makes four keen chainsaw attacks.
- Rather than attacking directly he uses his actions to direct the lab instruments to attack which changes his chain action as follows: **Keen Chainsaws.** *Melee Weapon Attack:* +9 to hit, reach whole room., one target. *Hit:* 15 (3d6 + 5) slashing damage and the target must make a DC 15 Constitution saving throw or take 35 (10d6) poison damage, or half as much on a save. This weapons scores a critical hit on an 18+ and does 23 slashing damage and 60 poison damage on a critical hit.

If reduced to 0 hit points, his body explodes in a 30-foot-radius burst dealing 45 (10d8) points of acid damage (DC 22 Dexterity saving throw for half); this acid does not harm klaven. This also exposes everyone in the area to **severe radiation** (see page 502), while also dyeing all creatures in the area a bright

green. This noxious dye clings to them for 24 hours, affecting them as *faerie fire* but the effect is extraordinary and cannot be dispelled. It can be removed with *universal solvent*. His visage then appears in the three quicksilver rings taunting the PCs, stating, "You didn't really think I would meet complete strangers right in my lab without taking precautions, did you? Why risk your real body when someone else's will do? Besides, the Scroll says there are intruders lurking about. You can't be too careful, can you?"

As long as the PCs are coated in this dye, they have disadvantage on skill checks to avoid attracting attention and you add 10 to the result of any Law Enforcement encounter check. Any klaven involved in fighting creatures doused in this dye gain a +2 bonus on attack and damage rolls.

MEETING THE SCIENCE COUNCIL

Tlolix is as good as his word and ambassadors a secret meeting with select members of the Science Council, or at least with their alchemical simulacra, since none of the councilors other than Tlolix is willing to appear in person. This meeting takes place away from any Flesh Pits so as to avoid attracting ultari attention. Getting to this secret location takes a base of 2d4 hours of stealth and subterfuge, less one hour per successful DC 26 skill check to avoid attracting attention.

The meeting takes place in a decaying basement of a long-abandoned storage building. By the looks of it, jagladine in the past may have used this as a makeshift clinic (or abattoir), given the discarded and fluid-stained tools and chairs scattered in heaps. The overall effect is disquieting, but the jagladine are intrigued and willing to give the PCs a hearing. Five councilors are present, each one with Wisdom (Perception) and Wisdom (Insight) checks of +20. The PCs must appeal to each of them with Charisma (Deception), Charisma (Persuasion), and Charisma (Intimidation) checks. The DC to convince each is 5 higher than it was to convince Tlolix initially, as he only needed to be convinced to make the introduction. What the PCs now imply is treason.

Even so, these jagladine chafe under the yoke of the ultari, who lord their psychic powers over them while lacking the high scientific intellect and experimental curiosity of the jagladine. If they can be persuaded that the desperate ultari are losing the war and losing control and are vulnerable, the time may be ripe for the technocrats to rise and assume their rightful place at the head of the empire.

If the PCs can convince at least four of the five to become helpful, they unveil tumor familiars embedded in their simulacra, speaking from the vile orifices of these creatures as they veil their own inhuman faces.

After facing one another in silent contemplation, one councilor's gut-mouth drawls wetly, "We have considered your suggestions, and your endorsement from our brother Tlolix, and we agree, the time is right. The ultari are fractured, vulnerable, weakened. If we are to rise, it must be now."

"But one thing the ultari have that we lack," counters another, "and that we always have lacked, because they withheld it from us."

"Yes," says a third, "the font of their power, their strange communion with the singularity, the star Faa Dlan. Their touch of destiny. They hoard it. They do not share it. Keep it secret, they do."

"A secret that we must have. The touch of divinity. What was once theirs must become ours."

"Ours, now and forever."

Their insectoid eyes start to gleam as their demands become more animated and insistent.

"To study it, of course. Yes, to study. We need not the power, but we must know how it works, what it does, how to make more."

"To make mighty works, that our creations might shake the stars."

One jagladine who had stood silent throughout now steps forward and speaks, both from its own mouth and its tumorous neck orifice, "What we want is nothing less than the power of the immortals. The ultari can keep their sad devotion, but we need the power, the blood of their gods. The Last Daughter must die."

If the PCs are willing to destroy the last daughter, the jagladine offer the following information:

- Invidia rarely appears in person, but when she does it is in **The Daughter's Fane**. She dwells in some kind of pocket dimension below the cathedral itself. She needs to be destroyed, and at the moment of her death her immortal essence must be drained and stored.
- In addition to the essence of Invidia herself, in the sanctum of the Fane there is a crystal vial that holds the distilled remnant of the ancient Principalities. The Devotees call it **Enokk**, and it has gained a form of sentience and a craving for worship of its own. The vial that holds it acts like an antenna absorbing the faded residua of the Principalities that emanate from Faa Dlan, and they want that as well.
- If there is any other evidence of the ancient divinity, such as egg sacs, amniotic fluid, or anything like that, they want samples of that as well, as much as can be recovered.
- Invidia has "Seven Sons" that sometimes accompany her when she appears. They are monstrous and mutated but generally vaguely humanoid. They change from time to time, so she may eat them or they may be consumed by their own mutational decay. Even in her decayed dotage, she has the power to birth new monstrous servants at a whim, to transfer harm that might otherwise affect her to her children, and even can grotesquely birth herself in an eruption of gore through the bodies of her children.
- Invidia has mighty protections against magic but is also savage and deadly in melee if cornered. She has no true weaknesses. If fought in her pocket dimension, beware the bending of space to her benefit. Also, whatever you do, do not get grappled by her unless you like the idea of helping give birth to an eldritch abomination.

- According to legend, hers is the power of endless life, and to slay her forever you must possess the power of death. Whether that means negative energy, death effects, energy drain, or something else is not certain, but the PCs should be prepared to unleash such powers upon her.
- She has priests that are both living and dead, and the Daughter's Fane has wings devoted to the power of life and the power of death.

Her immortal essence is very difficult to contain, but the jagladine have a solution, what they call the *Bountiful Bowl of the Sun*. It is a golden crystal bowl and it is kept in the control chambers beneath the Ultari Parliament, like its twin in the identical control chambers in far Lacuna. It is a mighty artifact with the power to absorb energies and not only store but concentrate them, and the PCs may instantly recognize it as half of the *Phoenix Egg*.

The jagladine offer to help the PCs retrieve the *Bountiful Bowl of the Sun* and smuggle it out of the Ultari Parliament so they can use it to collect the immortal essences. One of the bowl's powers is that it can collect and hold nearly limitless quantities of liquids and energies, which can then be recalled and decanted from the bowl by those who know its secrets, which they believe they do. The jagladine think themselves to be getting the better of the deal, as they are helping the PCs but truly helping further their own ambitions. They lack the PCs' knowledge of the true nature of the *Phoenix Egg*.



The jagladine are wary, of course, warning the PCs that there are 16 identical copies of the *Bountiful Bowl* at any given time in the control chambers, and virtually no one knows which is the correct one. They can give the PCs a talisman that will allow them to tell it apart from the others, and the talisman also contains an undetectable extradimensional space with an identical replica. They can help smuggle the PCs into the Ultari Parliament building as part of a jagladine tech team, where they must locate and swap the *Bountiful Bowl*. The bowl automatically transports itself back to the control chambers 24 hours after being removed, so the PCs must be ready to move swiftly once they have retrieved the bowl to get to the Fane, destroy Enokk and Invidia, collect the divine essence, and return it to the Science Council at this same meeting place.

They are willing to wait until the PCs are ready but encourage them not to wait too long. Ultari surveillance is everywhere, and the longer this secret exists the greater the chance it will be discovered.

“Remember,” says the lead councilor, “she must die, and we must have her essence, and that of Enokk and her brood.”

“Yesssss,” hisses another. “When the Last Daughter dies, the devotees will go mad. This is the ultimate blasphemy. They must punish their brethren for their lack of faith, and we will let them.”

“While we laugh in the shadows,” chortles the first, “We who have had enough of their pathetic piety and bleating. ‘Where is your god now?’”

“This must be the first stone to fall. Then out of the rubble of their ruin, we shall create a new and perfect world.”

“Perfection,” echo the others from every mouth. “The future is ours, and it is glorious.”

DEBRIEFING

When leaving their secret meeting, the PCs can return home in half the normal amount of time and with advantage on skill checks to avoid notice, due to information provided by the councilors about patrol schedules and patterns in the area. On returning to the safe house, **Seantrelle** and the others are excited and intrigued by the possibility of retrieving half of the *Phoenix Egg* with the unwitting help of the jagladine. They immediately begin studying the *Opus Aeterna*, and within a few days they believe they have discovered a way to embed one of the yllosan as a stowaway inside the bowl to serve as a spiritual anchor along with an *instant summons* spell. The incorporeal yllosan allows the PCs to circumvent the limit on the spell's effect when another creature has the bowl in their possession, as the yllosan already possesses the item. If they can then retrieve the other half of the *Egg*, the affinity of the two halves should allow them to use the *instant summons* to draw the other half to them. Even without it, they estimate having the embedded yllosan spirit should allow them to summon the bowl out of the control chamber remotely as long as the PCs are within a mile of the bowl when they summon it. In the short term, the PCs

can allow the jagladine to take it and drain their immortal ichor and then return the bowl, allaying any suspicions about their true intentions, until they are ready to seize it permanently. The bowl will retain the power it absorbs from the immortal essences of Invidia and Enokk, which should prime it for what the PCs want to do with it.

This achieves half the goal of retrieving the *Phoenix Egg*, and they are continuing to research how best to retrieve the other half from Lacuna, but the distance involved is tremendous. Without retrieving both halves of the *Egg*, its true power cannot be unleashed. However, Seantrelle and Rumealle think they may have a plan to get the PCs there by merging their spirit-forms with the PCs and performing a ritual similar to *astral projection*, but which will allow the PCs to reform their material bodies on the Material Plane. This would be very dangerous for the yllosan, as manifesting that merged form and consciousness on the material plane at such a great distance would burn up their psychic reserves very quickly, but it is a chance they are willing to take. For as long as they can hold that psychic bridge in place, the PCs should be able to bridge the vastness of space through the spirit world at a rate far faster than any physical mode of transportation and without the dangerous perturbation that the singularity star of Faa Dlan and its gravity well has on teleportation. The jagladine disdain matters of spirit as beneath their notice, and the yllosan doubt they would suspect such a gambit of being possible. They continue to research the ritual while the PCs complete their tasks, and when they are ready, they can make a lightning strike to the far side of the sphere to retrieve the other half of the *Egg*.

RETRIEVING THE BOWL

If the PCs are not already disguising themselves as jagladine, they must find a way to do so. The jagladine can offer them magical elixirs which allow them to adopt jagladine form for 1 hour. The PCs also may use *seeming* or similar magic to appear as jagladine. The Science Council provides them with a talisman as described, and also with uniforms and technical gear to complete their disguise, granting a +5 bonus on Charisma (Deception) checks to disguise themselves as jagladine. The PCs do pass by a pair of watchful scorpion shocktrooper guards (passive Wisdom (Perception) 26), and their tremorsense allows them to detect invisible creatures walking or climbing nearby. If their Wisdom (Perception) check beats the Disguise check of any member of the party, they challenge them and examine them more closely. They can be dissuaded from further interference with a DC 26 Charisma (Deception) or Charisma (Intimidation) check, with a +2 bonus due to the assistance of the allied jagladine accompanying the PCs.

SCORPION SHOCKTROOPER

hp 325 (see page 425)

The PCs are embedded within a jagladine tech team loyal to the council and sent into the parliament building. You can narratively describe glimpses of the great building and its assembly hall (see page 466 in Part 4), perhaps overhearing acrimonious debate between representatives and the high speaker, but they are quickly redirected towards secured service doors leading to the control rooms below. You can use the maps of the lower level of the building in Part 4 to walk the PCs through the chambers, including seeing the other tech teams, multiple pairs of shocktrooper guards and myrmidon robots on the outer catwalks leading down to four levels of catwalks, and the *walls of force* separating each chamber. As long as they stay with their jagladine “handlers” and do nothing to draw attention to themselves, their appearance goes unremarked by these guards, but once they arrive at their posts one member of the party must succeed on a DC 25 Dexterity (Stealth) check to approach the location of the bowl, two DC 25 Dexterity (Sleight of Hand) checks (to remove the real bowl and replace it with the fake), and another DC 25 Dexterity (Stealth) check to blend back in with the rest of the team.

Once the bowl is retrieved, the PCs need to exit the area, but it is unusual for tech teams to arrive and leave again so quickly. The Science Council has arranged for PCs to blend in and depart with a different tech team than the one with which they entered. This team leaves 1 hour after the PCs arrive, so they must complete their task and be ready to exit with careful timing and coordination. Bypassing the guards requires a DC 25 Charisma (Deception) or Dexterity (Stealth) check, though the jagladine teams working with the PCs create distractions that grant the PCs a +5 bonus on these checks. Each PC also can attempt DC 20 Charisma (Persuasion), Charisma (Intimidation), Wisdom (Insight), and Dexterity (Sleight of Hand) checks as part of their departure; for each check that succeeds, they gain a +1 bonus on their Charisma (Deception) or Dexterity (Stealth) check.

If any PCs fail their Charisma (Deception) or Dexterity (Stealth) check, the shocktroopers move in to interrogate them unless dissuaded with a DC 25 Charisma (Deception) or Charisma (Intimidation) check. They move to arrest any character that cannot slip past them or talk their way through. PCs attacking the stormtroopers gain 1d4 Marks each after 1 round of combat, plus an additional Mark every round thereafter from ultari parliament members witnessing the altercation in the depths of the pit. They have 1 minute to escape from the Ultari Parliament building before it is put on lockdown with a building-wide *hallow* (*extradimensional interference*) that blocks celestials from entry, followed by waves of guards to attack.

H. THE DAUGHTER’S FANE

This grand cathedral is the high holy place of the Devotees, where praise is offered up to Cyshrn the Gentle, the subtle puppet master goddess of the ultari, but where the highest honor is reserved for the immortal immanence of **Invidia Ultimi**, the Last Daughter of the Ancients and the only living link to the Principalities. It is the holiest place in all the empire to the

Devotees, and all ultari pay at least token respect and observe the formalities and protocols even if they would rather consign Invidia and her followers to the dustbin of discarded ideas.

Invidia herself dwells in the Creche below the Fane and rarely appears to the priests of the Fane, however, and the more active focus of worship in the cathedral centers around Enokk, the sapient remnant of the divine essence of the Principalities and the distilled residue of their divinity that exists within the heart of Faa Dlan. Enokk contains the essence of all and none of the Principalities at once. It is a composite being, aware of its own near-divinity yet also of its inherent incompleteness, yet it also craves worship and subservience. It recognizes Invidia’s nature as akin to its own and yet whole and acknowledges her as a superior entity, and while jealous of her place as the highest of the high Enokk also has existed long enough to know of Invidia’s general disinterest in the mortal world and those that inhabit it. She largely keeps to her own pleasures, her dreams, her slumbers, and her lucid fits of appetite, yet for the most part Enokk is left to its own devices. If it must shrink a bit to the background on the rare occasions when Invidia deigns to appear, so be it. The rest of eternity belongs to Enokk and the endless array of slaves and sycophants it has bound to its will in life and even in death. Only Invidia’s direct physical presence is enough to sway their fanatical loyalty to Enokk as the representative of the Principalities and their power.

Composite Construction: The walls of the Fane are a composite of stone, glass, and orium and block teleportation through the outer walls, though teleportation effects that move a creature entirely within an open space but do not pass through a solid barrier function normally, as do teleportation effects that lead from the main level of the Fane down to the Creche. Creatures entirely within the Fane cannot summon creatures from outside it, though creatures already summoned or called may enter the cathedral and still disappear at the end of their summons. Unless noted otherwise, the walls and floors of the Fane have AC 18, damage threshold of 15, 180 hit points per 5-foot section, and can be broken with a DC 33 Strength check.

Lighting: Most areas within the main floor of the Fane have normal light from the numerous window shafts in the walls and ceiling as well as light emanating from the Pools of Life and the Holy of Holies. The Gates of Death (Area 7) are shrouded in shadow and are treated as dim light.

The areas of the Creche below are artificially lit by glowing crystals embedded in the walls, save the central Creche chamber, which is lit from below with a ghastly yellowish-green light from the amniotic fluid below.

Visitors: At any time of day there is a 50% chance of encountering 3d6 ordinary ultari and 1d6 ultari patricians in or near any area of the Fane. If violence ensues, they are likely to flee but certainly mark any perpetrators for the Scroll and raise a cry for aid.

Mythic Ravage: The power of the ravage is strongest here, and any saving throws associated with its effects are made with a -2 penalty on the main level, increased to -4 in the Creche.

THE DAUGHTER'S FANE

1 square = 5 ft.



1. GRAND PORTICO

This vast cathedral rears up like an artificial mountain, its walls a curious clash of polished stone and gleaming glass blended jarringly with coarse and jagged metallic forms, sharp angles blending into smooth whorls and almost flowing forms like wax left to melt in the sun. Wide steps lead up to a colossal set of sliding portals.

The enormous orium doors that grant entry to the Fane are 40 feet wide and 40 feet high. They are typically kept closed but may be left open for events like grand Devotee festivals.

Psychic Portals: The massive portals slide easily apart on a psychokinetic mechanism if one or more creatures touch the portal and expend a total of 7 levels of mind-affecting spells, sorcery points, or ki points.

If the PCs do not possess any psychic resources, they can simply wait for someone else to open the door and enter with them, though a Charisma (Deception) check may be required to avoid drawing suspicion for not opening the doors themselves. The doors can be forced open with a DC 28 Strength check or attacked with AC 20, damage threshold 20, and 240 hit points per 5-foot section.

2. NARTHEX

This wide entry chamber is flanked by two rows of columns carved into noble ultari figures, their cold arrogance perfectly captured by the unfeeling stone as you pass between them and their hollow eyes seem to follow your every movement with pitiless judgment. The floor is tiled in gleaming patterns of alternating black and white, though each pattern seems strangely off, with bends and turns that turn back on themselves and seem to pull your eyes in every direction at once. The effect is distracting and disquieting.

The sense of being watched and judged by the statuary here is more than merely cosmetic, as all creatures traversing the narthex are subject to *detect thoughts* unless they succeed on a DC 20 Wisdom saving throw. Any irregular surface thoughts are perceived by Enokk the immortal ichor and are relayed by it to its mind-slave minions.

3. VESTRIES

These robing rooms are lined in dressing stalls of stark metal, each marked in Ultari runes and containing robes and vestments in a variety of colors.

While many ultari visits to the Fane are merely perfunctory, Devotees insist on the full panoply of their traditional regalia when paying their respects to the Last Daughter. The various pieces of customary each have ceremonial meaning, and PCs wearing their regalia must make a DC 25 Religion check to understand the meaning of each piece. Those without such knowledge may need to make a Charisma (Deception) check to convince another Devotee of their right to wear it or to play off wearing an incorrect combination of vestments.

4. REFECTORY

These chambers offer a variety of refreshments and relief to guests.

These chambers are a combination of restrooms and a place for ingestion of ceremonial food or drink. There are separate refectories for Devotees (4a) and non-Devotees (4b).

5. GRAND NAVE

This nave of the cathedral is truly cavernous, with dome mounting upon dome well over a hundred feet above. Circles of sunken benches of stone and glass are arranged haphazardly across the space, in no pattern obvious to the eye or mind, and embedded in the floor within each circle are vitrified veins meandering to join a central lump of jagged, half-melted crystal in the center that glows with an inner light. Around the edges of the vast chamber are a series of undecorated stone benches sized to accommodate creatures from the tiny to the titanic.

The circles are places of meditative for the telepathic ultari, into which they self-segregate into Devotees and non-Devotees. Non-ultari are expected to use the benches along the outer edges of the chamber to observe the rites without disturbing their ultari betters. Non-ultari entering a ring provoke hostility from the ultari acolytes unless accompanied by a number of ultari equal to or greater than the number of non-ultari, or by an ultari Legate of sufficient rank. Devotees never share their circles with non-ultari.

The Rings: Creatures that do not possess telepathy that spend more than 1 round inside one of these rings start to feel dizzy and disoriented from the ambient telepathic energies thrumming through them, having disadvantage on attack rolls and ability checks for 1 minute unless they succeed on a DC 20 Wisdom saving throw. The DC of this save increases by 1 for each additional round spent within the ring, and the duration of being sickened stacks with each failed save.

Roaming Acolytes: While most of the ultari here are common or patricians, Devotee acolytes roam among the circles plucking the psychic strings of the circles and linking them with the holy of holies. If combat ensues, they form up into a troop to drive out the unrighteous.

Development: If these acolytes are slain, they rise from the dead 1 round later as **ultari ur-acolytes** (see page 449) through the terrifying necromantic power of Enokk in the Nave.

ULTARI ACOLYTES

Large troop of medium fiends (ultari), neutral evil

Armor Class 17 (natural armor)

Hit Points 104 (16d8 + 32)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	12 (+1)	14 (+2)	20 (+5)	16 (+3)	17 (+3)

Saving Throws Dex +5, Int +9, Wis +7, Cha +7

Skills Arcana +13, Deception +9, Insight +9, Perception +7, Religion +9

Damage Resistances psychic

Condition Immunities charmed, frightened

Senses truesight 120 ft., passive Perception 17

Languages Ashtuul, Belligren, Common

Challenge 12 (8,400 XP)

Aura: Fear. When a creature enters a space adjacent to an ultar it must make a DC 17 Intelligence saving throw or become frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, with disadvantage if the ultar is visible to the target, ending the effect on itself on a success.

Defensive Precognition. If an ultar is subjected to an effect that allows it to make a saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage (full damage for area effects) if they fail.

Keen Smell. Ultar have advantage on Wisdom (Perception) checks that rely on smell.

Troop. The troop can occupy another creature's space and vice versa, and the troop can move through any opening large enough for a Medium undead. The troop can't regain hit points or gain temporary hit points except from their Mental Drain. A troop takes half damage from attacks that use an attack roll and double damage from effects that require it to make a saving roll. Creatures that are not troops are impaired while they remain in the troop's space or within 5 feet of it and have disadvantage on attack rolls and Constitution saving throws to maintain concentration. A troop's damage is halved when reduced below half its maximum hit points.

Ultari Weapon Affinity. Ultar have a special affinity for ultari weapons. A melee weapon with "Ultari" in its name grants an additional +1 to the attack roll and deals one extra die of its damage when an ultar hits with it (included in the attack).

Magic Resistance. The ultar has advantage on saving throws against spells and other magical effects.

Magic Weapons. The ultar's weapon attacks are magical.

ACTIONS

Holy Ultari Broadwords. All creatures that share the same space as the ultari acolytes troop or are within 5 feet of the troop automatically take 14 (2d10 + 3) slashing damage and must make a DC 15 Wisdom saving throw or become frightened for 1 round.

Telepathic Lash. Ranged Weapon Attack (Psionic): +9 to hit, range 150 ft., one target. **Hit:** 13 (1d8 + 5) force damage, and the target must make a DC 14 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Mental Drain (1/Day). The ultari acolytes can drain psychic energy from all creatures with Intelligence 5+ within 20 feet. Each must make a DC 17 Intelligence check or be stunned 1 round and then affected as slow. It can Concentrate to

maintain the effect, and as long as at least one creature fails their save the acolytes' broadsword attacks deal one additional die of damage. The acolytes gain 2 temporary HP for each creature that fails its save, including failed saves to end the slow effect.

6. THE POOLS OF LIFE

Three glowing pools of crystal-clear liquid lie within curved alcoves of increasing size. The fluted surfaces of these walls glitter like mica, catching the pools' radiance and scattering it in a dazzling display.

These pools are suffused with the essence of pure life energy, and any living creature immersing themselves in one of the pools heals 9 (2d8) points of damage per round. Undead creatures that enter the pool take 9 (2d8) points of radiant damage each round. However, the sweetness of the life energy within them is so intense that most living creatures coming within 5 feet of the pools become so entranced by them that they cannot bear to tear themselves away, affecting them as a *sympathy* spell (DC 22 Wisdom saving throw to resist).

Creatures immersing themselves in a second pool gain no further hit point healing but gain the benefits of *lesser restoration*; however, the save DC of the *sympathy* increases by 2 and the creature is stunned (DC 24 Constitution saving throw negates) for a number of rounds equal to the difference between their saving throw roll and the DC.

A creature dipping in a third pool gains the benefit of a *greater restoration* spell, but the save DC of the *sympathy* increases by an additional 2. In addition, a creature failing its save must attempt a Constitution save against the same DC or be overcome by the ecstatic pleasure of pure life energy and surrender to the waters, immediately beginning to drown if not able to breathe water (see the suffocation rules).

Ultari are immune to the *sympathy* effect, and celestials and fiends have advantage on their saving throw.

Development: Immersing in any of the pools without the permission of the ultari acolytes is a sacrilege, and they respond with instant hostility to anyone profaning the pools.

7. THE PITS OF DEATH

The scarred and shattered walls of this side of the cathedral stand in ghastly counterpoint to the elegant curves and glittering surfaces of the far side. The stone and glass here seem almost decayed, gouged, and frozen in spasm as though the building itself writhes in torment. A cluster of diamond-shaped pits in the rough, uneven floor vent a shadowy effluent that smells of dust and rot.

This wing of the Fane is infused with the essence of pure death, and it is as inimical to living things as the opposite wing energizes them. It affects living creatures as *antipathy* (DC 22 Wisdom saving throw), and like the *sympathy* effect ultari are immune and fiends and celestials have advantage on their saving throws against its effects.

In addition, any creature venturing within 5 feet of one of the pits takes 19 (2d8+10) points of necrotic damage (DC 20 Constitution saving throw negates); a creature reduced to 0 hit points by this damage dies instantly. In addition, a creature failing this save must attempt a Dexterity saving throw against the same DC or be drawn into the pit. Each round a creature ends its turn within the pit, it takes the damage listed above and the save DC increases by 1; in addition, if it fails the save it gains a level of exhaustion.

Undead within 5 feet of a pit have no chance of falling in and take no damage but gain a +2 bonus on saving throws. If they begin their turn within 5 feet of a pit, they heal 1d8 points of damage.



8. PRIVATE AUDIENCE CHAMBER

This chamber is lavishly decorated with sparkling frescoes and delicately carved friezes. A raised seat of alabaster dominates one end of a large table of polished black and white stone veined with silvery crystal, but every seat around the table is elaborately carved and gilded.

This chamber is used by the Elder Voice for private appointments. The table has the same psychic resonance as the rings in the grand nave, as the entire table serves the same psychic focusing function as the rings, though the save DC is increased by 2.

9. BALCONY

This long balcony rises 20 feet above the floor of the Fane. Each side is lined with robed acolytes, each seemingly deep in silent contemplation, though at the distant edge of thought you can almost sense a rhythmic pulse like a mental dirge reverberating through the fane in an unspoken chant.

On the west side of the Fane is a troop of ultari acolytes, each contributing their thought-chant to the time of worship and observing to ensure the proper forms are being observed. Those on the west are **ultari acolytes**, while those on the east are already risen from death as **ultari ur-acolytes**. If the latter are destroyed, they are truly slain, but the living acolytes rise again into undeath if destroyed through the power of Enokk in the Nave.

ULTARI ACOLYTES

hp 104 (see page 447)

ULTARI UR-ACOLYTES

Large Troop of Medium undead, neutral evil

Armor Class 13

Hit Points 390 (5d8 + 156)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	10 (+0)	17 (+3)	4 (-3)	6 (-2)	6 (-2)

Saving Throws Wis +3

Damage Resistances cold, necrotic

Damage Immunities poison

Condition Immunities charmed, exhaustion, frightened

Senses darkvision 60ft., thoughtsense 60 ft., passive Perception 8

Languages Understands but can't speak, Ashtuul, Belligren, Common, Deep Speech, Jagladine, Onaryx, Ultari

Challenge 14 (11,500 XP)

Aura: Fear. When a creature enters a space adjacent to ultari ur-acolytes it must make a DC 17 Intelligence saving throw or become frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, with disadvantage if the ultar is visible to the target, ending the effect on itself on a success.

Defensive Precognition. If an ultari ur-acolytes is subjected to an effect that allows it to make a saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage (full damage for area effects) if they fail.

Thoughtsense. This functions as blindsight, but it cannot detect creatures using *nondetection* or *mind blank*.

Troop. The troop can occupy another creature's space and vice versa, and the troop can move through any opening large enough for a Medium undead. The troop can't regain hit points or gain temporary hit points. A troop takes half damage from attacks that use an attack roll and double damage from area effects. Creatures that are not troops are impaired while they remain in the troop's space or within 5 feet of it and have disadvantage on attack rolls and Constitution saving throws to maintain concentration. A troops damage is halved when reduced below half its maximum hit points.

Turn Resistance. The ultari ur-acolytes has advantage on saving throws against any effect that turns undead.

Undead Fortitude. If damage reduces the ultari ur-acolytes to 0 hit points, it must make a Constitution saving throw with a DC of 5 + the damage taken, unless the damage is radiant or from a critical hit. On a success, the ultari ur-acolytes drops to 1 hit point instead.

ACTIONS

Empowered Slam. All creatures that share the same space as the ultari ur-acolytes troop or are within 5 feet of the troop automatically take 18 (4d6 + 4) bludgeoning damage and 14 (4d6) necrotic damage.

Telepathic Lash. *Ranged Weapon Attack (Psionic):* +9 to hit, range 150 ft., one target. *Hit:* 13 (1d8 + 5) force damage, and the target must make a DC 14 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

10. ACOLYTE CHAMBERS

These spartan chambers are lined with simple pallets for sleeping and mats for prayer. Doorless cabinets line one wall, with small shelves for prayer books and icons and hooks for robes and vestments.

The ultari are lovers of ceremony, so while these chambers themselves are simple and plain, the spare robes and vestments here are of exquisite quality and heavily decorated with a variety of beads, ornamental stones, and gilded thread. Each chamber contains 32 spare vestments for the acolytes, each worth 150 gp.

11. THE THROAT

This raised dais surrounds a diamond-shaped opening rimmed with a crust of yellowish crystal. A sweet, cloying aroma reminiscent of overripe fruit and pungent incense mixed with decaying fish wafts out of the pit, whose wet-slicked sides lead down to a thick golden miasma.

This pit leads to the Creche below, though it is not a straight drop. Rather, it bends and curves through the floor in a twisting transdimensional pathway 300 feet long before disgoring into the lower part of the Creche. The entire passage is filled with a caustic viscous fog that deals 14 (4d6) acid damage per round and turns the passageway into difficult terrain. The fog is unusually caustic, treating acid immunity as resistance unless the protection comes from an artifact or a 9th level spell.

In addition to this clinging mist, the passage is unstable, squeezing and spasming in peristaltic contractions every round a creature is within it. A creature entering or beginning its turn within the Throat takes 24 (4d6+10) points of bludgeoning damage (DC 15 Dexterity saving throw for half damage) from these convulsions.

A creature must succeed on a second Dexterity save each round, with the save DC increasing by 1 each round after the first. A failed save causes the creature to become restrained by in the turgid effluents along the surface of the Throat (escape DC 15). The effect is particular reactive to epic level characters, causing a creature above level 15 to make the skill check at a DC equal to the character's level.

Freedom of movement effects are dulled in effect within the Throat. Treat this as a *dispel magic* when a creature using a *freedom of movement* effect enters the Throat, with an ability check modifier of +7. This modifier increases by 1 for each round after the first.

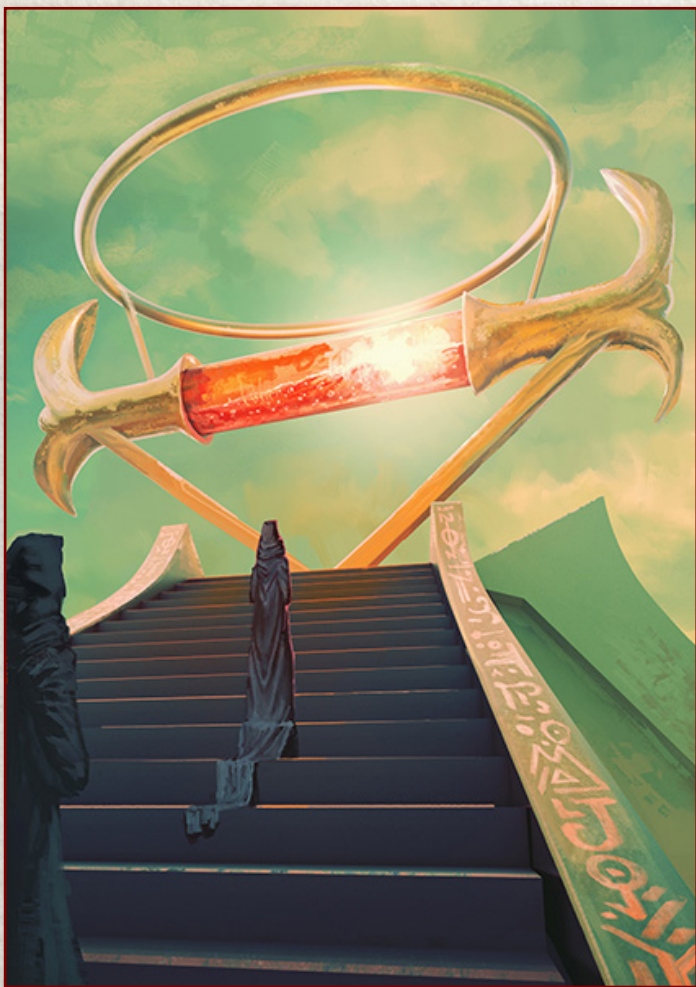
A creature traversing all the way through the Throat exits at the east end of the Creche, 10 feet above the surface of the amniotic slurry.

12. THE SANCTUARY APSE

This elevated dais is set apart from the nave of the cathedral by an ornate balustrade supporting a roofed portico. Through pointed arches you can glimpse a set of steep steps flanked by rows of stone-carved runes, surmounted by a strange apparatus of gold and black metal supporting a sparkling crystal cylinder. Within is a roiling orange fluid swirling with lambent radiance, illuminating a wide golden ring mounted above. The staircase is flanked by a pair of large ultari statues in gleaming white and dull gray crystal.

Entering the Apse: The arches opening into the Nave allow vision into this area, but the fluted stone also provides cover against attacks that pass through them. The entire apse is covered with an overlapping (through epic magics) *hallow* spell that blocks entry to celestials and fey. Those who do not worship the Principalities gain damage vulnerability to acid while in areas 11-13.

The Elder Voice: Xeas Yahanum the Elder Voice is the highest priest of Enokk and the Principalities. He may be found here or in area 13. If the PCs infiltrate the cathedral and attack with surprise, Xeas is likely to be praying in his chambers, but he hastens to the Apse if alerted by any serious disturbance. His powers are especially well-suited to aiding the zombie ur-acolytes, and he focuses his efforts on keeping them up and in the fight as long as possible.



ENOKK, MYTHIC IMMORTAL ICHOR

Medium ooze, lawful evil

Armor Class 16

Hit Points 333 (35d8 + 175)

Speed 20 ft., fly 20 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	16 (+3)	21 (+5)	22 (+6)	13 (+1)	18 (+4)

Saving Throws Int +13, Cha +11; Enokk gains an additional +2 bonus on saving throws when a crystal golem is within 30 feet.

Skills Arcana +13, Deception +11, History +13, Nature+13, Perception +7, Religion +13

Damage Resistance cold

Damage Immunities acid, lightning; bludgeoning, piercing and slashing from nomagical attacks

Condition Immunities blinded, charmed, deafened, exhaustion, prone

Senses blindsight 60 ft. (blind beyond this distance), passive Perception 15

Languages Abyssal, Deep Speech, Infernal, Undercommon (can't speak any language); telepathy 300 ft.

Challenge 21 (33,000 XP)

Amorphous. Enokk can move through a space as narrow as 1 inch wide without squeezing.

Corrupt Ally. Any creature enchanted by Enokk takes 1d6 points of Wisdom damage per day. When a *charmed* creature's Wisdom damage equals its Wisdom score, it becomes completely subservient to the immortal ichor (as *dominate monster*, except it even obeys self-destructive orders) and loses the Wisdom damage it has taken from this ability. A subservient ally who is killed rises the next round as a juju zombie (as **wight**, but lacks life drain and has force and lightning damage immunity) under the immortal ichor's control. If the ichor is killed, these zombies are immediately destroyed.

Drown. When Enokk hits an opponent with its melee attack, it can use a bonus action to flood its target's lungs with liquid. If the target cannot breathe water, it immediately begins to drown. At the start of the target's next turn, it must succeed at a DC 23 Constitution save to cough up this liquid or it falls unconscious and is reduced to 0 hit points and starts dying. If the target failed the initial save, it must succeed at a new Constitution save on the next round or accumulate a death save failure; it continues making the saving throw until it dies after three failures or is released from Enokk's grip. A target that dies due to this ability rises the next round as juju zombie (as above).

Zombie Locus. Enokk can use a juju zombie under its control within range of its telepathy as point of the origin of its innate spells.

Innate Spellcasting (Psionic). Enokk's innate psionic ability is Intelligence (spell save DC 18). It can innately manifest the following powers, requiring no material components:

At will: *charm person* (as 5th-level spell), *detect thoughts*, *hold person*

3/Day each: *confusion*, *dimension door*, *dominate person*, *fear*, *hallucinatory terrain*, *hold monster*, *hypnotic pattern*, *telekinesis*

1/Day: *insect plague* (as a 9th level spell, it summons crystalline locusts).

ACTIONS

Multiattack. Enokk makes two foolish pseudopod attacks.

Foolish Pseudopod. **Melee Weapon Attack:** +10 to hit, reach 10 ft., one target. **Hit:** 17 (4d6 + 3) bludgeoning damage plus 21 (6d6) acid damage. The target must succeed on a DC 18 Wisdom saving throw or lose 1d4 Wisdom ability points. For each point drained Enokk gains 10 temporary hit points. Wisdom drain lasts until the target finishes a short or long rest or until it benefits from the *greater restoration* or *heal* spell. Constructs, oozes, plants, and undead succeed on the save automatically.

REACTIONS

Split. When Enokk is subjected to slashing damage and is Medium size or larger, it splits into two new ichors if it has at least 33 hit points. Each new ichor has hit points equal to half the original ichor's, rounded down as well as all the same traits and actions. New ichors are one size smaller than the original Enokk.

LEGENDARY ACTIONS

Enokk can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Enokk regains spent legendary actions at the start of its turn.

- **Acid Stroke.** Enokk makes a foolish pseudopod attack.
- **Cast a Spell.** Enokk casts a spell.

The God-Vial: The great crystal vial containing Enokk is at 12a as hard and strong as steel (AC 20, damage threshold 10, hit points 150 per 5-foot section). He cannot move but also cannot be attacked directly unless the God-Vial is breached, as the vial provides him total cover, though it does not block his telepathy; hence, he is able to use his zombie locus ability to use his spell-like abilities through his minions. His golems are formed of the same crystal as the God-Vial itself and effects they create pass through it without difficulty, and he likewise can affect them with any effects he creates if he desires. Incorporeal creatures can attempt to attack through the phial, though they have disadvantage on their attack rolls.

Living creatures touching the God-Vial or striking it with a melee weapon must succeed on a DC 18 Wisdom saving throw or be affected as slow 1 round by the divine power that thrums within it. An epic creature striking Enokk or the God-Vial or affecting either with a spell must succeed on a DC 18 Charisma saving throw or lose access to a random epic boon or divine blessing until they finish a short rest. Enokk may choose to gain that boon or blessing for 1 minute, heal himself of 20 points of damage, or repair 20 points of damage to the God-Vial. Creatures a creatures touching or striking the God-Vial more than once during a round must save each time, with the DC increasing by 1 with each additional attack.

Treasure: Even if the God-Vial is shattered, 20,000 gp worth of shards and adamantite fittings can be scavenged from the remainder. The phial also can be reformed with a *fabricate* spell, or a similar effect to capture the essence of Enokk's divine power for later use by using a *wish*, or a cleric's divine intervention class ability. In addition to the shards of the phial, PCs wishing to scavenge the nave's jeweled walls can recover 10d6 additional corundum gemstones in a variety of colors worth 1,000 gp each, plus an additional 2d4 larger gemstones worth 5,000 gp each.

DUMU AND DAGA, THE INVINCIBLE DIVINE CRYSTAL GOLEMS (2)

Large construct, lawful evil

Armor Class 17 (natural)

Hit Points 189 (18d10 + 90)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	14 (+2)	20 (+5)	5 (-3)	11 (+0)	8 (-1)

Damage Immunities necrotic, poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 60 ft. passive Perception 10

Languages understands all languages but can't speak

Challenge 14 (11,500 XP)

Embedded Ioun Stone. Each crystal golem has an orange prism ioun stone embedded in its body. This gives the golem an effective 19 Intelligence for the purposes of its innate spellcasting ability.

Immunity to Magic. A crystal golem is immune to spells that allow a saving throw. Certain spells and effects function differently against the creature, as noted below.

- A *shatter* spell damages a crystal golem as if it were a crystalline creature, and slows it (as the slow spell) for 3 rounds (no saving throw).



- A magical attack that deals fire damage ends any slow effect on the golem and heals 1 point of damage for every 3 points of damage the attack would otherwise deal.
- Any attempt at direct possession (such as a ghost's possession ability but not *dominate monster*) can affect a crystal golem. The golem does not resist these effects if they come from its creator or targets designated by its creator. Against all other attempts at intrusion, the golem has advantage on the saving throw.

Psychic Amplification. Each time a creature within 30 feet of a crystal golem uses a psionic power or spell that does psychic damage, the caster can choose to modify the spell or power with a sorcerous metamagic effect. Only one such feat can be applied to a given casting. A crystal golem can use all psionic powers as a bonus action or reaction in addition to its action.

Reactive Crystal Body. When the golem is struck in combat its body flares with razor sharp crystalline spikes. If the attack was made within 5 feet of the golem the attacker automatically takes 22 (2d6 + 15) piercing damage.

Innate Spellcasting (Psionics). The crystal golem is a 10th-level spellcaster. Its innate spellcasting ability is Intelligence (spell save DC 17; +9 to hit with spell attacks). It can innately cast the following spells, requiring no components:

At will: *dispel magic*, *guidance*, *mage hand*, *vicious mockery*, *true strike*

1/Day: *heal* (Dumu), *harm* (Daga), *synaptic static*, *symbol of stunning* (Dumu), *symbol of insanity* (Daga),

ACTIONS

Multiattack. The crystal golem makes two ethereal fist attacks.

Ethereal Fists. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one target. *Hit:* 18 (3d8 + 5) bludgeoning damage plus 16 (3d10) psychic damage. Ethereal fists bypass physical armor, granting advantage on attack rolls against creatures wearing medium or heavy armor. This attack can also target and damage creatures on the ethereal plane.

Explode Head (Recharge 5-6). The crystal golem targets a single creature with a head. The target must make a successful DC 18 Constitution saving throw or take 49 (14d6) psychic damage, or half damage on a successful save. A creature reduced to zero hit points by this attack dies immediately as its head explodes showering debris in a 10-foot sphere and dealing 7 (2d6) slashing damage to all creatures within 10 feet. This effect automatically kills creatures with less than 25 hit points.

Tactics Each golem has already cast their *symbol* spell within the Nave prior to the battle. They remain by Enokk's side as his guardians and protectors. They use their other spells to support the acolytes or the Voice if nearby but do not leave their position, with Dumu ready to *heal* its master and Daga taking the lead in attacking intruders. Each golem uses *explode head* in combination with its spells or melee attacks on any creature attacking Enokk or the God-Vial.

Treasure Each golem has an *orange prism ioun stone* embedded in its heart. If the golem is destroyed, there is a 50% chance the *ioun stone* is destroyed as well (100% if the golem is reduced to 0 hit points by a critical hit or by sonic damage).

This very rare *ioun stone* increases a character's caster level by 1.

13. HALL OF THE VOICE

This long chamber is flanked at either end by ceremonial pools, with a ramp leading down into each. Sounds echo eerily in this chamber, almost as if joined in chorus by whispers, chants, and paeans of praise redounding through the ages. The liquid within the pool to the left is pale and golden, while that to the right is turbid and black.

The Pools: The golden pool at **13a** functions as the pools of life at area 6, while the turbid black pool at **13b** functions as the pits of death at area 7. However, a level 20 character (or CR 20 creature) immersed in either pool can expend one epic boon or use of a 1/Day class power, recharge power or spell slot of 9th level to infuse the pool with epic power, forming a temporary portal to the Under-Fane and allowing them to pass into it.

The High Priest: The high priest of the Fane, **Xeas Yahanum**, the Elder Voice of the Principalities, often lies here in repose when not attending to ritual duties. If a disturbance occurs in the cathedral, Enokk notifies him telepathically and he casts his preparatory spells and then prepares to join the fray.

XEAS YAHANUM, THE ELDER VOICE

Medium undead (ultari), chaotic evil

Armor Class 17 (mithril breastplate)

Hit Points 171 (18d8 + 80)

Speed 60 ft., fly 60 ft. (can hover)

STR	DEX	CON	INT	WIS	CHA
11 (+0)	16 (+3)	20 (+5)	20 (+5)	14 (+2)	16 (+3)

Saving Throws Con +12, Int +12, Wis +9

Skills Arcana +12, History +12, Insight +9, Perception +9

Damage Resistances cold, lightning, necrotic

Damage Immunities poison; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Senses truesight 120 ft. passive Perception 19

Languages Common

Challenge 21 (33,000 XP)

Legendary Concentration. Xeas is not limited by the concentration rule. He may maintain multiple concentration spells but they can still be individually disrupted by damage as normal.

Legendary Resistance (3/Day). If Xeas fails a saving throw, he can choose to succeed instead.

Turn Resistance. Xeas has advantage on saving throws against any effect that turns undead.

Undeath to Death. Xeas shares a unique bond with Enokk. He is already undead, but unlike the other zombie servants of Enokk he is not immediately destroyed if Enokk is. However, this bond does allow Xeas to return to unlife if he is destroyed as if he were a dominated living slave of the immortal ichor. If Xeas is destroyed, Enokk may expend an action or legendary action to restore him to unlife one round later. Though Xeas would be fully healed he does not get any of his expended powers back.

Spellcasting. Xeas is an 18th-level spellcaster. His spellcasting ability is Intelligence (spell save DC 20, +12 to hit with spell attacks). Xeas has the following wizard spells prepared:

He can cast the *alter self* spell at will.

Cantrips (at will): *mage hand*, *prestidigitation*, *ray of frost*

1st level (4 slots): *false life*, *inflict wounds*, *shield*, *thunderwave*

2nd level (3 slots): *blur*, *detect thoughts*, *acid arrow*, *horrific doubles* (as *mirror image* except that when an attack misses due to the doubles the attacker is exposed to the effects of Frightening Gaze)

3rd level (3 slots): *counterspell*, *dispel magic*, *fireball*, *slow*

4th level (3 slots): *blight*, *greater invisibility*

5th level (3 slots): *flame strike*, *animate objects*

6th level (1 slot): *disintegrate*, *harm*

7th level (1 slot): *reverse gravity*, *teleport*

8th level (1 slot): *feeblemind*, *maze*

9th level (1 slot): *true polymorph*

ACTIONS

Paralyzing Touch. Melee Spell Attack: +12 to hit, reach 5 ft., one creature. Hit: 10 (3d6) cold damage. The target must succeed on a DC 18 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

REACTIONS

Medium. Spirits surge from the area to protect Xeas from harm. One Xeas is damaged by an attack he may use his reaction to reduce the damage by 10 (1d10 + 5)

LEGENDARY ACTIONS

Xeas can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Xeas regains spent legendary actions at the start of its turn.

- **Cantrip.** Xeas casts a cantrip.
- **Paralyzing Touch (Costs 2 Actions).** Xeas uses its Paralyzing Touch.
- **Frightening Gaze (Costs 2 Actions).** Xeas fixes his gaze on one creature he can see within 10 feet of him. The target must succeed on a DC 18 Wisdom saving throw against this magic or become frightened for 1 minute. The frightened target can repeat the saving throw at the end of each of its turns, ending the effect on itself on

a success. If a target's saving throw is successful or the effect ends for it, the target is immune to Xeas's gaze for the next 24 hours.

- **Disrupt Life (Costs 3 Actions).** Each non-undead creature within 20 feet of Xeas must make a DC 18 Constitution saving throw against this magic, taking 21 (6d6) necrotic damage on a failed save, or half as much damage on a successful one.

TACTICS

Before Combat The elder voice casts *detect thoughts* and *false life* on himself each day. If danger threatens, he drinks a potion of *barkskin* (providing an effective AC of 21) and will use *shield other* on the immortal ichor as needed (*shield other* functions as *shield* except the range is changed to touch).

During Combat The elder voice uses *greater invisibility* to move about more easily, using *blur* and *horrific doubles* to ensure his safety. He uses *disrupt life* whenever possible and mixing it with offensive spells like *feeblemind* or *flame strike*. He uses *dispel magic* and *slow* to negate enemy buff spells.

Treasure potion of *barkskin*; +2 mithral breastplate, +1 ring of protection, ring of inflicting (increases the effective spell level of *inflict wounds* spells by 1), silver holy symbol of the Principalities (100 gp), spell component pouch, pair of platinum rings (worth 50 gp), pouch with 9 gp worth of mixed coins and gems

THE UNDER-FANE

The Under-Fane is a demiplane of mystery and eldritch strangeness, and the Creche is a demiplane that exists wholly encapsulated inside it. It does not contact the Ethereal or Astral planes, and its pathways do not observe the normal laws of geometry or physics. The passageways seem to bend and twist as creatures walk along them, sometimes compressing down to become almost impassable, othertimes leaping across delicate spans bridging vast and unknowable gulfs. The surfaces shift and change constantly, from wetly glistening ramps of quivering ooze barely able to support the weight of those walking across them to paper-thin metallic mesh, polished varicolored stone, or decaying strands of fibrous resin. There is never a whisper of moving air within the Under-Fane, but the atmosphere itself is breathable (though infused with a noisome reek).

The Under-Fane is similar to a vast interconnected *maze* spell, and creatures attempting to find their way through must succeed on three consecutive DC 20 Intelligence checks in order to find the entrance to the Creche below. Unlike a *maze* spell, each Intelligence check takes 1 minute. In addition, creatures that do not worship the Principalities are assailed once per minute by a *phantasmal killer*. The save DC of the *phantasmal killer* is DC 20 after the first minute and increases by 1 for each minute thereafter. Living creatures that are immune to fear

can be affected by this *phantasmal killer*, but they gain advantage on their saving throw. Ultari gain a +1d8 bonus on all checks to navigate the Under-Fane and on saving throws against the *phantasmal killer* effect.

Creatures can move through the Under-Fane separately, or they can move together, but at least one character in the group must succeed on three consecutive Intelligence checks to pierce the non-Euclidean veils of the Under-Fane and discern the means of egress for themselves and their companions. The exit appears as a gelid membrane that can be parted by pressing against it and willing it to open with a DC 20 Charisma check, made as an action. Each character must succeed on their own check to pass through, though a creature can use the aid another action to improve an ally's Charisma check rather than passing through themselves.

Characters that succeeded on two consecutive Intelligence checks while moving through the Under-Fane gain a +1d4 bonus on Charisma checks to move through the veil. Those that succeeded on three consecutive checks double this bonus to +2d4.

The geometries of the Under-Fane are not stable, and characters moving through the membrane into the Creche may arrive in different locations, as determined for each character on the following table:

D10	ARRIVAL POINT
1	14A
2	14B
3	14C
4	14D
5	14E
6	14F
7	14G
8	At the bottom of the Throat (15A)
9	Stuck on the threshold of the Under-Fane (requiring a successful DC 20 Charisma check as an action to reroll on this table)
10	Transported back to the pool they entered in area 13.

Using Spells to Navigate the Under-Fane: A *find the path* spell allows the caster to automatically succeed on Intelligence checks to find their way in the Under-Fane.

A creature touching the veil can use *plane shift* or *wish* to pierce the veil and allow entry into the Fane, though each creature must roll separately to determine their arrival point within the Creche.

A *gate*, *divine intervention*, or *wish* spell can be used to open a portal directly into the Creche from the Under-Fane, allowing all creatures to move through it together with no chance of being separated or redirected.

INVIDIA'S CRECHE

While she holds little official power, **Invidia Ultimi**, the Last Princess, the Ancient One, is held in great esteem among the Devotees as the only living being directly descended from the Principalities themselves. Millennia old, Invidia's mind wanders in and out of lucidity, as do her carnal appetites. She is surrounded always by her mutated and monstrous offspring, themselves graced with the faintest foul touch of her nearly dissipated divinity. Most creatures birthed from her bloated loins are stillborn abominations whose disfigured corpses plop wetly into the amniotic slurry below, but a cadre of her favored children stands guard over their malevolent mother while she sleeps.

Environmental Effects: The hanging murk light obscures creatures beyond 10 feet, and heavily obscures everything beyond 50 feet. Creatures with *true seeing* can see normally within the chamber.

The mist in the air condenses on any creature ending its turn within the chamber, coating it with tiny droplets of moisture that glisten in contact with living creatures. While this does not negate *invisibility*, it does clearly outline the position of invisible creatures, so invisible creatures are not considered obscured for the purpose of hiding. An invisible creature coated with mist still gains advantage on attack rolls against creatures unable to see them clearly (such as with *see invisibility*), but creatures attacking them take a -2 penalty on attack rolls rather than having disadvantage.

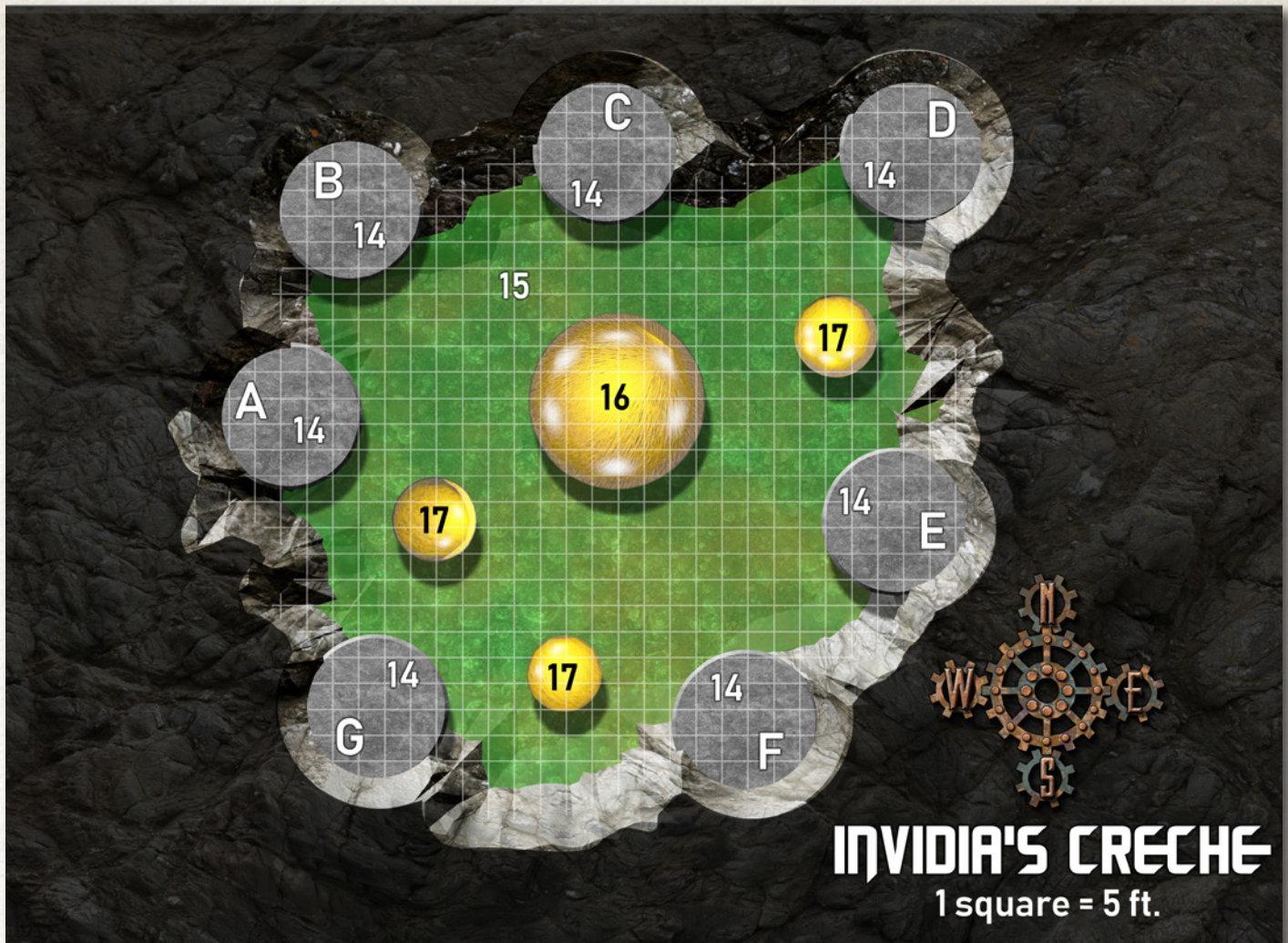
This clinging mist does not gleam in contact with illusions, allowing the inhabitants of the chamber to clearly discern figments generated by illusion magic like *silent image* or *mirror image*.

The air here is caustic, dealing 3 (1d6) points of acid damage per round to creatures and unattended objects. In addition, creatures not immune to acid or poison also must succeed on a DC 20 Constitution saving throw upon entering the Creche or become poisoned. They must save again each minute they remain in the Creche, with the DC increasing by 1 for each minute. Creatures that do not need to breathe are immune to this poisoned effect, as are creatures resistant or immune to acid damage.

Teleport Traps: See area 17 below.

14. ATRIUMS OF THE SEVEN SONS

This roughly spherical chamber is open on one side into wide mist-filled crevasse, lit from below by a warm golden light yet reeking with a feculent vapor wafting into the chamber. A massive stone lintel arch bisects the chamber, with a half-balcony extending out into the crevasse. A simple mat lies along the room's inner half, while an open font on one side of the balcony holds a puddle of gleaming golden slurry. A gong of pitted metal hangs next to the font. A hulking mutated humanoid in massive armor stands guard here with hateful eyes.



These balcony chambers are each the home of one of Invidia's Seven Sons, where they stand guard and await visitors to their mistress' presence. The sons gain their nutrients from consuming the amniotic slurry of the chamber, including the remains of their own demi-siblings. They almost never leave their chambers unless accompanying Invidia on one of her rare public appearances, transported magically with her or clambering across the ledges to climb up the Throat.

Creatures arriving from the Under-Fane emerge from a horizontal ring in the floor marked A, B, etc.; while they were standing vertically within the Under-Fane, they emerge here horizontal and prone, crawling on their hands and knees.

Entering the Atrium: The Seven Sons generally sit in quiet meditation, awaiting the call of their beast-mother should it come. There is a 10% chance when a PC appears that the Son in that chamber is asleep. A PC using *invisibility* is immediately coated by the murky mist of the creche, while a PC using an illusion to disguise themselves as an ultari also do not look quite right, as the glistening murk does not adhere to the illusory disguise, granting the Son a +5 bonus on its passive Wisdom (Perception) checks to see through the disguise. Attempts to

sneak past a sleeping Son must overcome its passive Wisdom (Perception) even if it is asleep.

A Son noticing the arrival of a PC immediately bellows a challenge in Giant (while also marking to its fellows that an intruder has arrived) and attacks.

THE SEVEN SONS

Huge aberration (giant), chaotic evil

Armor Class 20 (aberrant plate, maw-shield)

Hit Points 199 (19d10 + 95)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	11 (+0)	20 (+5)	12 (+1)	16 (+3)	18 (+4)

Saving Throws Dex +6, Wis +9, Cha +10

Damage Resistances acid; bludgeoning, piercing, and slashing from nonmagical attacks

Senses darkvision 120 ft., passive Perception 13

Languages Abyssal, Common

Challenge 17 (18,000 XP)

Magic Resistance. The seventh son has advantage on saving throws against spells and other magical effects.

Psionic Empowerment. Once the seventh son has used arcane detonation all its flail attacks do an additional 28 (8d6) thunder damage (not included). In addition, its Multiattack action allows it to attack four times with its bane flail. Each time the seventh son strikes, an ominous bell can be heard tolling in the distance.

Cosmic Insight. Touched by the Great Invidia, the seventh son has advantage on Wisdom (Perception) checks and on saving throws against being blinded, charmed, deafened, frightened, stunned, or knocked unconscious.

ACTIONS

Multiattack. The seventh son makes one bite attack and two mythic bane heavy flail attacks.

Bane Flail. *Melee Weapon Attack:* +11 to hit, reach 15 ft., one target. *Hit:* 19 (4d6 + 5) bludgeoning damage. This weapon does an additional 18 (4d8) psychic damage and scores a critical hit on an 18 to 20 against level 20 characters.

Bite. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one target. *Hit:* 12 (2d6 + 5) piercing damage plus 18 (4d8) acid damage.

Egg of Invidia. *Ranged Weapon Attack:* +11 to hit, range 30/120 ft., one target. *Hit:* 27 (4d10 + 5) bludgeoning damage plus 18 (4d8) acid damage. On impact the creature is exposed to black-green phage and a CR 1 spawn-of-drakainia emerges and attacks (see Invidia for details).

REACTIONS

Arcane Detonation. When reduced to half hit points, as a reaction, the seventh son momentarily enters a meditative trance during which time a bell can be heard tolling in the distance. It then explodes in psychic energy in a 20-foot radius centered on itself for 28 (8d6) points of psychic damage to all creatures who are not aberrations. Targets can save for half damage on a DC 14 Dexterity or Intelligence saving throw (target's choice).

15. THE CRECHE

A sticky wetness hangs in the air with a vomitous reek as you behold this irregular open shaft of a chamber. Below is a lagoon of turgid colloid, translucent and faintly glowing below a glistening surface of congealed whorls that almost suggest the imprint of misshapen faces detached and stretched in impossible contortions as they float across its surface. Rising from this lagoon are a number of stony columns, fashioned in the likeness of misshapen limbs crawling one upon the other out of the luminous pool. Each column is surmounted by an ovoid dome of flaking golden crystal veined with brownish streaks of blight, three smaller domes surrounding a larger one. Around the chamber's walls seven curved balconies overlook this bizarre tableau, each backed by an ornate lintel and columns and a curtained opening. Above, a heavy, faceted

crystal dome is only dimly visible through an ochre haze hanging heavy in the upper reaches of the room.

The habitation of the Last Daughter is a gruesome hellscape highly toxic to mortal life, with an array of dangers awaiting those daring to venture within. The cavern stretches 30 feet above the floor level of the sons' balconies, with the vast slurry lake 20 feet below.

The Slurry: The ghastly fluid filling the bottom of this room is the congealed amniotic fluid of eons that has leaked from Invidia's never-ending fecundity. It dissolves mortal flesh like a corrosive lake, dealing 35 (10d6) points of acid damage per round (no save) to creatures immersed in it, and 7 (2d6) points of acid damage to creatures who merely contact it. The slurry is 40 feet deep.

In addition to the danger posed by the slurry itself, there is a 50% chance each round that a 10-foot-diameter geyser of putridity erupts from a random location within 1d4 squares of the following location. This vertical column blasts all the way to the ceiling, dealing 14 (4d6) points of bludgeoning



damage and 14 (4d6) points of acid damage (DC 25 Dexterity for half damage), and creatures failing their save are thrust all the way up to the ceiling, taking 1d6 points of falling damage for every 10 feet between their original position and the ceiling. Creatures within 20 feet of the erupting geyser take 14 (4d6) points of acid damage (DC 20 Dexterity for half damage). All creatures damaged by the geyser must make an immediate Constitution save to avoid being sickened (a sickened creature does half damage on Strength based attacks) and take a -1 penalty on all future saving throws against the effects of the Caustic Fog.

D10	GEYSER LOCATION
1	14A
2	14B
3	14C
4	14D
5	14E
6	14F
7	14G
8	Adjacent to area 16.
9	One of the egg traps (area 17).
10	Roll twice, with geysers erupting simultaneously at each location.

The drakainia and her spawn are immune to this acid. The slurry and the geysers are considered a mythic effect.

Amniotic Elementals: The nascent immortal essence that infuses the slurry roars to angry life when living creatures that are not ultari enter the Creche, unless quieted by its eternal mother. This angry essence manifests itself as a pair of Gargantuan elemental-like creatures. If an elemental is slain, it reforms at full strength 2d6 rounds later, even if *disintegrated* or slain by a death effect. The only way to permanently destroy these elementals is by draining the slurry with the *Phoenix Egg*. Using a *freezing sphere* spell to freeze a large portion of the slurry forces an elemental to break through the frozen area with a successful DC 20 Strength check in order to emerge and attack. The slurry is treated as water for the purpose of the elemental's abilities.

AMNIOTIC ELEMENTAL

Gargantuan elemental, neutral

Armor Class 14 (natural armor)

Hit Points 246 (17d20 + 68)

Speed 30 ft., swim 90 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	18 (+4)	5 (-3)	10 (+0)	8 (-1)

Damage Resistances acid; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities poison

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained, unconscious

Senses darkvision 60 ft., passive Perception 10

Languages Aquan

Challenge 15 (13,000 XP)

Water Form. The amniotic elemental can enter a hostile creature's space and stop there. It can move through a space as narrow as 1 inch wide without squeezing.

Freeze. If the amniotic elemental takes cold damage, it partially freezes; its speed is reduced by 20 feet until the end of its next turn.

Devolutionary Sac. Any creature grappled by an amniotic elemental is subject to radical mutations each round at the beginning of its turn (DC 17 Constitution saving throw negates). The type of mutation is determined below, and the mutation is temporary, lasting as long as the creature remains engulfed and for 1 minute thereafter. If the same type of mutation is rolled twice and a second save failed, the mutation becomes permanent. Amorphous creatures and creatures without flesh are immune to this effect.

D6	EFFECT
1	<i>Deformed Arm:</i> One hand can't hold or wield items, and you take a -2 penalty on attack rolls with two-handed weapons.
2	<i>Fragile:</i> Attack rolls against you are critical hits.
3	<i>Atrophic Weakness:</i> You gain 1d2 levels of exhaustion.
4	<i>Bloated Flesh:</i> Your speed is halved and you have two banes (-2d6) on all Dexterity ability and skill checks as well as saving throws.
5	<i>Stunted Legs:</i> Your base speed is reduced by 10 feet (minimum base speed of 5 feet) and you cannot take the Dash action.
6	<i>Blinded or deafened:</i> Equal chance of either.

ACTIONS

Multiattack. The amniotic elemental makes two slam attacks.

Slam. *Melee Weapon Attack:* +9 to hit, reach 15 ft., one target.

Hit: 17 (3d8 + 4) bludgeoning damage. Its slam attack automatically puts out normal fires and acts as a *dispel magic* against magical flames.

Whelm (Recharge 4–6). Each creature in the elemental's space must make a DC 15 Strength saving throw. On a failure, a target takes 13 (2d8 + 4) bludgeoning damage. If it is Huge or smaller, it is also grappled (escape DC 14). Until this grapple ends, the target is restrained and unable to breathe unless it can breathe water. If the saving throw is successful, the target is pushed out of the elemental's space. Grappled creatures are exposed to the elemental's devolutionary sac.

The amniotic elemental can grapple one Huge creature or up to two Large or smaller creatures at one time. At the start of each of the elemental's turns, each target grappled by it takes 13 (2d8 + 4) bludgeoning damage. A creature within 5 feet of the elemental can pull a creature or object out of it by taking an action to make a DC 14 Strength and succeeding.

16. THE LAST DAUGHTER

A massive dome of roughly faceted golden crystal, pockmarked with decay, surmounts the largest pedestal column in the center of the glowing lagoon. Nothing can be seen within its cloudy substance.

Invidia is likely to be in a dreamlike half-slumber when PCs arrive, but her empathic connection with her children rouses her attention when they appear. If the dome opens or if PCs have some magical means of seeing through its substance, such as a *ring of x-ray vision*, they see the vast and hideous bulk of the deranged Last Daughter lounging on a massive stone divan, surrounded by slimy discarded body parts and assorted offal, glistening wetly in and among heaps of piled wealth.

The Dome: The golden crystal dome surrounding her is opaque from outside but transparent from within, allowing her a clear view of the entire Creche with her *true seeing*. Despite its stony appearance, the dome is equivalent to a *wall of force* in nearly all respects. A *disintegrate* spell does not destroy the entire dome but does permanently destroy a 10-foot-radius section centered on where the rod or ray struck the dome. Invidia can open a window in the dome from 5 to 30 feet across as a bonus action, and she can close the gap she opened as a move action.

Immortal Slumber: When any of Invidia's Seven Sons engage in combat, her empathic connection alerts her. You may choose for her to awaken immediately and begin preparing to defend her lair, though if the PCs are separated and having a difficult time overcoming the Seven Sons, you may moderate the difficulty of this encounter by having Invidia begin the encounter asleep rather than being immediately alerted to intruders. Roll initiative for her as usual, and each round on her turn she can attempt a DC 25 Wisdom saving throw to awaken, though she remains torpid and groggy, gaining two levels of exhaustion. She can attempt a new saving throw each round to reduce the exhaustion by one level.

New Spawn: Invidia can birth up to 24 Hit Dice of monsters size Large or smaller each day. She births and keeps by her side at all times a pair of mutated **spined devils**^{SRD} with chameleon scales (granting proficiency in the Stealth skill and advantage on Dexterity (Stealth) checks), which hide in the crevices of her divan, where they gain half cover and keeping out of sight with Dexterity (Stealth) checks (though glistening with Murk). They exist primarily for her to use her transfer suffering ability to divert magical effects away from herself and onto them.

Once she awakens, her first act is to retrieve her potion and cast *antilife shell*. If one of her Seven Sons is killed, she uses her next action to birth a **star blight** (see page 704) mutated with impervious skin (granting it resistance to bludgeoning, piercing, and slashing damage), which fights to defend her. If multiple PCs gather within 30 feet of each other, it uses its *mass suffocation* spell-like ability or uses Flyby Attack to move close to them and unleash an exotic radiation burst before returning to Invidia's side. When it moves, it uses the concealment provided by the Murk to make Dexterity (Stealth) checks.

Special Note: If your PCs are extremely strong or favor ranged or magical combat, or if you simply wish to play up the horror of Invidia and her monstrous brood, you can replace the star blight with a grotesquely mutated **balor demon** or even a **solar angel** with a mass of tentacles in place of its legs. Contrariwise, if your PCs are having a very difficult time, Invidia may not use this ability or may give birth to less dangerous foes, such as more spined devils onto which to divert attacks.

INVIDIA ULTIMI

Huge aberration, neutral evil

Armor Class 20 (natural armor, *dusty red ioun stone*)

Hit Points 688 (51d10 + 408)

Speed 50 ft., climb 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	14 (+2)	26 (+8)	22 (+6)	18 (+4)	26 (+8)

Skills Deception +17, History +13, Charisma (Intimidation) +17, Persuasion +17

Saving Throws Dex +9, Con +14, Wis +11

Damage Resistances necrotic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Condition Immunities blinded, deafened, poisoned, paralyzed, restrained

Senses truesight 120 ft., passive Perception 14

Languages Abyssal, Aquan, Auran, Celestial, Common, Deep Speech, Draconic, Ignan, Infernal, Terran

Challenge 24 (62,000 XP)

Black-Green Phage. If the target is a living creature, it must succeed on a DC 22 Constitution saving throw or be infected with a disease – an immature spawn-of-drakainia. A host can carry multiple spawn to term at a time. Over one week, the spawn moves to the abdomen, gestates, and forms a spawn-of-drakainia. In the 24-hour period before giving birth, the host starts to feel unwell, its speed is halved, and it has disadvantage on attack rolls, ability checks, and saving throws. At birth, the spawn bursts from the host's abdomen causing 35 (10d6) points of necrotic damage. This process takes 1 round. Any armor worn at the time has its AC reduced by 1d6 points becoming ruined if reduced to 10 AC.

If the disease is cured before the spawn's emergence, the spawn-of-drakainia is disintegrated.

When an infested creature succumbs to the black-green phage, a spawn-of-drakainia emerges. The creature spawned by means of this disease effect is any creature of the drakainia's choice that is at least one size category smaller than the creature she infested. The creature uses the base statistics of the chosen monster but always appears as a mockery of the creature that hosted it – multiple eyes, faceless, three arms and so on. All of the spawn's attacks do necrotic damage and the target must succeed on a DC 14 Constitution saving throw or its hit point maximum is permanently reduced by

an amount equal to the damage taken. This reduction can be cured by a *heal* or *wish* spell. The target dies if this effect reduces its hit point maximum to 0.

Invidia may have up to 32 HD worth of spawn active, with creatures in any combination as long as it does not exceed her daily limit. Spawn-of-drakainia rarely live longer than 24 hours as their deformities and mutations eventually kill them.

Crawling with Spawn. Invidia's body is covered with spawn which writhe like a carpet over her. Any creature that attacks her within 5 feet is automatically exposed to black-green phage.

Magic Resistance. Invidia has advantage on saving throws against spells and other magical effects.

Magic Weapons. Invidia's weapon attacks are magical.

Malignant Life Aura. Any creature infected with black-green phage that starts its turn within 30 feet of her must make a DC 24 Constitution saving throw. On a failed save, all spawn-of-drakainia currently infecting the host immediately matures and burst from the host as described under the black-green phage trait. If a creature's saving throw is successful, the spawn-of-drakainia doesn't mature and continues to incubate normally until the infected creature is forced to make a saving throw again. This aura may force the target creature to make multiple saving throws and force multiple spawn-of-drakainia to mature and burst forth.

Regeneration. Invidia regains 20 hit points at the start of her turn. If she takes necrotic damage, this trait doesn't function

at the start of her next turn. She dies only if she starts her turn with 0 hit points and doesn't regenerate.

Special Equipment – Ioun Machines. Invidia has the following tiny machines circling her head which act as technological equivalent of *ioun stones* orbiting her head:

- **Lavender (Absorption).** As a reaction Invidia may use her reaction to cancel any spell targeting her of 4th level or lower.
- **Dusty Rose Prism (Protection).** Grants a +1 bonus to her AC (included).
- **Pale Blue Rhomboid (Strength).** Grants +2 to her Strength (included).
- **Pink and Green Sphere (Leadership).** Grants +2 to her Charisma (included).
- **Pink Rhomboid (Constitution).** Grants +2 to her Constitution (included).

Innate Spellcasting. Invidia's spellcasting ability is Charisma (spell save DC 23). She can innately cast the following spells, requiring no material components:

- **At Will** *dimension door*
- **3/Day** *antilife shell, contagion, cure wounds* (as a 6th level spell), *dispel evil and good*
- **1/Day** *antimagic field, disintegrate, regenerate*

ACTIONS

Multiattack. Invidia makes four attacks: one with gore, one with her claw, and two with her tentacles.

Gore. *Melee Weapon Attack:* +15 to hit, reach 5 ft., one target. *Hit:* 23 (4d6 + 9) piercing damage. The target must succeed on a DC 21 Constitution saving throw or become poisoned. While poisoned in this way, the target can't regain hit points, and it takes 21 (6d6) poison damage at the start of each of its turns. The poisoned target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. Poisoned targets also have disadvantage on saving throws against black-green phage.

Razor Claws. *Melee Weapon Attack:* +15 to hit, reach 10 ft., one target. *Hit:* 18 (2d8 + 9) slashing damage or 68 slashing damage on a critical. This attack scores a critical hit on 17-20.

Tentacle. *Melee Weapon Attack:* +15 to hit, reach 15 ft., one target. *Hit:* 25 (3d10 + 9) bludgeoning damage and the target is exposed to black-green phage.

Regurgitator (Recharge 5-6). Invidia exhales a stream of immature spawn in a 90-foot line that is 5 feet wide. Each creature in that line must make a DC 16 Dexterity saving throw, taking 21 (6d6) radiant and 21 (6d6) necrotic damage on a failed save, or half as much damage on a successful one. Creatures damaged by this attack are also exposed to black-green phage.

REACTION

Transfer Suffering. As a reaction, Invidia can transfer a single harmful spell effect or condition from herself to one of her spawn-of-drakainia that is currently within her malignant life aura or to any creature infected with black-green phage.



LEGENDARY ACTIONS

Invidia can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. She regains spent legendary actions at the start of her turn.

- **Tentacle Lash.** Invidia makes a tentacle attack.
- **Gory Arrival.** This ability allows Invidia to teleport herself from her current location to any other spot within 500 feet or to any spawn that is within 1 mile of her. She arrives at exactly the spot desired. On arrival, she explodes out from her spawn, destroying it entirely. If the spawn is a Son or Daughter of Invidia, Invidia also gains temporary hit points equal to the Son or Daughter's remaining hit points and has advantage on her next attack, which deals an additional +10 damage. She may also use *dimension door* as a free action.
- **Well of Life.** Invidia can unleash the primal life energy within her body to either heal herself or an ally she touches for 21 (6d6) hit points. Alternatively, she pulses with the primal energy of cancerous life causing 21 (6d6) radiant damage to all creatures within 30 feet of her, or half as much damage on a successful DC 18 Constitution saving throw.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), Invidia takes a lair action to cause one of the following effects; she can't use the same effect two rounds in a row:

- Invidia causes four spawn-of-drakainia with 3 or fewer HD to appear in an unoccupied space that she chooses within her lair. They vanish after 1 hour and do not count against her HD limit but disappear if she uses this ability again.
- Up to four creatures infested with black-green phage that she can see must make a DC 22 Wisdom saving throw or use their reactions to move up to their speed and make one weapon attack against any hostile-to-drakainia creature within range.
- Invidia focuses her malignant aura on a single creature within her lair infested with black-green phage. This effect (including infection and spawning) occurs instantly.

TACTICS

If faced with a challenging opponent, Invidia uses her *dimension door* ability to move around the Creche, moving close to allies when possible so she can heal them with her Well of Life and divert attacks to them with her Transfer Suffering ability. If one of her Sons is sorely pressed, she may use her Gory Arrival legendary action to finish the son and wreak vengeance upon his attackers.

Treasure: Invidia's glittering hoard is scattered about beneath a titanic divan of polished stone stained a welter of grisly colors dripping from her inward parts. It includes 8,246 pp, 11,146 gp, 2 amethysts (100, 110), 2 aquamarines (400, 550), 1 bloodstone (40), 1 carnelian (45), 1 garnet (110), 4 jet (85 each), 4 tourmalines (90 each),

1 enormous topaz (2,550), 1 sard (50), and 2 rubies (4,000 each), a carved crystal skull (140), a darkwood and platinum music box (4,000), a gold ceremonial mask (450), a platinum cup with a royal crest – a celestial dragon (1,200), a discarded platinum holy symbol and statuette of Cyrshrn (500 and 2,600), and a porcelain doll of Invidia herself in silken clothing (115), as well as the following magic items: *pearl of power*, gleaming +3 *plate mail* that never gets dirty or rusts, a *ring of spell storing* (currently containing only *cause fear*), a *holy avenger*, a +2 *repelling shield* (which grants advantage on checks to resist being Shoved), a *scroll of disintegrate* (9th level spell slot), and a *scroll of fly* (5th level spell slot).

17. THE EGG TRAPS

This dome of cracked and pockmarked yellow crystal is shot through with cysts of various sizes and pockets of unidentifiable material.

The three eggs are part of an elaborate defense system guarding Invidia's lair. Any creature other than the drakainia, her spawn, or the amniotic elementals touching one of the egg traps adheres to it as its flesh is absorbed by the calcified mucocrystal. If the target fails a DC 20 Dexterity save, it becomes incapacitated (though is still able to breathe); creatures succeeding on their saving throw are restrained and cannot leave the surface of the egg trap, though they can move around it at half speed. Dealing 60 points of damage to the surface of the egg trap allows a creature to escape, as long as they move away from the egg trap before the beginning of their next turn. A creature likewise can break out with a DC 25 Strength (Athletics) check. The semi-living egg-trap can make a saving throw (its bonus is +8) against any spell used to damage it, including *disintegrate* a failed save against *disintegrate* destroys up to a 10-foot cube of the egg trap, not its entire mass. A successful check with *dispel magic* as if the egg trap was a 9th-level spell causes it to cease functioning for 1d4 rounds but does not destroy it.

Each round a creature is helpless or entangled by an egg trap, that creature takes 21 (6d6) points of acid damage and also make a DC 20 Constitution save or become mutated, as the amniotic elemental's devolutionary sac ability (see area 15). The drakainia and her spawn treat these areas as firm, stable ground and gain advantage when making Dexterity (Acrobatics) or Athletics checks to move around on them.

Teleport Trap: In addition to their physical stickiness, the egg traps draw in creatures attempting to teleport within the creche. Any creature using a teleportation effect must succeed on a DC 22 saving throw, using the primary spellcasting ability score of the spell's caster (or the user's Wisdom score, if the teleportation is from a magic item) or have their teleportation effect redirected to one of the egg traps, with their precise destination determined at random. This happens even if they are using a limited-distance teleportation effect like *blink* that normally would not cross the distance between their former location and the egg trap.

Once in contact with the egg trap, the teleporting creature must make a Dexterity save as above or be incapacitated or restrained by the egg trap. Creatures of Gargantuan size or greater are immune to this teleport redirection effect.

THE DAUGHTER'S DEATH

When Invidia is slain, a thunderous rumble echoes through the entire Fane and her limp body begins to pulsate and swell. The PCs must rush to her side with the half of the *Phoenix Egg* as soon as possible to collect her waning life essence. The maximum essence they can capture from her is equal to 10 plus 1d4 points. However, each round that passes before they begin collecting her essence, on her initiative count, she loses 1d4 points from this total. Once they begin collecting it, they can collect 1d4 points per round (which drain into the bowl instead of draining away into the Slurry below. Once the PCs have collected all of her mythic essence, they can spend one or more additional rounds attempting to draw her soul into the bowl. Even though she is dead, she can make a DC 25 Wisdom saving throw to resist the draining effect. Each subsequent round the PCs continue using the bowl to draw out her soul, the DC increases by 1. If her soul is trapped, she cannot be returned to life, and the bowl gains an additional 10 points of essence.

The Slurry itself is a source of additional essence, as PCs can determine with a successful DC 30 Intelligence (Arcana) check. If the PCs take the *Phoenix Egg* to the slurry, they can drain an additional 1d4-1 points of mythic essence per round. If either amniotic elemental is present, it attacks a creature using the item to drain the essence of the Slurry; however, the elementals gain one level of exhaustion each round that the PCs drain the Slurry's essence, and have disadvantage on all d20 rolls as long as these exhaustion levels are present. The maximum essence that can be drained from the Slurry is 20 points.

Aftershocks: Each round after Invidia's death, there is a 10% cumulative chance that the entire Creche is struck by an earthquake (as the *earthquake* spell) that shakes the entire area and rains rubble down on all creatures within it. All creatures within the Creche must make a DC 15 Dexterity save or take 5d6 points of bludgeoning damage and be knocked prone and buried under rubble, requiring a DC 20 Strength (Athletics) check to dig themselves out or to free a trapped ally. When an *earthquake* occurs, the chance resets to 10% on the following round.

Each time an aftershock occurs, there is 50% chance that each egg trap (area 17) is shattered by falling rubble, collapsing into the slurry. Once all three egg traps are destroyed, creatures can escape the Creche with a *teleport* or similar spell without having to pass through the nightmare realm of the Under-Fane.

Creatures attempting to create an extra-dimensional refuge such as a *rope trick* or *magnificent mansion* find that such spells have no effect here.

Afterbirth: If the PCs have had a difficult encounter, you may allow them to escape with the stolen essence, locking it within the *Phoenix Egg* and returning it to the jagladine with their yllosan stowaway, ready to retrieve it when they need it in Chapter 4. If they have had a relatively easy time, however, they may find that the collapsing divinity within Invidia collapses in on itself and gestates an unspeakable horror, her ectopic twin brother **Abzu** that bonded himself to her eons ago when she herself was spawned, and which has clung to her inward parts as a flaccid yet lifeless

remnant of the divine seed which made her. The ebbing vitality of Invidia contains just enough spark to push Abzu headlong into an agonized and tormented existence, knowing his sister's death and pain and filled with rage and anguish beyond imagining.

Each round the tremors continue, shaking the foundations of the Fane and causing parts of it to collapse into the Creche, and each round on what would have been Invidia's initiative count there is a 10% cumulative chance that Abzu erupts from the stony column of twisting hands and agonized arms that once held up Invidia's lair, shaking loose from the pandimensional abscesses opened by her spilled blood and festering corpse as a hundred-handed monstrosity of nightmares. The column begins to collapse, dealing 8d6 points of bludgeoning damage to creatures adjacent to it or standing on it, as Abzu uses his **planar leap** ability to bridge the gulfs of reality through the power of his sister's blood, exploding out of the pillar in a cataclysmic explosion of thundering flame.

Special Note: If your PCs are heavily damaged already, you could have Abzu simply claw his way out of the pillar from the inside, making it collapse but eschewing the massive explosion of damage caused by his planar leap.

ABZU, HEKATONKHEIRES TITAN

Gargantuan celestial (titan), chaotic evil

Armor Class 22 (hands of war)

Hit Points 410 (20d20 + 200)

Speed 50 ft., fly 50 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	21 (+5)	30 (+10)	21 (+5)	22 (+6)	27 (+8)

Saving Throws Str +17, Int +12, Wis +13, Cha +15

Skills Insight +13, Persuasion +15

Damage Immunities bludgeoning, piercing, and slashing from nonmagical attacks

Senses truesight 120 ft., passive Perception 16

Languages All

Challenge 23 (50,000 XP)

Hands of War. Any weapon Abzu wields gains a +3 bonus while the titan holds it. Abzu's attacks are treated as magical for the purposes of overcoming damage resistance. In addition, Abzu's multitude of arms allows it to effectively block attacks, granting it a +7 armor bonus to its AC (included).

Legendary Resistance (3/Day). If Abzu fails a saving throw, he can choose to succeed instead.

Magic Resistance. Abzu has advantage on saving throws against spells and other magical effects.

Planar Leap. A hekatonkheires traverses the planes by physically smashing through planar boundaries and crashing devastatingly into the target plane itself. Once per year, a hekatonkheires combine this with a *plane shift* to any other plane (as per the spell of the same name). It can only bring itself and its gear when it travels in this manner.

When the hekatonkheires reaches its destination plane, it falls from the sky and crashes to the ground, creating a devastating explosion of thunder and fire. Any creature within 300 feet of the point where the hekatonkheires lands (including the titan itself) takes 70 (20d6) bludgeoning damage and 70 (20d6) thunder damage. They take half damage if they make a DC 22 Constitution save.

Reactive. Abzu can take one reaction on every turn in a combat.

Spell Immunity (1/Day). As a bonus action Abzu may gain immunity to any five spells of up to 8th level which he will be immune to until he takes a long rest.

Innate Spellcasting. Abzu's innate spellcasting ability is Charisma (spell save DC 23, +15 to hit with spell attacks). He can innately cast the following spells, requiring no material components:

At will: *greater restoration*, *pass without trace*, *water breathing*, *water walk*

1/Day each: *commune*, *dispel evil and good*, *earthquake*, *fire storm*, *plane shift* (self only)

ACTIONS

Hundred-Handed Whirlwind. Abzu carries several dozen weapons of various types in its hundred hands, but when it attacks in melee, you don't have to resolve each of these as a separate attack. Instead, when the titan attacks with its weapons, it rolls one attack normally and hits every creature in its reach for 31 (6d6 + 10) each time an attack roll exceeds that creature's AC. If any such attack roll results in a critical hit, the critical is applied to one creature of the hekatonkheires's choosing. The hekatonkheires can choose to deal bludgeoning, piercing, or slashing damage as part of the attack action on each separate hit.

Maul. *Melee Weapon Attack:* +17 to hit, reach 30 ft., one target.
Hit: 31 (6d6 + 10) bludgeoning damage. If the target is a creature, it must succeed on a DC 17 Constitution saving throw or be stunned until the end of Abzu's next turn.

Bolt. *Ranged Spell Attack:* +15 to hit, range 600 ft., one target.
Hit: 24 (7d6) damage of one of the following types (Abzu's choice): acid, cold, fire, force, lightning, radiant, or thunder.

REACTIONS

Spell Turning. When Abzu is hit by a spell, he rolls 2d4. If the roll is higher than the spell level it is turned back at its caster.

LEGENDARY ACTIONS

Abzu can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. Abzu regains spent legendary actions at the start of his turn.

- **Attack.** Abzu makes one maul attack.
- **Stunning Slam.** Abzu makes a single maul attack against any creature in reach. If it hits, the target takes damage and must succeed at a DC 25 Constitution save to avoid

being stunned for 1 minute. The creature may repeat the save at the start of its turn to break out of the stun.

- **Trembling Strike (Costs 2 Actions).** Abzu stomps the ground with his foot, triggering an earth tremor. All other creatures on the ground within 60 feet of him must succeed on a DC 25 Strength saving throw or be knocked prone.

Special Abzu retains the memories of his sister and her confrontation with the PCs and knows what she knew of their tactics and skills. Even while gestating, he is able to trigger his spell immunity, gaining immunity to any five spells of up to 8th level, choosing spells which the PCs have used against Invidia or her minions, or against the Voices and servants in the Great Fane above. If you wish to preselect the spells to which he gains immunity rather than basing them on the PCs' tactics, he gains immunity to *disintegrate*, *enervation*, *fireball*, *horrid wilting*, and *maze*.

Each round Abzu is present, the chance of an earthquake is doubled, and when he is killed a truly massive tremor shatters the transpatial membrane of the Under-Fane, shattering any remaining egg-traps and ripping open the floor of the Great Fane itself. Damage from falling rubble is doubled that round and the save DC increases to 20. The PCs can now easily traverse the gap into the cathedral nave above by climbing, flying, or teleportation. The devastated temple stands nearly deserted, as most folk there have fled the cataclysm, and PCs have several minutes to likewise depart before waves of authorities arrive.

It is clear to all that the psychic reverberations of the Daughter's death have been felt across Atlas Prime. Almost immediately, the Devotee faction begins lashing out at all others, driven into madness and despair. If the safe house remains inviolate, the PCs can easily retreat there in the chaos without being disturbed. If it already has been uncovered and demolished, the PCs need to look for a local place of safety. A *magnificent mansion* or similar extradimensional space might at first seem ideal, but ultari inquisitors will be scanning with *detect magic* for any form of magic on heightened patrols, and they must take care to create their sanctuary in a safe location. PCs can seek an ideal hiding place with DC 25 Wisdom (Survival), Dexterity (Stealth), or Intelligence (Arcana or Investigation) checks. If they can record at least three successes in a row, without accumulating more than two total failures, they manage to avoid the mayhem on the streets and find a safe place to rest and recuperate. Failure results in an encounter with law enforcement (see page 619) in a city gone mad.

The Darkening of the Sphere: When the PCs finish a long rest, they gain an additional **epic boon** or **divine blessing** of their choice (or may increase their **Boon of Luck** to a d12. In addition, they discover that the Scroll seems disrupted in many places, and everywhere there appear flashing messages about the **Darkening of the Sphere**; by order of the Ultari Parliament, Atlas Prime is being placed under the interdict. All entry stations are closed, all tower access to the outside of the Sphere is sealed. No one enters, no one leaves. All travel is suspended until dissidents and traitors are uncovered and brought to justice. There is no way out.

PART 4: TO KILL A STAR

The PCs have won a major victory, unleashing complete chaos in Axis Prime and throughout the Dyson Sphere as the Devotees have been driven mad by the death of Invidia Ultimi and the destruction of the Great Fane. If the PCs have recruited the aid of the onaryx and jagladine, they likewise time their uprisings to coincide with the collective meltdown of the Devotee faction of the ultari, leaving the ultari Legates to stand on their own against three rival factions. This four-way struggle erupts across the Sphere over the course of several days, resulting in massive upheaval.

The PCs can remain in hiding for a few days after the fall of Invidia, but the longer they wait the greater the chance the ultari Legates regain full control and implement vastly increased security measures that would make it very difficult for the PCs to move around Atlas Prime.

While danger still exists on every hand, as none of the rival forces owes any allegiance to the PCs, the disruption from this power struggle hampers the normal deadly efficiency of the ultari command and control systems and allows the PCs a window in which to pull off a daring gambit, streaking to the far side of the sun to steal the second half of the *Phoenix Egg*.

A DESPERATE GAMBLE

With the tube network sealed and long-range teleportation impossible and all physical exits from Atlas Prime sealed, the PCs must find another means of reaching the far-distant city of Lacuna on the far side of the sun. The yllosan have discovered a final secret about the singularity star of Faa Dlan: It wasn't just built by the Patrons. It *is* the last remnant of the Patrons. The sphere itself and its tube network, the planar prison, and the Axis Major itself—the architecture of all of them seems built from the fundamental essence and substance of the Patrons themselves, a living biospiritual mechanism rather like an immense coral reef, locking the Principalities within its living matrix. There are secrets the ultari and jagladine have never discovered about the sphere not through lack of trying but because the entire system has actively hidden its true nature from them, cloaking itself in the guise of the Principalities and their power even while sealing off most of their true essence from leaking through. The Patrons are here, in a real sense, locked in an eternal transpatial grapple with their ancient enemies across the manifold layers of reality.

The presence of the Patrons is what has created the spiritual backdoors that remain hidden to the eyes of the Hegemony and their dark masters, and the mythic anointing of the PCs has a unique resonance with the Patrons' power. That unique link is what inspired the yllosan to devise a way to detach the PCs' spirits and bind them with their own, allowing them to hijack that resonance and the energies of the Axis Major itself and project the PCs through it in the form of pure spirit-essence and remanifest on the far side. The distance is so vast and the energies of the Axis Major so intense that the yllosan must

stretch their own spirits like a necromantic astral conduit to keep the PCs tethered, and they will not be able to maintain it for long. They could open the conduit from outside Axis Major, but the transit will essentially reverse their positions on the opposite side of the sphere, so the farther they are from the conduit in Atlas Prime, the farther they will be from it in Lacuna, and the greater the distance and danger that must be traversed there to reach the location of the second half of the *Phoenix Egg*.

The best place to launch this spirit-conduit is in direct alignment with the Axis Major itself, which means getting inside the Ultari Parliament, the very heart of the empire. The upheaval and revolution should have taken a serious toll on the defenses of the Parliament building, allowing the PCs to infiltrate or invade and find a place they can hole up and attempt the risky spirit-conduit ritual. Their spirit bodies will manifest inside the Sun-Core Station in Lacuna, which according to the yllosan's research is identical in shape to the Parliament building, allowing them to manifest inside its defenses.

The Sun-Core Station is controlled by a supposedly immortal ultari viceroy named General Qala. Lacuna is largely peopled by exiles, it being literally as far as possible to be from the heart of the empire and still be in the Sphere. Qala herself is untouched by the squabbles and revolution on this side of the Sphere, and at least some of her lieutenants are reputed to be undead and likewise loyal chiefly to her, but the Last Daughter's death has driven some of her servants rogue and left things somewhat unstable there as well. Destroying her and her minions is less important than retrieving the second half of the *Phoenix Egg* and doing what they can to sabotage the cyber-psychic Axis Major control and stabilization systems in Lacuna, but they are no doubt well guarded.

The talisman provided by the yllosan should allow the PCs to sense the presence and direction of the *Egg*, but they must hurry. If they stay too long, the astral conduit will begin to fray as the yllosan's spirit-energy is consumed; they are willing to die for this chance to help destroy the Hegemony, but the PCs must return before the last yllosan's spirit-energy gives out or their own spirits will be torn apart when the astral conduit disintegrates.

Once the *Egg* is retrieved, the yllosan can pull the PCs' spirits back through the necro-conduit to their true bodies in the Ultari Parliament, bringing the second half of the *Egg* with them. They can then destroy the cyber-psychic relay systems in Atlas Prime that maintain the stability of the Axis Major, causing it to begin to unravel. The PCs can then seize the first half of the *Phoenix Egg*, uniting the sundered pieces. With the artifact in hand, they need only do the impossible: launch themselves headlong into the heart of the singularity star to unleash a nova explosion that will end the Ultari Hegemony once and for all.

Entering the Axis Major from Outside: PCs attempting to enter the Axis Major from outside the Ultari Parliament, whether by flying into the beam or attempting to teleport into

it, can do so. The beam is 100 feet across and affects creatures touching it or entering its space as a 9th-level *disintegrate* spell (DC 30 Dexterity saving throw for half damage), though it is a non-magical effect and is not blocked by *antimagic field* or similar effects. The mythic radiance of the Axis Major even affects creatures in an extradimensional space being carried by another character. In addition to this damage, the torrent of energies flowing through the Axis Major rebuffs characters who fail a DC 20 Strength saving throw are blasted back from the Axis Major. The PC successfully overcomes this torrent if they make their saving throw.

Once creatures force their way into the Axis Major, the energy surging through the shaft is far less intense, with a functioning a standard 6th-level *disintegrate* (DC 20 Dexterity saving throw) on the first round they spend in the shaft. Each round, creatures ending their turn inside the shaft are affected by an additional *disintegrate* effect, with spell level and saving throw increasing by 1 per round, up to a maximum of 9th level spell slot and a DC 23 Dexterity saving throw. Yllosan who are possessing PCs and riding in their bodies are not affected by this *disintegrate* energy, but they are affected by it (taking half damage) if separated from their host body.

It is much harder to hide being inside the Axis Major, which leaves the PCs potentially vulnerable to counterattack. The disintegrating energies of the shaft destroy any physical ranged weapons coming into their area, but energy weapons and effects with no physical substance are not so affected. Creatures pursuing the PCs into the shaft face the same challenges in entering the area that the PCs did.

I. PARLIAMENT OF STRIFE

The psychic reverberations of Invidia's death are immediately felt by all ultari devotees across Atlas Prime, filling them with despair and a temporary madness. All ultari zealots are overcome with despair for the next 24 hours, taking -1d4 to all ability checks, skill checks and saving throws and affected as a *confusion* spell with no saving throw to break the condition. Combined with the insurrection of the jagladine and the onaryx uprising, the chance of law enforcement encounters is reduced by 50% as those forces are all too busy dealing with the warring factions to be keeping a close eye out for the PCs as they navigate the city

GUARDIANS AT THE GATE

As PCs approach the exterior of the Ultari Parliament, they are accosted by a squad of **scorpion shocktroopers** that seek to keep all non-Ultari away from the building. They are backed up by a pair of **elite klaven constables** astride a massive **spinewalker**, and the PCs can see onaryx and jagladine corpses nearby, along with a few ultari.

PCs can talk their way through as in Retrieving the Bowl (see page 444), though the DC of all checks is increased by 5. Alternatively, with a successful DC 25 Wisdom (Insight) check the PCs can tell that these guards are extremely on edge and

suspicious, uncertain whom to trust. PCs gain advantage on Charisma (Deception) checks made to convince one or more of them that the others are working with revolutionary factions and are about to betray them; this also applies on opposed Charisma checks to convince a charmed guard to turn on his allies. A dominated guard compelled to attack his allies is not automatically entitled to a new saving throw. At the GM's option, these guards have disadvantage on saving throws against enchantment spells or other similar effects that would influence them to attack their allies.

The guards confront the PCs on the plaza in front of the building. This area is unmapped, as the PCs may be able to talk their way past the encounter. If combat ensues, the area should be mostly an open plaza with a massive building on one side of it, with one or two troopers at ground level with the klaven and spinewalker to block the PCs' path toward the building entrance and the other shocktroopers climbing on nearby building facades to make ranged attacks with their plasmathrowers.

SCORPION SHOCKTROOPER (4)

XP 15,000

hp 262 (see page 425)

ELITE KLAVEN CONSTABLE (2)

XP 8,400

hp 187 (see page 643)

SPINEWALKER

XP 5,900

hp 188 (see page 643)

ENEMIES WITHIN

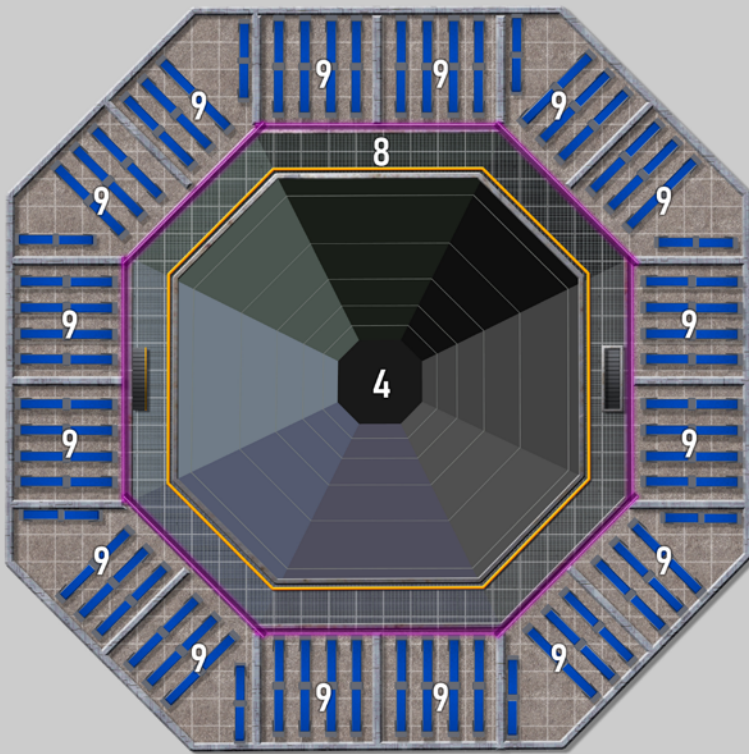
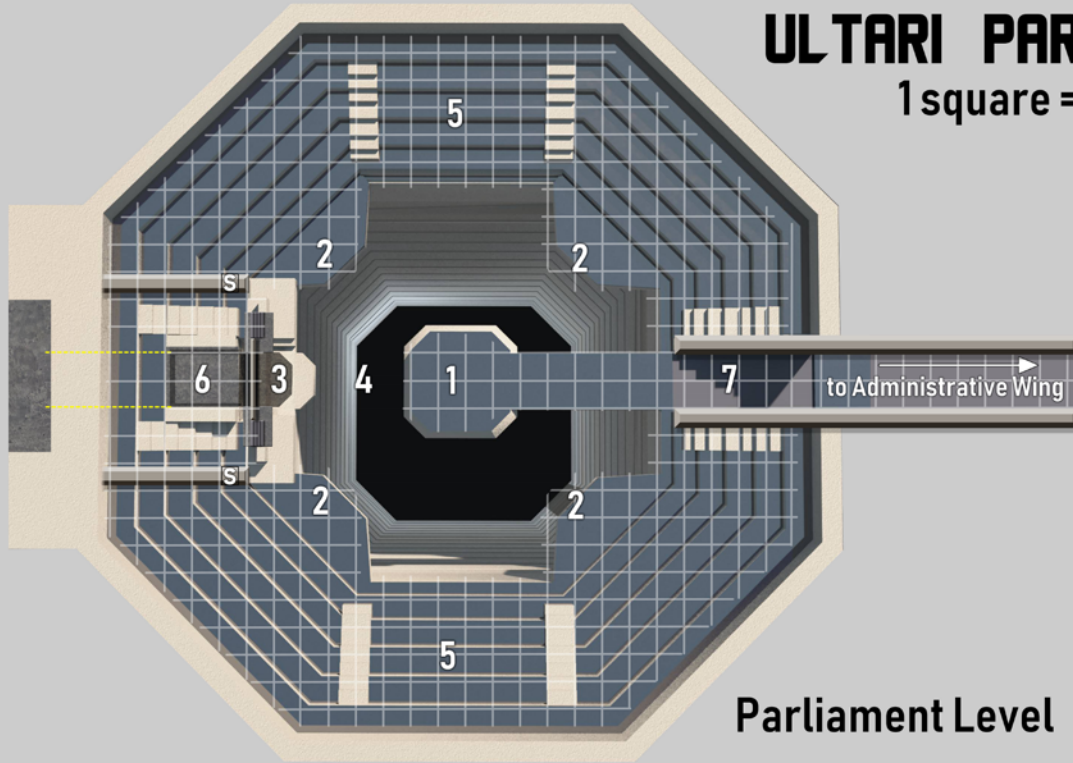
While the shocktroopers have been mostly successful in keeping non-ultari out of the Parliament building, they are rightfully concerned about the chaos and upheaval gripping Atlas Prime, as within the building the ultari themselves are tearing each other apart in a wild skirmish when the PCs arrive. Area 6 is where PCs come into the interior of the Parliament building from the outside.

PCs wishing to find a safe place in which to perform their *astral projection* ritual with the yllosan can fight their way through the main level into the administrative wing and take shelter in the burned-out offices and meeting rooms there, use spells from the Speaker's Platform to rise themselves into area 10 in the cupola, or can battle into the lower levels and take shelter in the Sun-Core Control Chambers (Area 9).

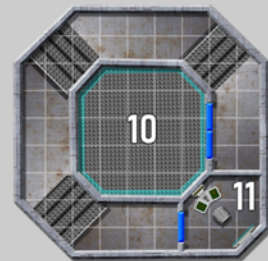
You enter a large amphitheater, with row upon row of seats ringing a vast central shaft while balconies stretch out over the yawning abyss. Shouts, the sounds of blasting, and a nearly audible telepathic hum assault your senses as you see ultari fighting ultari, with quarter neither asked nor given.

ULTARI PARLIAMENT

1 square = 5 feet



Cupola



Launch Pad



At the moment the PCs enter, there is one **ultari acolyte** trooper PC and two **ultari senators** per three PCs engaged in battle in the parliament building. You can place them anywhere in areas 1-7. When the PCs make their appearance, the ultari are focusing on each other, but unless PCs are using great stealth, they are likely to be immediately noticed. Each troop has a 50% chance of ignoring the PCs and focusing their attention on the rival ultari, though they immediately turn to attack the PCs if they are attacked first.

At the beginning of each round that combat continues, there is a 50% chance that another group enters the parliament area (equal chance of it being acolytes or senators), up to a maximum of three additional groups of each kind. Newly arrived troops target their enemy ultari (or the jagladine, if they have revealed themselves as described below) if the PCs do not appear to pose a threat, but if they are attacking the troops attack them in return. If one of the ultari senators' troops is killed, the other issues a telepathic command to the **myrmidon strike wings** below in area 4, calling one wing of them to rise up to the attack.

In addition, each round in which PCs are present and detectable (because of the ultari senators' thoughtsense, invisible or hidden creatures are clearly detectable unless they have additional means of protection from detection, such as *mind blank*), there is a 50% chance one or more PCs are targeted by a stray mental assault from ultari racing around the building and lashing out at any intruders, assuming them to be working for their rivals. If PCs are disguised as ultari, there is a 50% chance that any of the mental assault is replaced with a mindscan mental assault (as the ultari inquisitor mental assault) trying to determine which side they support.

D%	RESULT
01-50	No mental assault
51-60	Random PC is targeted with brain lock (as ultari inquisitors)
61-70	Random PC is targeted with mind thrust (as ultari inquisitors)
71-75	Random PC is targeted with holy terror (as ultari acolytes)
76-80	Random PC is targeted with telepathic drain (as ultari acolytes)
81-85	Random PC is targeted with crisis of confidence (no save) (as ultari senators)
86-90	Random PC is targeted with mental mockery (as ultari senators)
91-95	Two random PCs are targeted with one of the above 6 effects (roll 1d6 to determine which)
96-00	Every PC is targeted with one of the above 6 effects (roll 1d6 to determine which)

ULTARI ACOLYTES

hp 104 (see page 447)

ULTARI SENATORS (2)

As **ultari inquisitors** (see page 653), except as noted below:

Mental Assault: An ultari senators replaces the *mindscan* and *show yourselves* mental assaults with the following:

Crisis of confidence: The target takes a -1d6 penalty on attack and damage rolls and on saving throws against enchantments and abilities that impose the frightened condition as long as the ultari senators concentrates and for 1 round thereafter (no save).

Mental mockery: The target has disadvantage on all Charisma checks for as long as the ultari senators concentrates and for 1 round thereafter. The target can make a saving throw at the end of their turn to end this effect. If the target attempts such a saving throw, the senator can use a mental assault against that creature as a reaction.

In addition to the ultari, 2 **jagladine biomorphs** have infiltrated the building in the confusion, and if combat begins with the PCs, they take this as the moment to reveal themselves and begin slaughtering as many ultari as they can. They focus on the ultari unless attacked by the PCs, but they have no qualms about slaying the PCs as well if they interfere.

As the battle is joined, you suddenly see two of the ultari morph into jagladine infiltrators laying about their foes with beams and bombs of energy.

JAGLADINE BIOMORPH

hp 188 (see page 634)

1. SPEAKER'S PLATFORM

This angular platform extends out over a yawning pit below. A gleaming polished rail surrounds the edge, with an array of blinking lights around its perimeter.

This platform is for use by the speaker to address the Parliament. One of the jagladine that reveals themselves should appear here. The other can appear anywhere in the chamber.

Development: Close examination of the platform taking 1d4 rounds and a successful DC 25 Intelligence (Engineering) or (Arcana) check reveals that the controls here are telepathically activated, allowing a creature on the platform to create a bubble of force in a 10-foot hemisphere. The creature activating it can levitate the force bubble and up to 2000 pounds of objects or creatures within it.

When the top of the telekinetic bubble touches the ceiling of the dome, the ceiling begins to glow with a purple light and the hemisphere passes through it as if it were intangible, carrying the creatures within up to and through the ceiling as well. However,

there is a failsafe function built into this intangible ceiling that is specifically calibrated to the physiology of the ultari. Any living creature passing through the ceiling is exposed to severe radiation (see page 502), and after the effects of that radiation are resolved is then affected as *disintegrate* (8th-level spell, DC 22), though this is a technological effect and not subject to *antimagic field*.

Once creatures pass through the ceiling, they emerge in the cupola at area 10.

2. TETRARCH THRONES

This raised balcony holds an elaborate padded metal chair with stools mounted behind it. A flickering dome of force surrounds the balcony.

These observation platforms are reserved for the private use of the Tetrarchs of War, Science, Religion, and Administration, the latter two posts always held by ultari, giving them an unbeatable voting bloc along with the Speaker of the parliament. While the onaryx typically hold sway over War and jagladine over Science, their voices are effectively symbolic and advisory in nature.

Each throne is surrounded by a dome-shaped *wall of force* to protect its occupant, but the chaos has damaged the power supply. As a result, the *wall of force* is not impenetrable and has AC 10, damage threshold 15, and 100 hit points, and if affected by any attack or effect that overcomes its damage threshold, there is a 25% chance that the *wall of force* flickers and fades to nothingness for 1 round before reforming. If reduced to 0 hit points, the *wall of force* is destroyed for 24 hours.

3. PETITIONER'S PLATFORM

Steps lead down to this sunken balcony that hangs over a vast pit, holding a simple bench with a folding lectern.

This low platform is for those called before the parliament to speak. Creatures spending more than one round on this platform start to feel calm and at ease, their minds opening to outside contact. They have disadvantage on Wisdom and Intelligence saving throws and ability checks and are subjected to a *calm emotions* spell. A creature is forced to make a DC 15 Wisdom or Intelligence saving throw to end the effect at the beginning of their round, however, with a new saving throw required each round a creature begins its turn on the platform to resist this effect. The save DC increases by 1 each minute, up to a maximum of DC 30.

A malfunctioning *wall of force* similar to those at area 2 screens the platform and all of area 6 from easy access to the rest of the parliament building. As noted in area 6, mind-affecting effects that originate in areas 1, 2, 4, and 5 can pass through this unique *wall of force* into areas 3 and 6.

4. ABOVE AND BELOW

A vast, high dome soars above the parliament building, and a vast open pit plunges into darkness below, though dimly lit balconies can be seen below ringing the shaft.

The ceiling of the room extends 120 feet up from floor level. The pit plunges over 200 feet straight down, ringed by chambers like those on the Lower Level map at intervals of every 50 feet. There are three levels of balconies, at 50, 100, and 150 feet down, plus a fourth ring of chambers at the bottom of the pit.

Currently on guard in the lower reaches of the shaft (area 8) are 2 **myrmidon strike wings**. As long as it is only ultari fighting ultari, they remain on guard rather than rising against their masters. However, if PCs fly over the pit area to where the myrmidons below have a clear line of sight, their defense programming is activated and one strike wing flies up to battle them while others use their ranged weapons against available targets (or as readied actions, if the PCs are moving back and forth across the area).

The remaining strike wings remain on guard in the shaft below unless creatures descend to infiltrate this area, in which case they surge to attack.

5. PARLIAMENT SEATS

Banks of plush seats here are now scorched and torn, blasted by fire and spherical holes where disintegration grenades have left their indelible mark. Piles of ash and flash-burned residue mark where members of the high congress met their end.

Due to the damage from previous battles, these areas are considered difficult terrain. Creatures lying prone in this area gain cover.

6. PARLIAMENT PROMENADE

The entryway from the building's entrance opens into a walled gallery. Stepped benches rise above and behind the entry tunnel, and small steps lead down to a balcony overhanging a vast open shaft. A screen of shimmering force flickers along the edge of the shaft.

This is the public entrance, where PCs are most likely to enter, where non-parliamentary guests can be seated to observe parliament. It's screened along the edge of the balcony at 3 by a *wall of force* that is permeable to mind-affecting effects, but only from the inside to out. The *wall of force* is malfunctioning, causing it to visibly shimmer, and has the same statistics as those in area 3. A successful DC 20 Intelligence (Arcana) check provides the PCs this information (including how many hit points it has left).

Because the *wall of force* protects this area, the steps and benches above have far less damage to them than do those at area 5.

The secret doors (DC 26 Wisdom (Perception) check) on either side give access to the walkway around the lower edge of area 5. They are locked with *arcane lock*. Passing through either secret door without uttering the password triggers a *symbol of vulnerability* (treat as a *symbol* spell but on a failed DC 20 Charisma saving throw the target has vulnerability to all damage for the next 1 hour). This *symbol* has no effect on the ultari, jagladine, myrmidons, or shocktroopers within.



7. ADMINISTRATIVE WING

This wide hallway leads to a warren of office doors, some closed and others hanging open, with scorch marks, bloodstains, bits of ultari and jagladine blown apart, and the like.

This area is not mapped, but consists of numerous intersecting hallways, offices, and conference rooms. If PCs force their way into this hallway, a DC 20 Wisdom (Survival) check enables them to find an unoccupied room in which to take refuge for 1 round plus a number of rounds equal to the number by which they exceeded the DC. During this time, the opposing forces turn their attention back to each other rather than pursuing the PCs, but after this time they track down the PCs to their hiding place and commence an assault.

8. GUARDED CATWALK

This 10-foot-wide wide metal grating circles the entire shaft, with open staircases leading up and down on opposite sides of the ring. The inner edge of the catwalk has no railing, while the outer edge of the catwalk is bounded by a series of angled translucent planes of force, behind which are stacks and rows of metal and crystalline structures riddled with blinking lights.

The catwalks used to be guarded by multiple scorpion shocktroopers on each level, but the carnage of the uprising

reduced their combat-readiness, leaving only one on each of the four levels. However, the shocktrooper on the level above and below can see clearly through the mesh gratings and can attack with energy weapons without impediment. They also can climb up to assist in melee if necessary, though they prefer to stay at range and use their plasmathowers, especially against flying creatures. They move around the ring as necessary to get a clear shot at PCs on other levels.

The top two lower levels are each guarded by a **myrmidon strike wing**, though one of these wings may have been summoned by the ultari senators to intervene on their behalf on the upper level.

MYRMIDON STRIKE WING

Gargantuan troop of Large constructs (robot), unaligned

Armor Class 17 (reinforced skymetal plating)

Hit Points 462 (44d10 + 220) plus 55 hp force field

Speed 20 ft., fly 90 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	19 (+4)	21 (+5)	16 (+3)	18 (+4)	9 (-1)

Saving Throws Str +12, Dex +7, Con +14, Int +6, Wis +13, Cha +2

Skills Athletics +14, Perception +9 (+14 visual)

Damage Vulnerabilities lightning (see force field)

Damage Resistances cold, fire; bludgeoning, piercing, and slashing damage from nonmagical weapons that aren't adamantine.

Damage Immunities force (see force field), necrotic, poison, psychic

Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned, stunned

Senses truesight 60 ft., passive Perception 18

Languages Common

Challenge 15 (13,900 XP)

Combat Hardened. The myrmidon is built for war, and its armor is formidable. The myrmidon reduces damage from all sources by 10 points per attack, then applies its resistances.

Force Field. A myrmidon robot is sheathed in a thin layer of shimmering energy that grants it 55 temporary hit points. If the force field is active, the robot is immune to critical hits (which become normal hits); force attacks and loses its vulnerability to lightning damage. The force field regains 10 hit points at the start of the myrmidon's turn. Once reduced to 0; the force field shuts down and does not reactivate until a long rest is completed.

Resilient. The myrmidon has a +3 bonus on all saving throws.

Superior Optics. The myrmidon has truesight and gains double the normal proficiency bonus on visual Wisdom (Perception) checks.

Troop. The troop can occupy another creature's space and vice versa, and the troop can move through any opening large enough for a Large construct. The troop can't regain hit points or gain temporary hit points other than from its force field. A troop takes half damage from attacks that use an attack roll and double damage from area effects. Creatures that are not troops are impaired while they remain in the troop's space or within 5 feet of it and have disadvantage on attack rolls and Constitution saving throws to maintain concentration. A troop's damage is halved when reduced below half its maximum hit points.

ACTIONS

Eye Beam. All creatures within 60 feet of the troop that it can see automatically take 26 (4d10 + 4) radiant damage, and must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Force Tentacle. All creatures within 15 feet of the troop automatically take 26 (4d10 + 4) force damage (this is in addition to the eye beam attack).

Pincers. All creatures sharing a space with the troop take 80 (20d6 + 10) piercing damage – they are immune to eye beam and force tentacle while sharing the same square as the troop.

SCORPION SHOCKTROOPER

hp 262 (see page 425)

Development: Neither the shocktroopers nor the myrmidons are aware that the *walls of force* screening the control chambers (area 9) are malfunctioning and are weaker than usual, and hence both freely use area-effect effects that might overcome the reduced hardness the *walls of force* without realizing it. PCs proficient in Intelligence (Arcana) observing the effects of their area effect attacks can figure out that the *walls of force* here are weakened with a successful DC 22 check.

Even if the shocktroopers or myrmidons damage the *walls of force*, they continue attacking and may damage them further. Clever PCs may position themselves to draw fire from them at the walls in order to destroy them.

If the PCs have allied with the jagladine and onaryx, you could reduce the number of defenders here, showing wreckage of destroyed myrmidon robots and blasted and burned shocktrooper corpses (alongside the corpses of klaven, jagladine, and onaryx) to show the deadly battles that have taken place.

9. SUN-CORE CONTROL CHAMBERS

Each of these chambers is filled with rows of eldritch machinery, humming and whirring and crackling with energy, many with screens, dials, levers, and glowing crystalline cores. Angled walls of translucent energy separate each chamber from those adjacent to it, while the walls facing the catwalk are nearly transparent. Many of the chambers are dark and unoccupied, while in other rooms teams of ultari overseers command jagladine tech teams to maintain the systems.

There are 64 control chambers in total on the four ring levels of the shaft, and the PCs must pass within 10 feet of a chamber for their sensor to detect the presence of the true fragment of the *Phoenix Egg* rather than one of its duplicates. A PC must spend an action to concentrate with the sensor in hand to detect the presence of the *Phoenix Egg*. As they check each room, roll percentile dice and consult the following table. For each room after the first, add a cumulative +1 modifier to the room to determine whether they have found it.

D%	CONTENTS OF CHAMBER
01-65	Dark and empty.
66-80	Ultari inquisitors
81-99	Ultari inquisitors and a <i>charmed</i> jagladine tech team; if this 8th-level <i>charm</i> effect is dispelled, the jagladine immediately turn on the ultari and attack them. Knowing that the jagladine are in open revolt, the Wisdom (Insight) DC to detect the presence of this charm is reduced to 15.
100+	Roll again (with no modifier) and the real <i>Phoenix Egg</i> fragment is found.

ULTARI INQUISITORS

hp 162 (see page 653)

JAGLADINE TECH TEAM

hp 162 (see page 412)

Much like the tetrarch thrones at area 2, the *walls of force* that separate each room and separate the rooms from the catwalk are operating on only partial power and can be damaged by physical effects (AC 10, damage threshold 15, 100 hit points), and if affected by any attack or effect that overcomes its damage threshold, there is a 25% chance that the *wall of force* flickers and fades to nothingness for 1 round before reforming. If reduced to 0 hit points, the *wall of force* is destroyed for 24 hours.

10. FORCE LIFT CUPOLA

The phased force bubble from the amphitheater deposits you in an octagonal room with a sliding door on one side, with a blinking control panel next to it.

The doorway here is operated telepathically, much like the force bubble elevator, and can be opened in the same way, though it requires a DC 25 Technomancy check for a telepathic creature, with disadvantage on the check for creatures lacking telepathy. The door and chamber walls are adamantine-orium alloy (AC 22, damage threshold 25, hit points 240 per 5-foot section) and block teleportation effects and the passage of incorporeal creatures.

11. ACCESS CONTROL

This hexagonal chamber has a pair of blinking crystal displays, each with a seat in front of it for a technician to monitor the readouts, but the room is deserted.

When PCs enter this room, they see no sign that the room has been occupied for some time. In fact, the two grievors that typically guard this room have been reassigned to serve the Chief Inspector, who waits in the area above.

Trap: Any non-ultari examining one of the monitors causes both to flare with magical symbols, one with a *symbol of hopelessness* and the other with a *symbol of insanity* (related DC to find and resist is 22).

Once the symbols trigger, the doors seal and the entire room launches up the cupola to the top level like a high-speed elevator and the doors immediately reopen into a short hallway leading to the gantry, allowing the grievors in area 12 to attack.



12. THE STAR LADDER GANTRY

Massive columns of dark crystal lit from within by seething whorls of energy rise to the sky here, drawing your gaze up to a roiling cyclone of pure light streaking from the Parliament building up into the sky, directly into the heart of the distant sun. A sleek metallic craft stands mounted on a gantry of metal and stone in the space between the columns.

This is the launch point for the Solar Shuttle, and as such it is one of the most secure areas in the Hegemony. A pair of grievors stands guard here at all times, and these two are currently reinforced by the pair of grievors normally stationed at area 11. They are here less on their own initiative but at the direction of **Chief Inspector Xavier Brun**, who has pieced together his suspicions about the PCs and their actions and correctly guessed that they are launching some kind of attack on the singularity star itself. He doesn't know the details of their plan, but they have proven dangerous enough that they cannot be taken lightly. While the Hegemony may be crumbling around him, he will not forsake his duty to the empire.

Creatures: The grievors are poised and ready to defend the area, with two stationed directly in front of the diagonal doors leading to area 11. The other two may be placed as you wish, either climbing on the walls or at ground level. As soon as the doors open, they leap to the attack.

GRIEVERS (4)

hp 204 (see page 681)

13. THE SOLAR SHUTTLE

This shuttle craft of polished silvery metal gleams in the swirling aurora of the Axis Major above, its proud wings luminous and its base couched in deep footings that hold it stably upright. Near the top, an open hatch gleams with rainbow light.

Chief Inspector Xavier Brun waits here for the PCs, a last line of defense against whatever perfidious plan they are about to unleash upon an empire they have already ravaged. He lurks inside the shuttlecraft, protected by a technomagical *prismatic wall* he has activated. While he is a canny opponent who tends to retreat to fight another day, he realizes this is perhaps the last stand of the ultari people, and he their last, best hope of surviving an insurrection many thought impossible. He stands and fights to the last, working in coordination with the grievors as much as possible but also not fearing to blast an area where they are battling PCs, trusting in their evasion to protect them from his friendly fire. He uses flies in and out of the shuttle through the *prismatic wall*, pausing long enough to drop deadly bombs and mental attacks on the PCs while they battle his cybernetic minions.

If the Chief Inspector already has been killed by the PCs, he may appear here again resurrected, or you may replace him with a fellow ultari highlord with similar statistics or an ultari general. If your PCs are very strong, you could even use one of each to provide a suitable challenge.

CHIEF INSPECTOR XAVIER BRUN

hp 300 (see page 429)

ULTAR GENERAL

hp 500 (see page 656)

The Shuttle: The shuttle's orium alloy blocks teleportation into it and is immune to *disintegrate*. If attacked, the shuttle has resistance to all damage types and is immune to fire damage. Each 5-foot section of its hull has AC 18, damage threshold 15, and 180 hit points.

While the hatch where Xavier Brun has activated the *prismatic wall* is the only obvious entrance, there is a hidden escape hatch (DC 30 Wisdom (Perception) or DC 20 Intelligence (Investigation) to find and a DC 25 Dexterity (Thieves Tool) to open) on the side of the shuttle opposite the elevator that he can use to enter and leave it.

Once the Chief Inspector and the grievors have been defeated, the PCs must board the Solar Shuttle. When all are aboard, the PCs must succeed on DC 25 Intelligence (Engineering) checks in order to decipher the controls, taking 1d6 minutes. They have advantage on this check if they can read ultari. Once this is done, two separate control stations must be activated simultaneously with DC 21 Technomancy checks in order to engage the controls and launch the shuttle, with disadvantage on the check if the creature making the check does not possess telepathy, psionics, or the ability to cast 9th-level enchantment spells. If either check fails, the craft shudders but does not launch and the controls become scrambled, increasing the DC of future checks on that set of controls by 2 unless the controls are reset with DC 30 Intelligence (Engineering) check. If the PCs have a charmed, dominated, or possessed ultari accompanying them, the

ultari gains a +5 bonus on all checks related to launching the shuttle.

If both checks fail simultaneously, the launch sequence misfires and aborts, but not without subjecting the ship to massive gravitic tidal disruption, dealing 28 (8d6) points of force damage to all creatures aboard and causing them to gain one level of exhaustion. A successful DC 25 Constitution save halves damage and avoids exhaustion.

If both checks succeed, the gravitic accelerators of the gantry power up and launch the shuttle toward the surface of Faa Dlan, passing through the force screens above Atlas Prime and rapidly accelerating to incredible speed.

Patrols: If the PCs take more than 10 minutes to launch the shuttle, a pair of **klaven dragoons** flies by on their sundragon steeds, and if there are any signs of combat left visible, they sound an alarm and dive to attack. If the PCs succeed in launching the shuttle, they may see circling sundragons in the sky over the city turning to try and pursue but quickly being outdistanced by the streaking shuttle.

SUNDRAGON STEED

hp 214 (see page 405)

KLAVEN DRAGOON

hp 187 (see page 405)

I. THE DARK SIDE OF THE SUN

This section of the adventure is likely to occur in the middle of the previous section, as the PCs force their way into the Ultari Parliament building, finding a safe haven for themselves and then triggering the spirit-conduit with the yllosan to launch their spirit-forms across the sphere to Lacuna on the far side. The PCs must act quickly, as the strain of holding open the spirit-conduit at such an immense distance drains the life force of the yllosan holding it open, and once they die the conduit closes and the PCs' spirit-forms dissolve into nothingness and they awaken in their bodies back in Atlas Prime.

While the city of Lacuna is populated with the same assortment of ultari, jagladine, onaryx, klaven, and their various thrall races as Axis Major, it also contains a large quantity of undead. This is particularly true within the Sun-Core Control, where the General Qala employs them to manage the systems, feeling they are more reliably controllable than living servants. Undead ultari devotees have gone rogue in the wake of Invidia Ultimi's death, but some have been recovered and enslaved to the will of Qala's nightshade lieutenants to help maintain control, even as she has sealed the building from the outside to ensure any unrest in the city at large does not penetrate here. At the same time, this means that only a limited number of defenders stand against the PCs when they make their surprise intrusion through the Axis Major.



Projections: When the spirit-conduit forms, the PCs' bodies fall unconscious in the Ultari Parliament building and reform 1 round later in the identical room in the Sun-Core Station in Lacuna, which uses the same map as the Parliament. When they appear, they have the same hit points as they did when they left, and they possess functional copies of all of their normal gear, including magic items. Ongoing spell effects cast while in their former bodies do not extend to their new spirit-bodies, except for necromancy effects such as *death ward* and *false life*. They can cast new spells after they arrive, which function normally on their spirit bodies. Spells cast, spell slots used, and class features or legendary actions expended while in their spirit-bodies remain expended when they return to their actual bodies, as do magic item discharges or similar limited-use effects. However, spell effects and hit point damage taken by their spirit-bodies do not persist when they return to their true bodies except for non-instantaneous necromantic effects, curses, life drain by undead, and exhaustion. Necrotic damage does not persist when they return to their own bodies.

Spirit Sacrifice: Each of the PCs has a portion of an yllosan spirit residing within them, plus one additional yllosan tethered to the conduit itself, most likely **Seantrelle** or **Rumealle**

if either is still alive. If your party has additional cohorts or companions, you may eliminate the additional yllosan holding open the portal. The yllosan's full focus and concentration is focused on maintaining the spirit-conduit, and each round the PCs hold the spirit-conduit open one of their yllosans takes 5 (1d10) necrotic damage; this damage bypasses temporary hit points and cannot be healed while the conduit is open. The yllosan or PCs may choose which yllosan takes this damage. For a typical party of 5 PCs, this means they have no more than 65 rounds to cast any preparatory spells, explore the Sun-Core Station, evade or overcome any defenders, locate the second half of the *Phoenix Egg*, and return to the conduit.

When any yllosan reaches 0 hit points, it dies and the PC whose body it inhabited gains a level of exhaustion.

If a PC is about to be affected by a level of exhaustion, necrotic damage, possession, or soul-trapping effect, as a reaction the yllosan inhabiting their body can choose to intercept that effect and take it upon themselves, shielding the PC entirely from the effect. If this kills the yllosan, the occupied PC gains a level of exhaustion. A possession effect leaves the yllosan dazed and unable to act as long as the possession lasts but does not otherwise affect it or the PC it occupies.

While at least one yllosan survives, the spirit-conduit persists, and the PCs can move and act freely within Lacuna. The defenders certainly try to hinder them, but they are unaware of how the PCs arrived and of the existence of the spirit-conduit. If all of the yllosan are killed, the spirit-conduit begins breaking down, with a 10% cumulative chance each round of collapsing. Each round it persists after the yllosan are all dead, it inflicts a level of exhaustion on every character present as it drains away their life energy to maintain itself. When it finally collapses, each PC's projected body dissolves into nothingness and the PCs are hurtled back across the Axis Major to Atlas Prime and their own bodies.

Returning: At least one of the PCs must return to the room where they arrived with the second half of the *Phoenix Egg* and the talisman the yllosan have imbued with their spirit, which tethers the *Egg* to that character's spirit and allows it to accompany them back. Once they return to that room, their yllosan must use an action to concentrate on inverting the spirit-conduit, which will draw all the remaining PC spirits back into and through the spirit-conduit, along with the *Egg*. Their spirit bodies dissolve into nothingness, with anything other than the *Egg* that they picked up while in Lacuna falling to the ground.

THE SUN-CORE CONTROL STATION

While the general revolution occurring in other parts of the sphere has not flared up in the same way here in Lacuna, the area is still in a state of heightened security, and the Sun-Core Station is sealed from entry from the outside. The defenders do not anticipate that any breach of their security is even possible from within, so the PCs' appearance is likely to be a surprise. Until they attack or come within 30 feet of a defender of the station, the PCs have advantage on Dexterity (Stealth) checks to avoid detection. Once PCs reveal themselves or move into close proximity to the defenders, this advantage ends. Bear in mind that many of the defenders possess *true seeing* or *blindsight*, so *invisibility* and similar illusions may be of little use in evading detection.

Weakened Ravage: The effects of **mythic ravage** (see page 621) are weaker in Lacuna, though the Axis Major does convey the effects of this plague even here. Within the Sun-Core Station, all saving throws related to mythic ravage, whether to resist or recover from it, are made with advantage.

Dark Duplicate: The Sun-Core Control building is virtually identical to the Ultari Parliament and uses the same maps; however, the dome here is of dark, faintly translucent crystal rather than opaque orium and stone, and the cupola (area 10) is merely an observation platform. There is no shuttle, gantry, or access control in Lacuna (areas 11-13). PCs who initiate the spirit-conduit from any of these areas appear in area 10 in Lacuna.

The rest of the core area of the building (all except the unmapped administrative wing, area 7) are kept shrouded in *darkness* at all times, most cast by the nightshades, though the central shaft's darkness is cast by Utun. Most of the inhabitants of the Sun-Core Control can see normally in this darkness, as described below.

VISION RANGE	METHOD	CREATURES
Unlimited	see in darkness	nightshades
120 feet	<i>true seeing</i>	General Qala, Utun, marilith
60 feet*	<i>thoughtsense</i>	ultari ur-acolytes
60 feet**	darkvision	summoned greater shadows

* *Thoughtsense* cannot perceive creatures shielded from divination with *nondetection*, *mind blank*, or similar effects.

** Darkvision functions here only if the *deeper darkness* is suppressed, such as if an area of *daylight* is brought into the area. Otherwise the greater shadows cannot see and their attacks must be directed by the nightshades, with a 50% miss chance.

If PCs use *daylight* or similar effects to suppress or dispel the *darkness*, the normal ambient lighting conditions are still darkness in most areas, increased to dim light in the control chambers (area 9) and normal light in the cupola (area 10). Knowing their advantage in darkness, Utun and the nightshades use their spell-like abilities to dispel light effects, using *darkness* to automatically dispel *light* and *dispel magic* to dispel higher-level light spells.

SUN-CORE CENTRA

The specific locations of creatures in the Sun-Core Control Station are left somewhat fluid, as the entire area is relatively open and creatures can move as needed to respond to threats wherever they occur.

STARTING LOCATIONS	CREATURE
1, 4, OR 10	Utun the Monitor
4	Nightshade and 4 greater shadows
5	Nightshade and 4 greater shadows

Utun is undead Monitor of the Sun-Core Control station, and he meditates constantly on the Axis Major. He responds quickly to any intrusion, directing the nightshades to summon their shadow minions and move up to defend the control station from invaders. Utun uses his Death Wail and his eye beam to attack, supplemented by *deeper darkness* enhanced by his eclipse ability to stagger opponents. He uses Light to Dark if enemies try dealing radiant damage to him or his minions.



UTUN THE MONITOR

Gargantuan undead, lawful evil

Armor Class 14

Hit Points 385 (22d20 + 154)

Speed 50 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	19 (+4)	24 (+7)	18 (+4)	14 (+2)	14 (+2)

Saving Throws Con +13

Damage Resistances fire, radiant; bludgeoning from nonmagical attacks

Damage Immunities cold, lightning, necrotic, poison

Condition Immunities exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses truesight 60 ft., darkvision 120 ft., passive Perception 12

Languages Abyssal, Celestial, Common, Deep Speech

Challenge 20 (25,000 XP)

Darkbringer (3/Day). Utun can use a bonus action to cast *deeper darkness*.

Eclipse. Anytime Utun casts *deeper darkness*, any creatures in the area of darkness when it is created take 36 (8d6) cold damage on a failed DC 21 Constitution saving throw or half as much on a success. Any creature that takes damage from this effect may take either a Move action or Action on its turn but not both while it remains in the darkness and until the end of the round it moves out of the area of effect.

Innate Spellcasting. Utun's innate spellcasting ability is Intelligence (spell save DC 18). He can innately cast the following spells, requiring no material components:

- At will: *bestow curse*, *deeper darkness* (as darkness but the area is a 60-foot-radius sphere)
- 3/Day each: *animate dead*, *contagion*, *teleport*, *haste*
- 1/Day each: *create undead*

Magic Resistance. Utun has advantage on saving throws against spells and other magical effects.

Negative Energy. When Utun is hit by necrotic damage he is healed instead.

Turn Resistance. Utun has advantage on saving throws against any effect that turns undead.

ACTIONS

Multiattack. Utun uses Eye Beam if available then makes one Electrical Bite attack and two Purple Lightning Claw attacks.

Electrical Bite. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 15 (2d8 + 6) piercing damage and 14 (4d6) lightning damage. The target must succeed on a DC 21 Constitution saving throw or gain 1 level of exhaustion.

Purple Lightning Claws. *Melee Weapon Attack:* +12 to hit, reach 20 ft., one target. *Hit:* 28 (5d8 + 6) slashing damage and 7 (2d6) lightning damage.

Eye Beam (Recharge 6). Utun unleashes an energy beam at one creature he can see within 100 feet of him. The target must succeed on a DC 21 Dexterity saving throw or take 35 (10d6) force damage and 35 (10d6) lightning damage or half as much on successful save.

Death Wail (1/Day). Utun releases a mournful wail. This wail has no effect on constructs and undead. All other creatures within 30 feet of him that can hear him must make a DC 22 Constitution saving throw. On a failure, a creature drops to 0 hit points. On a success, a creature takes 21 (6d6) psychic damage.

REACTION

Light to Dark. As a reaction Utun can convert radiant damage that affects him into necrotic damage. Doing so transforms the entire effect, such that it affects other creatures as well.

Special Until both nightshades are destroyed, Utun gains a +2 bonus on attack and damage rolls and on saving throws. The additional hit points granted by their *desecrate* aura are included in the total above.

NIGHTSHADE (2)

Huge undead, chaotic evil

Armor Class 14 (natural armor)

Hit Points 239 (20d12 + 100)

Speed 40 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	9 (-1)	20 (+5)	9 (-1)	11 (+0)	1 (-5)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, poison

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, poisoned, stunned, unconscious

Senses blacksight, darkvision 120 ft., passive Perception 10

Languages Abyssal, Common, Infernal; telepathy 100 ft.

Challenge 16 (15,000 XP)

Blacksight. Nightshades can see normally even through magical darkness. While in sunlight, the nightshade has disadvantage on attack rolls, as well as on Wisdom (Perception) checks that rely on sight.

Innate Spellcasting. The nightshades's innate spellcasting ability is Intelligence (spell save DC 12). It can innately cast the following spells, requiring no material components:

At will: *darkness*

Desecrating Aura. Undead within 30 feet (including the nightshade itself): gain a +2 bonus on attack and damage rolls and saving throws, as well as +2 hit points per hit die of temporary HP gained once per day (regained after finishing a long rest), and (these adjustments are included for the nightshades in their entries). This aura can be negated by *dispel evil*, but a nightshade can reactivate it on its turn as a free action. A desecrating aura suppresses and is suppressed by *hallow* if it wards out undead; both effects are negated within any overlapping area of effect.

Negative Energy. When a nightshade would take necrotic damage, he is healed by it instead.

ACTIONS

Multiattack. The nightshade uses Summon Shadows (if available) and then uses Fear Gaze and makes two Cold Claw attacks.

Cold Claw. *Melee Weapon Attack:* +12 to hit, reach 15 ft., one target. *Hit:* 19 (3d8 + 6) piercing damage and 14 (4d6) cold damage. The target must succeed on a DC 21 Constitution saving throw or its hit point maximum is reduced by an amount equal to the necrotic damage taken. This reduction lasts until the target finishes a long rest.

Fear Gaze. The nightshade targets one creature that it can see within 20 feet of it. The target must make a DC 18 Constitution saving throw. On a failed save, the target cowers in fear until the end of its next round. While cowering it is incapacitated.

Summon Shadows (1/Day). The nightshade magically summons up to four greater shadows. These creatures are identical to **shadow demons**^{SRD} but are undead rather than fiends. The summoned shadows appear in any unoccupied spaces desired within 60 feet of the nightshade, acting as an ally to all other shadow demons and nightshades. They cannot summon other creatures. Each shadow demon remains for 10 minutes, until it or its summoner dies, or until its summoner dismisses it as an action.

Special When combat begins, both nightshades immediately summon 4 greater shadows each. As they are summoned within the nightshades' desecrating aura, these shadows gain 18 bonus hit points and a +2 bonus on attack and damage rolls and saving throws. Unlike nightshades, greater shadows cannot see normally in magical *darkness*; however. The nightshades direct their movements and attacks, allowing them to always attack the correct square when attacking enemies, the nightshades can see.

Nightshades and their allies are most comfortable fighting in darkness and use their spell-like abilities to restore the darkness if it is dispelled or suppressed.

FINDING THE FRAGMENT

As in the Ultari Parliament, there are 64 control chambers (area 9) in total on the four ring levels of the shaft, and the PCs must pass within 10 feet of a chamber for their sensor to detect the presence of the second fragment of the *Phoenix Egg* rather than one of its duplicates. A PC must spend an action to concentrate with the sensor in hand to detect the presence of the *Phoenix Egg*. As they check each room, roll percentile dice and consult the following table. The spirit-conduit linking them to faraway Atlas Prime enhances the resonance of the two fragments and makes it somewhat easier to find than the search in the bowels of the Ultari Parliament, so for each room they check after the first, add a cumulative +2 modifier to the room to determine the outcome of their search.

D%	CONTENTS OF CHAMBER
01-65	Dim light and empty.
66-70	Dim light and demolished equipment plus a broken <i>wall of force</i> into the next chamber, guarded by an aluum titan .
71-90	Deeper darkness and undead ultari ur-acolytes (see page 449), controlled by the nightshades. These acolytes replace Intelligence (Religion) with Intelligence (Engineering). If both nightshades are destroyed, the ur-acolytes are freed of their mental control and turn on Utun, Qala, and any of their former allies.
91-98	Deeper darkness and one of the nightshades with 4 summoned greater shadows.
99-100+	Roll again (with no modifier) and the real <i>Phoenix Egg</i> fragment is found.

Much like the tetrarch thrones at area 2, the *walls of force* that separate each room and separate the rooms from the catwalk are operating on only partial power and can be damaged. They do however repair themselves at a rate of 1d6 hit points per round unless reduced to 0 hit points, in which case they are destroyed until the system is reset and repaired completely (taking at least 24 hours). If affected by any attack or effect that overcomes its hardness, there is a 25% chance that the *wall of force* flickers and fades to nothingness for 1 round.

Vampiric Force: Unlike the walls in Atlas Prime, the *walls of force* here are infused with necrotic energy, and any living creature touching a wall takes 18 (1d6+15) points of necrotic damage, with the wall itself regaining the damage dealt to a living creature. A creature casting a spell against one of these quasi-vampiric *walls of force* also takes this damage, though a DC 19 Constitution save halves the damage taken.

Unlike a normal *wall of force*, incorporeal undead can pass through these walls without difficulty and without harm. In addition, if these walls are subject to radiant damage, it completely bypasses the wall's damage threshold. A creature examining the walls with *detect magic* or a similar effect can discern the necromantic power infused within the walls and can guess at their unique effects with a DC 21 Intelligence (Arcana) check.

The **aluum** titans here have been specially calibrated to be able to move through these specialized *walls of force* without difficulty. If PCs attract their attention, or if ordered by Utun or the nightshades, these constructs move partially through the *wall of force* (gaining **half cover** against attacks made against them) and attack creatures on the railings or floating nearby.

ULTARI UR-ACOLYTES

hp 390 (see page 447)

ALUUM TITAN (2)

hp 310 (see page 388)

REINFORCEMENTS

The seals on the building prevent teleportation in or out and dismantling them takes a longer amount of time than the defenders want to spend in the midst of a surprise attack from within. However, Utun and his minions are not the sole defenders of the station. The Viceroy of Lacuna, **General Qala**, rules this remote base from her chambers in the sub-basement level of the station, below area 4. When the PCs arrive, she is dallying with a **marlith** she has summoned; however, she responds within 1d4 rounds of the PCs revealing themselves.

When she appears, a massive portal opens up in the floor of the lowest level of Area 4 and she unleashes a *meteor swarm* to herald her arrival, moving into position to make devastating sword strikes interspersed with legendary actions to *dispel magic* to remove her enemies' protective magics. Her chambers below are unmapped, as they are not relevant to the action of the PCs' brief foray into the Sun-Core Control Station.

GENERAL QALA, THANATOTIC TITAN

Gargantuan celestial (titan, ultari), neutral evil

Armor Class 20 (full plate, shield)

Hit Points 389 (19d20 + 190)

Speed 60 ft.

STR	DEX	CON	INT	WIS	CHA
30 (+10)	11 (+0)	30 (+10)	21 (+5)	22 (+6)	27 (+8)

Saving Throws Str +17, Int +12, Wis +13, Cha +15

Skills Insight +13, Persuasion +15

Damage Immunities bludgeoning, piercing, and slashing from nonmagical attacks

Senses truesight 60 ft., passive Perception 16

Languages Abyssal, Celestial, Common; telepathy 300 ft.

Challenge 23 (50,000 XP)

Innate Spellcasting. General Qala's innate spellcasting ability is Charisma (spell save DC 23, +15 to hit with spell attacks). It can innately cast the following spells, requiring no material components:

- At will: *bestow curse*, *dispel magic*, *divination*, *sending*
- 3/Day: *disintegrate*, *scrying*, *heal*, *mass suggestion*
- 1/Day: *planar ally*, *imprisonment*, *meteor swarm*, *resurrection*

Godslayer. When General Qala damages a creature capable of casting divine spells, that creature must make a DC 26 Wisdom saving throw or be unable to cast any divine spells and have a bane (-1d6 on all d20 rolls) for 1 minute. If the save is successful, the creature struck merely has a bane until the end of its next round.

Legendary Resistance (3/Day). If General Qala fails a saving throw, she can choose to succeed instead.

Magic Resistance. General Qala has advantage on saving throws against spells and other magical effects.

Magic Weapons. General Qala's weapon attacks are magical.

ACTIONS

Unholy Ultari Broadsword. *Melee Weapon Attack:* +17 to hit, reach 15 ft., one target. *Hit:* 38 (8d6 + 10) slashing damage. This weapon scores a critical hit on a 17–20. On a critical hit the target loses its Dexterity bonus to AC until the end of General Qala's next turn.

Titanic Javelin. *Ranged Spell Attack:* +17 to hit, range 300 ft., one target. *Hit:* 24 (7d6) necrotic damage.

REACTIONS

Spell Turning. When targeted with a spell, General Qala reflects it to affect the caster instead. Melee spell attacks and area spells cannot be turned.

LEGENDARY ACTIONS

General Qala can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The General Qala regains spent legendary actions at the start of its turn.

- **Attack.** General Qala makes one attack.
- **Cast a Spell.** General Qala casts a spell.

DEMON, MARILITH

hp 189 (see SRD)

SWIFT SUCCESS

As noted previously, the PCs' success does not hinge on defeating the defenders of the Sun-Core Station. If anything, their chances are far better if they focus on stealth and evasion, keeping their enemies at bay as best they can by dividing their forces and attention. Their sole goal is to find and retrieve the missing fragment of the *Egg of the Phoenix*, returning it to the arrival room to reverse the spirit-conduit and return to Atlas Prime. Fighting the defenders offers no reward in and of itself, aside from XP. The PCs' best strategy might well be to assign one or two of the swiftest characters to search the control chambers while the rest do their best to draw the attention of Utun and the other guardians of the Sun-Core Control station.

K. THE END OF ALL THINGS

The PCs near the culmination of their mythic destiny. Having raided Atlas Prime and Lacuna for the two halves of the *Phoenix Egg*, they must make good their escape from the Ultari capital city while they assemble the artifact and master its use en route to the sun below. Plunging into the heart of the singularity star, now rendered unstable by their sabotage of the Star-Core Control and the Axis Major, they must survive their descent into the stellar core, guarding their lives against dangers unimaginable long enough to detonate the most powerful bomb in the universe.

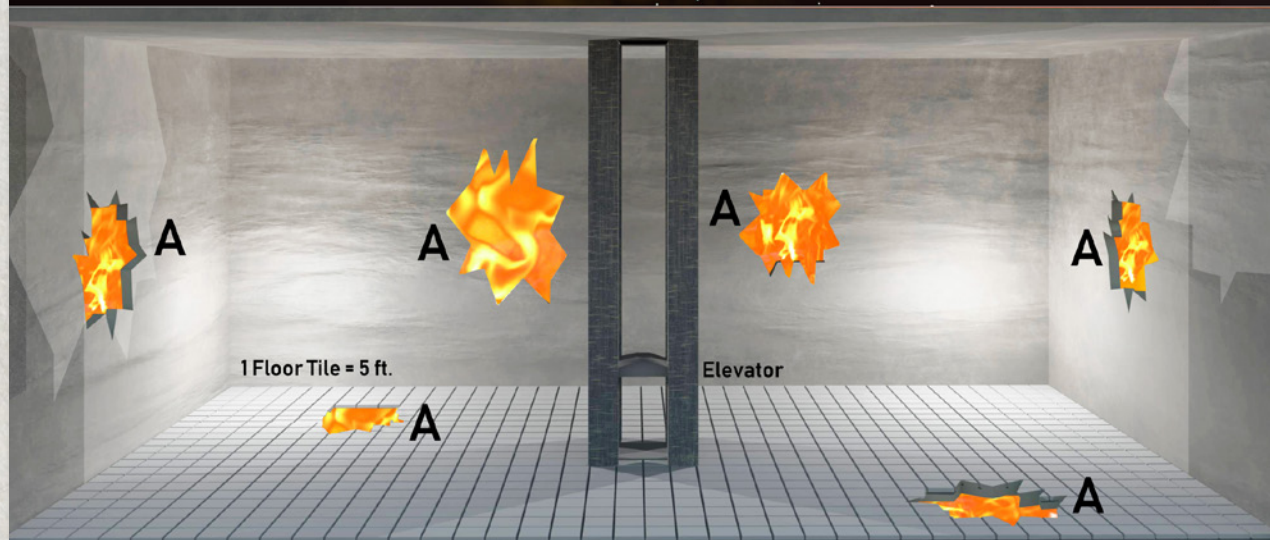
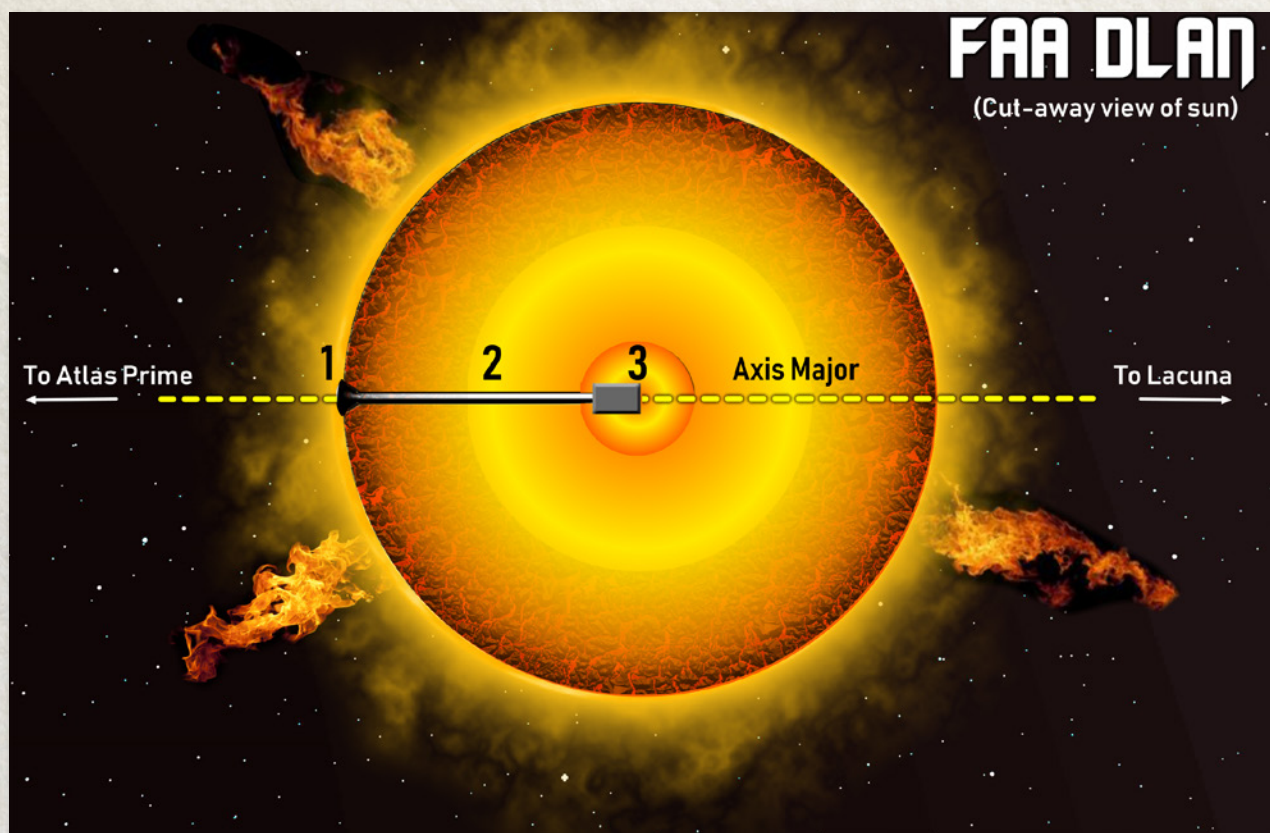
The Axis Prime through which they are traveling serves as a star ladder of sorts, allowing high Hegemony officials, agents, and technicians access to the inner secret places of the singularity star. The shuttle craft is forged of orium shielded with a powerful force field that screens out harmful radiation while allowing the craft to bathe in the psychic emanations of the Principalities. Its gravitic propulsion drive through the Axis Major allows it to transit the tens of millions of miles from Atlas Prime to the star's heart in just a day, passing through a specially reinforced heliocarbon Star-Core tunnel to a mythic sanctum at the center of the star's fusion furnace, maintained by the residual power of the Principalities themselves. It is here the PCs must go to unleash the fury of the *Phoenix Egg* and erase the Principalities from existence once and for all.

Searching the Shuttle: The shuttle contains technomagical devices to produce nutritious if unappetizing paste-like food on demand, as well as fresh water. The shuttle's acceleration provides simulated gravity while it is in motion, though if reduced to normal flight speed its interior is treated as light gravity and at rest as no gravity (unless there is existing gravity outside the shuttle). A successful DC 20 Intelligence (Technomancy) check allows the PCs to trigger a gravitic stabilizer that maintains normal gravity within the craft as long as the hull is intact, regardless of whether there is no appreciable gravity or interstellar hypergravity outside.

In addition, a DC 15 Wisdom (Perception) check locates a cache of 4 klaven spacesuits (see page 542), three sized for Medium-sized klaven and one for a Large klaven. PCs can wear these spacesuits as if they were heavy armor but are automatically considered non-proficient in their use, even if they are proficient with heavy armor. These klaven spacesuits are equipped with magnetic clamps that grant the wearer a climb speed of 10 feet on a metal surface. However, when these magnets are engaged attackers have advantage against the wearer because they cannot easily maneuver to dodge their foes.

Consulting the *Opus Aeterna*: Once safely away from Atlas Major, the journey to the stellar surface should take approximately 24 hours. The PCs have time to assemble and examine the *Phoenix Egg* and consult the *Opus Aeterna* to learn the final details of its use with a DC 35 Intelligence (Arcana) check. Each check takes one hour of research, and each hour spent reading the *Opus Aeterna* provides a cumulative +5 bonus on the next hour's check. A character gains a +1 bonus on this check for every 5 ranks they have in Intelligence (History) or Intelligence (Religion).

The book details the nature of the *Phoenix Egg* in a psychic substrate buried within its text. It describes its history, as the Patrons intended for the *Phoenix Egg* to be the unmaking of the Principalities and their servants when the legendary heroes came into their destiny. It has traveled through countless generations and worlds, occasionally guarded by some of the galaxy's greatest champions of good. In the PCs' possession, it nears the fruition of its great purpose. Like most artifacts, using the *Phoenix Egg* incorrectly can have dire consequences.



The description of the artifact in Chapter 11 (see page 552) details the *Egg* in mechanical terms, but it is linked to the *Opus Aeterna* and only heroes with epic power (level 20) and both artifacts together can unlock its ritual activation method. The *Phoenix Egg* absorbs significant elemental energy just by being brought near to Faa Dlan, but the *Opus Aeterna* confirms the heroes must further awaken its power with their own life essence. Absorbing the mythic essence of Enokk and Invidia has primed the pump and made it receptive to their energies, but they must drink from the cup of immortal essence within the *Phoenix Egg* to link their own epic life forces to it. The *Opus Aeterna* explains that once the PCs begin this process, they

will unlock the twofold powers of destruction and creation embodied within the *Phoenix Egg*, and its power will swell and surge in an immanent crescendo. They must act quickly, pouring forth as much of their virtue as they can spare, driving the harmonic convergence higher and higher, drawing in all that it can, because when they stop the *Phoenix Egg* will seal itself, coalesce the unendurable power within, and then hatch into new life in a conflagration like the universe has never seen. Those whose destinies are linked to the *Opus Aeterna* by the willing sacrifice of spirit and power will become one with its death and rebirth, awakening into a transcendent existence that brings a new dawn to the galaxy.

SUDDEN IMPACT

While the PCs have escaped the from Atlas Prime, the surviving ultari leaders call upon their allies within the star itself to intercept the shuttle en route to Faa Dlan. A pair of star blights use their gravitic powers to unleash a pair of elemental diamantem as living projectiles, hurling themselves at the shuttle in an effort to destroy it or at least throw it off course. This encounter occurs at roughly the halfway point of their journey from Atlas Prime to the stellar surface.

The shell of the Dyson sphere shrinks away as your shuttle hurtles toward the enclosed sun in the distance. Points of light blur into fading streaks in a scintillating cylinder stretching on ahead through the Axis Major, and as the shuttle accelerates the Phoenix Egg hums with latent power, pulsing almost in harmony with the shuttle's incredible speed. Your body seems almost to float as you become accustomed to the journey that makes the tube network around the sphere seem like a child's plaything, and hours stretch on almost without meaning as the distant star grows ever brighter.

A DC 25 Intelligence (Arcana) or Intelligence (Engineering) check can calculate the time for the PCs to transit to the stellar surface as being about 24 hours. The PCs can spend that time resting, crafting, planning, or studying the *Opus Aeterna* as noted above. However, at about the midway point of their journey, they encounter a strike team launched from the star below to intercept and destroy them.

Your sense of velocity and relative motion is somewhat adrift in this hyper-speed reality, but something seems to change subtly, almost as if your craft is slowing down even though the singularity star growing before you remains far in the distance. You have but a moment to register this sensation when a glittering speck appears momentarily in the viewscreen before you, streaking toward you in an instant and colliding with the shuttle with a shattering impact. The shuttle bucks and shudders violently, its controls screaming as it attempts to maintain its course as the space within the Axis Prime seems to turn inside out as the shuttle tumbles along its path.

STAR BLIGHT (2)

hp 310 (see page 704)

DIAMNTEM(2)

hp 336 (see page 674)

Derailed Descent: Using their starflight ability and ability to warp gravity, a pair of star blights approach the shuttle within the Axis Major warping gravity to slow its speed as they approach, while dragging behind them a pair of *dominated* diamantem, releasing them at the last moment to collide with the shuttle. The blights are difficult to spot (Wisdom (Perception) DC 30 if PCs are looking outside the shuttle) and the reduction in speed is likewise difficult to discern.

Each of the blights makes a +13 roll to hit against the shuttle's AC 18. If either blight rolls a natural 1, their diamantem misses the shuttle entirely and goes hurtling off into space, likely impacting the rim of the Axis Major (and perhaps being *disintegrated* upon contact) and passing through into the void beyond. If both checks fail, the shuttle maintains its course. If either check succeeds, the shuttle is knocked off course.

Out of Control: If either star blight succeeds on its attack roll, the shuttle is derailed and begins spinning out of control within the Axis Major, plummeting at ever-increasing velocity towards the stellar surface. Creatures within the shuttle take 21 (6d6) bludgeoning damage each round at the beginning of each of their turns, or half as much with a successful DC 20 Dexterity saving throw. Creatures failing their save also fall prone and are moved 10 feet in a random direction. Creatures with a climb speed have advantage on their saving throw. Characters that successfully save can strap themselves into seats as an action, which prevents the need for further saving throws, but they are considered restrained as long as they are strapped in. They can release the safety straps as a bonus action and must make an immediate save or be tossed about the shuttle's interior again.

Stabilizing the shuttle's flight requires three DC 25 Intelligence (Engineering) or Technomancy checks before four failures to re-engage its photonic guidance system and pull them back into alignment so the gravitic propulsion unit propels them on a controlled deceleration and descent to the stellar surface. Each check requires an action. If Seantrelle is still alive and with the PCs, they gain advantage on these checks.



If the PCs are unable to restore the shuttle's course within 1 minute, it tears loose from the Axis Major, passing through it (its orium construction and force field protect the shuttle and its passengers from the *disintegrate* effect of passing through the Axis Major) and hurtles out of control, plummeting to the stellar surface for 2 hours of uncontrolled descent, being swallowed up and destroyed on impact with the singularity star. PCs able to escape and make their own way by starflight must then traverse the star's deadly stellar heliosphere and whatever terrible denizens you wish to inflict upon them as they make their way to the Star-Core tunnel entrance at area 1. A *wish* allows the PCs to return the shuttle back to its course automatically.

Damage to the Shuttle: Regardless of whether the shuttle is knocked off course, each diamantem deals 56 (16d6) points of bludgeoning damage to the shuttle, and each takes 70 (20d6) points bludgeoning of damage from the shuttle striking them. Both the shuttle and the diamantems can attempt a DC 15 Dexterity save to halve this damage. Simultaneously, one of the star blights unleashes its exotic radiation burst, dealing 70 (20d6) points of poison damage to the force field and shuttle, while the other blight holds its energy burst in reserve.

When in flight, the shuttle is warded by a force field that absorbs the first 100 points of damage that affects it each round. Once this damage threshold has been surpassed, the hull itself has AC 18, damage threshold 15, and 180 hit points per 5-foot section and is immune to fire and force damage, with a +12 saving throw bonus against all other effects, with resistance against cold and lightning damage.

Hull Breach: If a map of the shuttle is needed, you can use the same dimensions as the tube sled in Part 2 (see page 407). If any 5-foot section of the shuttle's hull is destroyed, the shuttle experiences explosive decompression and Medium or smaller creatures must succeed on a DC 15 Strength check or be dragged 1d4 x 10 feet towards the breach, taking 7 (2d6) points of nonlethal damage each round they fail this check. Creatures dragged to the breach are discharged out into the void and vacuum of space (see page 502). Any non-instantaneous gas, mist, or fire effects within the tube chamber are treated as if exposed to a strong wind; if magical, they are dispelled (as a 6th-level *dispel magic* spell). Breathable air within the chamber swiftly dwindles, becoming effectively a vacuum within 1d4 rounds. The rapid air loss forces a Constitution

saving throw to cast any spellcasting with verbal components, starting at DC 15 and increasing by 5 per round. A hull breach can be sealed with any effect that creates an airtight solid barrier, such as *wall of force*. The interior atmosphere can be replenished in 1d3 rounds with a successful DC 20 Technomancy check.

AFTER IMPACT

After striking the hull, the blight and diamantems each attempt a DC 15 Dexterity check to catch hold of the shuttle's hull; this is automatic for the blights. PCs wishing to fight them can use the exit hatch to climb onto the hull but must make a DC 15 Strength (Athletics) check and have at least one free hand to keep hold of it, unless they are secured to the hull or the shuttle's interior in some other way. Creatures lacking starflight or a similar ability cannot fly fast enough to keep up with the shuttle, so any creature attempting to fly outside of the shuttle is instantly left behind as the shuttle plummets at interstellar speed towards Faa Dlan. The star blights move into the shuttle interior as soon as the hull is breached, laying waste to PCs with their attacks and radiation bursts.

Cut the Power: After impact, the star blights can either cling to or fly and keep pace with the shuttle, whether or not it has derailed, directing the diamantems telepathically to begin hacking apart the shuttle's gravitic drive system. Once the diamantems have struck the shuttle and clung to it, it requires two move actions for them to get into position to attack the drive system, and then two full rounds of hacking with their diamond claws to tear open the exterior panels protecting the drive system and smash enough critical components to disable the gravitic interstellar drive system. A single diamantem can accomplish the task in two rounds, or both working together can do it in a single round.

If the drive system is damaged or destroyed, the shuttle begins decelerating from its normal interstellar speed to standard movement of 120 feet per round. The PCs can consult scanning and detection units built into the shuttle that show they are being pursued from Atlas Prime. Their head start and tremendous speed kept them well ahead of any pursuit, but if they cannot get the shuttle going back at full speed they will be overtaken by a wave of myrmidon robots, klaven dragons, and



more. Even if those enemies were defeated, it would take 1d6 months to traverse the remaining distance to the surface of the star at normal flight speeds.

If full propulsion is restored, any creature incapable of interstellar flight clinging to the hull must succeed on a DC 20 Dexterity saving throw each round at the beginning of its turn or be thrown off and left behind, drift in the void until rescued.

Fighting on the Hull: PCs can prevent this sabotage by exiting the shuttle and attacking the diamantems, drawing their attention away from their task or even dislodging them from the ship. PCs must remain attached to the ship, whether by making DC 15 Strength (Athletics) checks each round or tethering themselves to it in some other way (including wearing the klaven spacesuits), unless they are capable of independent flight at interstellar speed. If they fail an Athletics check, including being damaged while climbing, the ship zooms away from them as soon as they exit the hull and they are left adrift in the void, with a 50% chance each round of drifting into the shroud of the Axis Major and facing its *disintegrate* effect.

The blights focus their attention on smashing their way into the hull while the diamantems destroy the drive systems. If any PCs exit the hull, the blights turn their focus to them, aiming to slaughter the intruders and prevent them from interfering with the diamantems, but they also seek to get inside the shuttle if possible, using their smaller and more malleable bodies to slip inside and unleash devastating radiation bursts and slam attacks to the creatures within.

Brute Minions: The star blights are highly intelligent, but the diamantems are not. If both star blights are killed or if their telepathy can somehow be blocked, the diamantems are liable to lash out at any creature threatening them rather than focusing on their assigned tasks.

RESUMING THE DESCENT

The star blights and diamantems fight to the death. Once they are defeated and any necessary repairs are made, the PCs can continue their descent to the stellar surface below. They have around 10 hours to travel at interstellar speed before they arrive, giving them enough time for a final respite to recover from their ordeals and prepare for the final plunge.

Making Repairs: Repairing the drive system requires three successful DC 20 Intelligence (Technomancy) checks, each taking one hour. Casting *fabricate* or *mending* as part of a Technomancy check grants advantage on the check. Beating the DC by 10 or more reduces the time required for the check by half.

Pursuing creatures begin to arrive within 2d4 hours of the shuttle slowing to normal flight speed, so if PCs have not repaired the shuttle by this time, they may face attack by dragon-mounted klaven dragoons or other pursuers as you deem appropriate. No additional creatures rise up from the stellar surface to intercept them.

Stellar Traverse: If the shuttle crashes onto the star after being knocked off course, there is a 50% chance that they then encounter a **supermassive singularity** (see page 705), every 1d6 hours during their journey.

1. DIAMONDS IN THE ROUGH

Whether the PCs arrive on Faa Dlan normally or crash to the star's surface, they must use an artificially cooled carbon shaft called the Bore to reach the star's core and detonate the *Phoenix Egg*. The elevator housing sits at the center of a carbon platform crafted by denying the surface of the sun heat, and it has been built within an area of stellar necrosis, appearing as ordinary sunspots but in fact representing a blighted rot of the star's structure. As the temperature lowers and there are fewer reactions in these sunspots, the connection to the plane of fire weakens and the fusion process creates larger particles. The formation of dense hyperfused carbon offers an anchor for further manipulation of the star, until the Ultari had magically forged a solid mass to drill through the star's layers. With each length of heliocarbon tunneling, the Hegemony's engineers protected their gains with force fields and environmental controls. Centuries upon centuries of engineering has created a solid tube of matter, stationary against the dense exploding gases of a star, surrounded by constant fusion, fueled by the planes of fire and positive energy and the leached essence of the Principalities. The force fields that protect the carbon structure resemble shaped *walls of force* that coat the walls and floors, protecting them from intrusion or damage from the constant explosion of particles. The PCs' journey aboard the shuttle ends at area 1 on the Faa Dlan map.

The roiling bursts of fire and light of the star abate around the fringes of a vast sunspot as you approach the stellar surface, and within it an impossible structure comes into view as the shuttle decelerates into a landing at a crystalline gantry similar to where you launched. The area surrounding it resembles a low wall of unworked material resembling dense charcoal. The dark stone cuts a jagged shape in the vast sea of burning gas and flame. A shimmering force field protects this platform and a protruding metal structure, which resembles an elevator built over a deep shaft. Through the translucent force field, you can see an array of technomantic screens and lights going down the gantry structure to the edge of the vast Bore leading into the heart of the star like a gaping black wound.

The Landing Zone (Area 13): The shuttle descends into a gantry area identical to the one atop the Ultari Parliament. You can use the map inset for areas 10-13 in reverse, with the shuttle landing at area 13 and PCs needing to make their way inside the complex to access the Starlift and descend into the heart of the star. The structure here is composed of heliocarbon graphene rather than the traditional stone and metal of the Ultari Parliament. The landing zone here is a curious mirror image of that building, in angular matte black planes and tubes rather than polished stone and shining metal.

The devastating environmental effects of being on the stellar surface are buffered by the heliocarbon shield the ultari have constructed, but the area is still highly dangerous. The area is effectively a vacuum with a limited heliosphere, with **high gravity** and **high radiation** (see page 502 in *Adventuring in the Void*), and creatures and objects take 17 (5d6) points of fire damage per round (no save). Creatures wearing one of the klaven spacesuits from the shuttle take no fire damage, as these suits are specially attuned to the heat of the solar surface. Creatures staying within 30 feet of the *Phoenix Egg* are mostly protected against these effects.

Gantry Guardians (Area 12): The Star-Shield is guarded at all times by a squad of diamantem, with five clambering over the gantry and waiting for PCs to emerge from the shuttle while one stands guard at the entrance to area 11. The diamantems begin attacking the shuttle itself as soon as it lands, and while stationary its force field is much diminished in strength, blocking only the first 50 points of damage per round. They shift their attacks to PCs as soon as they exit the shuttle onto the gantry, making slam and prismatic beam attacks as often as possible.

DIAMENTEM (6)

hp 336 (see page 674)

The Sun-Beast: At the end of each round of combat with the diamantems, there is a 50% chance that an additional guardian is summoned by a distress beacon frantically pushed by the jagladine, a massive mutated solar dragon from the depths of the star. The jagladine do not realize it is merely a larval form of the massive beast that embodies the heart of the singularity star, but they know that it comes when called and feasts upon intruders with great ferocity. It has little appetite for the diamantems but craves the taste of flesh. The hydragon rises up from the solar surface 400 feet away from the PCs when it hears the jagladines' call.

If the PCs escape the larval hydragon or force it to flee, at the GM's discretion it may simply retreat or it may try to pursue them through the transparent force tunnels leading to the Starlift, trying to bash its way through the force walls to get to its favored prey. If PCs seem to be taking their time working their way to the Starlift, the threat of the larval hydragon can be used to encourage them to keep moving quickly.

LARVAL HYDRAGON

Gargantuan dragon, chaotic evil

Armor Class 20 (plasma essence)

Hit Points 333 (18d20 + 144)

Speed 40 ft., fly 200 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	10 (+0)	26 (+8)	10 (+0)	13 (+1)	14 (+2)

Saving Throws Dex +6, Con +14, Wis +7, Cha +8

Skills Perception +13, Stealth +6

Damage Resistance acid, cold, lightning, thunder

Damage Immunities fire, radiant

Damage Vulnerabilities cold

Condition Immunities paralysis, sleep

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 23

Languages Draconic

Challenge 20 (25,000 XP)

Intergalactic. In outer space, a larval hydragon can survive in the void and fly at incredible speed. Travel times vary, but a trip within a single solar system should take 3d20 hours, and a trip beyond should take 3d20 days or more if the larval hydragon knows the way to its destination. In addition, larval hydragons don't need to breathe and are immune to inhaled poisons, suffocation, and drowning.



Multiple Heads. The larval hydragon has six heads.

While it has more than one head, the larval hydragon has advantage on saving throws against being blinded, charmed, deafened, frightened, stunned, and knocked unconscious. Whenever the larval hydragon takes 55 or more damage in a single turn, one of its heads dies. If all its heads die, the larval hydragon dies. At the end of its turn, it grows two heads for each of its heads that died since its last turn, unless it has taken cold damage since its last turn. The larval hydragon regains 10 hit points for each head regrown in this way.

Reactive Heads. For each head the larval hydragon has beyond one, it gets an extra reaction that can be used only for opportunity attacks.

Wakeful. While the larval hydragon sleeps, at least one of its heads is awake.

ACTIONS

Multiattack. The larval hydragon makes as many bite attacks as it has heads.

Bite. *Melee Weapon Attack:* +14 to hit, reach 20 ft., one target. *Hit:* 19 (2d10 + 8) piercing damage plus 9 (2d8) radiant damage.

Cosmic Flame (Recharge 5–6). The dragon exhales a radiant blast in a 90-foot cone. Each creature in that area must make a DC 22 Constitution saving throw, taking 36 (8d8) radiant and 36 (8d8) fire damage on a failed save, or half as much damage on a successful one. If the target is immune to fire or radiant damage, on a failed save, this is reduced to resistance for the next 1 minute.

Control Room (Area 11): Access to the interior of the Starlift goes through this room, with a group of jagladine overseeing the psychomagical techsystems that maintain the integrity of the system. They issue commands to the diamantem and the larval hydragon from here, and they fight to the death with desperation.

JAGLADINE TECH TEAM

hp 162 (see page 412)

Special Unlike standard jagladine tech teams, these jagladine are armed with laser weapons that are powered by the Star-Shield itself; they do not retain any charge if removed from the station. Their ranged attack is changed to:

Laser Rifle. All creatures within 80 feet of the troop automatically take 7 (2d6) fire damage and 7 (2d6) poison damage. Laser beams can pass unimpeded through the *wall of force* protecting the control booth.

These jagladine also must conduct occasional routine inspections, so are proficient in the Wisdom (Insight) skill (+6 Insight).

In addition to the standard environmental controls a jagladine tech team can use the following controls:

- As a reaction, they can create a *wall of force* at either entrance to area 11.
- As a reaction or move action, they can activate an *inertial accelerator*, which provides the benefits of *haste* to up to four creatures on the gantry platform until the beginning of the tech team's next turn.
- As a bonus or move action, the team in the control room can trigger an *inertial dampener* on up to four creatures until the beginning of the team's next turn. This automatically suppresses any *fly*, *haste*, or *jump* spells. Creatures not already *hasted* targeted with this *inertial dampener* are affected as *slow* (DC 20 Wisdom saving throw to resist).
- As an action, cover the gantry landing in a shroud of energy that reduces radiation levels by two steps and provides fire resistance to all creatures and objects on the gantry.

Once the jagladine are defeated, the PCs can activate the lift mechanism to drop area 11 through a turbolift down to the base of the gantry with a DC 20 Intelligence (Technomancy) check. However, much like area 11 in the Ultari Parliament, the control monitors are triggered with a trap if they are manipulated by any creature that is not an ultari or jagladine, causing both to flare with magical symbols, one with a *symbol of death* and the other with a *symbol of stunning* (DC 22 to find and to save). Because the PCs already encountered a similar trap in the Ultari Parliament, they have a advantage on Wisdom (Perception) checks to find these traps.

Once the symbols trigger, the doors seal and the entire room drops 100 feet in free fall to the Star-Shield surface at the base of the gantry. Due to the high gravity, this deals 70 (20d6) points of bludgeoning damage.

Into the Starlift (area 10): At the base of the gantry, the PCs can exit area 11 and traverse the stairs leading down to area 10. This area is screened from the Star-Shield exterior by *walls of force*, and at the base of the stairs a pair of locked orium-adamantine doors (Dexterity [Thieves' Tools] DC 30, AC 25, damage threshold 20, hit points 360) block access to the chamber within. If the doors are forced or the lock picked, a pair of diamantem sentries are the last line of defense.

DIAMENTEM (2)

hp 336 (see page 673)

Operating the Starlift: Once the diamantems are defeated the PCs can access the Bore by manipulating the control panels and screens with three DC 20 Technomancy checks, each taking 1d6 minutes. A failed check scrambles the mechanism and increases future DCs by 2 for 1 hour. Once they have succeeded on these checks, area 10 detaches itself from the gantry base as the base on which it rests tilts at an angle and it slides down into the Bore, which is 100 feet across.

If the PCs succeeded on all three checks with no failures, they succeed in fully activating the Starlift's defenses, activating a *prismatic sphere* (as *prismatic wall* but a shaped as a sphere) that surrounds the entire Starlift. If they fail any check, they are able to activate a *resilient sphere* that likewise encapsulates the Starlift. As long as either magical protection persists, the area inside the Starlift is protected from heat, radiation, and extremes of gravity.

Unlike a typical *resilient sphere* or *prismatic wall*, the Starlift is mobile, able to levitate upwards and downwards and even with limited lateral mobility, able to move 20 feet horizontally and 60 feet vertically (120 feet if moving down) each round. It is integrated with the gravitic mechanisms and technomagical *gate* frequencies built into the Bore, allowing it to leap between sequenced *arcane gates* and traverse the distance from the stellar surface to the core in about two hours, even though its own relative speed is only about 120 feet per round. Internal controls on the Starlift enable the PCs to accelerate or decelerate the lift with a DC 18 Intelligence (Technomancy) check.

2. UNBEARABLE BRIGHTNESS

While the Hegemony has explored this star for millennia, there are inhabitants of its immense furnace heart that bear little love for them and still less for any other creatures defacing their home and potentially bringing about its destruction. This is a pair of shining children, arriving from another dimension and attracted to eldritch energies of this strangling star. As the Hegemony dug toward the star's heart, more children arrived, eventually establishing a home from which to watch the star's slow descent into entropy, yet they have sensed a disturbance in destiny caused by the arrival of such potent mythic beings as the PCs, and they have no desire to perish with Faa Dlan. To prevent the PCs from killing the sun prematurely, several of the children have risen up from the star's interior to drive a small herd of sunworms through the Bore's walls to exterminate the invading PCs with extreme prejudice.

The ride down through the Bore is eerie, with an ominous sense of indescribable weight surrounding you and yet moving in a vast darkened cave, the relentless black of the Bore's walls broken only by the gleaming of the Starlift's protective screen and the sequence of glittering ring gates with their intermittent flashes lurching you ever deeper into the star's pulsing heart. Now and again you see tiny pinholes and cracks in the

blackened walls where the singularity star's fury beats against this impossible apparatus that holds it back, with roaring plumes and fumaroles of incandescent plasma blinding in their brightness in the darkened Bore, but you are swiftly through them before they can consume your protective barrier, or skip past them through another ring gate. The Bore heals and seals itself like a living thing, stealing the star's own energies to withstand its power, yet even a momentary fracture could prove deadly. Your eyes behold a roiling plume of plasma not far ahead, and the Starlift's proximity alarms begin to



sound. The next arcane gate in the sequence is not responding, and the cloud of fiery doom is surging towards you.

The PCs can choose to hold their position and wait for the Bore to seal itself, which it will do in 2d6 rounds if left alone; however, one of the shining children keeps a sunworm down in the plume to keep gnawing at the Bore wall and keeping the cracks from closing. Meanwhile, the other shining child drives the remaining four sunworms up towards the Starlift. Sunworms can use their swim speed within the solar plume, but outside it must use their burrow speed to gnaw through the skin of the Bore, reaching out from the edges to attack. They can use their quantum tunneling to strike through the Starlift's force barrier, and even through a *prismatic sphere*. The shining child focuses its efforts on controlling the sunworms and directing their attacks, but gleefully assaults any PC daring to exit the Starlift, or if the Starlift's protective barrier is shattered.

SUNWORMS (5)

Gargantuan monstrosity, unaligned

Armor Class 18 (reflected light)

Hit Points 247 (15d20 + 90)

Speed 50 ft., burrow 40 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	7 (-2)	22 (+6)	1 (-5)	8 (-1)	4 (-3)

Saving Throws Con +12, Wis +5

Damage Immunities fire, radiant

Senses blindsight 30 ft., tremorsense 60 ft., passive Perception 9

Languages --

Challenge 18 (20,000 XP)

Light Immunity. Sunworms are immune to any light-based effect (GM's discretion). This would include spells like *color spray*, *prismatic spray*, and *searing light*.

Quantum Tunneling. When not in darkness, sunworms can use its burrow speed to pass through objects or barriers made of force and even through a *prismatic wall* in the same way they can burrow through earth or stone. Its attacks force effects that improve AC, such as *mage armor* or *shield*, but has disadvantage when attacking through a *prismatic wall*.

Sun Savior. In sunlight or within the radius of a *daylight* spell, each of a sunworm's speeds increases by +10 feet, and it gains advantage on attack rolls, checks, and saves.

Tunneler. The sunworm can burrow through solid rock at half its burrow speed and leaves a 10-foot-diameter tunnel in its wake.

ACTIONS

Multiattack. The sunworm makes two attacks: one with its bite and one with its stinger.

Bite. *Melee Weapon Attack:* +15 to hit, reach 10 ft., one target. **Hit:** 22 (3d8 + 9) piercing damage. If the target is a Large or smaller creature, it must succeed on a DC 20 Dexterity saving throw or be swallowed by the sunworm. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the worm, and it takes 21 (6d6) radiant damage at the start of each of the sunworm's turns. If the sunworm takes 30 damage or more on a single turn from a creature inside it, the sunworm must succeed on a DC 20 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the sunworm. If the sunworm dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

Tail Stinger. *Melee Weapon Attack:* +15 to hit, reach 10 ft., one creature. **Hit:** 19 (3d6 + 9) piercing damage, and the target must make a DC 20 Constitution saving throw, taking 42 (12d6) fire damage on a failed save, or half as much damage on a successful one.

SHINING CHILD (2)

Medium aberration, chaotic evil

Armor Class 20 (radiant armor)

Hit Points 127 (17d8 + 51)

Speed 30 ft., fly 50 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	22 (+6)	17 (+3)	24 (+7)	22 (+6)	26 (+8)

Saving Throws Dex +11, Con +8, Wis +11, Cha +13

Skills Deception +13, Insight +11, Intimidation +13, Persuasion +13

Damage Resistances cold, thunder; bludgeoning, piercing, and slashing from nonmagical attack

Damage Immunities fire, poison

Condition Immunities blindness

Senses truesight 120 ft., passive Perception 16

Languages all, telepathy 120 ft.

Challenge 16 (15,000 XP)

Innate Spellcasting. The shining child's innate spellcasting ability is Charisma (spell save DC 21). It can innately cast the following spells, requiring no material components:

- At will: *light*, *major image*
- 3/Day each: *dispel magic*, *mirage arcane*, *sunbeam*, *wall of force*
- 1/Day each: *symbol of insanity*

Blinding Light. A shining child radiates a 60-foot-radius aura of blinding light. Creatures that can see the shining child must succeed on a DC 16 Constitution save or be blinded for 1 round. They must save again with disadvantage at the start of each of their turns, with disadvantage if they failed their previous save. If they fail three consecutive saves, they are permanently blinded.

Bright Regeneration. A shining child regains 10 hit points at the start of its turn so long as it is in an area of bright or normal light (not counting its own) and so long as it has 1 hit point remaining.

Light Leap. A shining child can transport itself between areas of bright or normal light as its move action with a maximum range of 120 feet.

Radiant Armor. The light that surrounds a shining child grants it a +4 bonus to its AC (included). The bonus is negated as long as the shining child is in the area of effect of a spell that causes darkness—for example the *darkness* spell.

Super Nova. When killed, a shining child explodes in a blinding flash of searing light identical to its blinding light aura, though it also deals 42 (12d6) radiant damage to creatures within 60 feet, or half as much a successful DC 19 Dexterity saving throw.

REACTION

Incandescent Dissolution. If a creature takes damage from a critical hit or takes damage that reduces it to below 0 hit points while inside a shining child's aura of blinding light, the shining child can use its reaction to saturate the creature's body and open wounds with matter-annihilating light, dealing 42 (12d6) radiant damage, or half as much on a successful DC 16 Constitution saving throw. Creatures killed by this effect are disintegrated, leaving only a shadow burned into the sediment.

ACTIONS

Multiattack. A shining child makes one burning touch attack and uses its searing ray once.

Burning Touch. *Melee Weapon* Attack: +9 to hit, reach 5 ft., one target. Hit: 16 (3d10) fire damage. A shining child corrupts the positive energy within a living creature into an unnatural burning light. For the next 5 rounds after a successful touch attack by a shining child, the target takes 7 (2d6) points of fire damage. The burning light can be "extinguished" by casting *darkness* on the target, or by entering an area of natural darkness (not counting the light from the burning target).

Searing Ray. The shining child targets one creature it can see within 120 feet of it. The target must

succeed on a DC 21 Dexterity saving throw or take 35 (10d6) fire damage or half as much on successful save.

Shattered Shields: If the PCs have activated a *prismatic sphere*, the sunworms can use their power to penetrate it and attack through it, though the shining child cannot. The worms circle around the Bore to be able to attack the Starlift from several directions. If PCs move the Starlift to one side of the Bore, they may be able to isolate themselves to where only one or two of the sunworms can attack at a time. If sunworms are attacking through the *prismatic sphere*, PCs must ready attacks to strike them, unless a sunworm can be grappled, restrained, paralyzed, or otherwise prevented from moving its appendages back out of the sphere. A creature swallowed whole by a sunworm can of course continue to attack it from within. They are exposed to extreme gravity and stellar vacuum while swallowed by a worm outside of the Starlift but are not exposed to heat or radiation.

If the Starlift is protected by a *resilient sphere* and that shield is destroyed, PCs aboard the Starlift are immediately exposed to the deadly conditions within the star's interior. While the Bore holds back much of the star's power, with the active solar plume the dangers within the star are ever-present. Creatures are exposed to a **stellar vacuum** and **extreme gravity** (see page 503, **Stellar Adventuring**), and take 35 (10d6) fire damage and 35 (10d6) radiant damage from radiation (along with exposure to **high radiation**) each round at the beginning of their turn.

If the Starlift's primary defenses are dispelled or destroyed, its emergency shield generator can create a new *resilient sphere* as an action with a successful DC 20 Technomancy check. If the shining child sees such a protection arise, it uses *dispel magic* on its next turn to try to destroy the Starlift's shielding again. If the *resilient sphere* is dispelled or destroyed, it can be reactivated with another action, but the DC of the Technomancy check increases by 2 each time it is destroyed.



Plunging Through: Rather than waiting for the worms to come to them, the PCs can dial up the throttle and attempt to lower their craft through the solar plume. This provokes opportunity attacks from the sunworms burrowing in the walls that can reach the PCs, as they do not treat the *resilient sphere* or *prismatic sphere* as cover, but the Starlift can move downwards faster than they can follow. The remaining sunworm swimming within the plume tries to block the Starlift's progress with its massive body while attacking any passengers within.

Plunging directly into the solar plume deals 140 (40d6) points of force damage per round to the Starlift. This does not harm a *prismatic sphere*, but it will destroy a *resilient sphere* after 2 rounds. The graphene construction of the Starlift is not harmed as long as it is surrounded and reinforced by the *resilient* or *prismatic sphere*, but if exposed directly to the solar plume it takes 35 (10d6) points of fire damage per round. Each 5-foot section of the Starlift has AC 20, damage threshold 20, and 200 hit points. The unendurable brightness of the solar plume also effectively blinds most creatures, as if they were in total darkness (see page 503, **Chapter 8: Stellar Adventuring**), though creatures with *true seeing* or blindsight can see normally. Tremorsense allows enough perception to be able to navigate through the space. The sunworms and shining children can see through the solar brightness without difficulty. The plume takes the shape of a 100-foot cone-shaped burst when it first appears, increasing in size by 10 feet in every dimension for each round it persists.

If PCs can see, they can try to navigate around the swimming sunworm and any *wall of force* created by a shining child. Even though such walls must be vertically aligned, they can be created to crisscross the Bore and make it difficult to get the large Starlift through the gaps. When the PCs try to maneuver the Starlift past the swimming sunworm, the worm must succeed on a DC 20 Dexterity saving throw to be able to extend its bulk into the Starlift's path, blocking it from further movement in that direction. If the PC directing the Starlift has *true seeing* or blindsight, the DC of the save is increased by 2. If another PC destroys the *wall of force* created by the shining child, the DC of the save is increased by 2. These increases stack.

If the worm succeeds on its save, the PCs are able to move 1d4x10 feet down. If the worm fails its save, the Starlift is able to slip past it and move its full 120 feet down. In either case, if this does not carry the Starlift out of the solar plume, they are engulfed in it for an additional round, with the effects as above.

Flight to the Ring Gate: If PCs move past the sunworms and shining children, their foes use their light leap abilities to catch up but can only do so within 60 feet of the solar plume. The PCs have to continue moving down for an additional 500 feet (most likely taking 5 rounds, unless they have special abilities that can speed the Starlift) before they reach the next *ring gate*, where they can teleport far ahead of their pursuers to a location they cannot easily discern to follow.

The shining children fly in pursuit, using *wall of force* to block off portions of the Bore and force PCs to maneuver around them, giving the worms time to catch up.

Once the PCs escape with the Starlift through the *ring gate*, the remaining hour of their journey to the Heart of Faa Dlan is uneventful.

3. TO KILL A STAR

The Bore becomes more stable the deeper into the heart of the star it extends, though the nuclear explosions of the star's fusion heart are intense and powerful, their unimaginable energies rattling the chamber in the center of the star. The core chamber is 200 feet square and 100 feet high, floor to ceiling.

The chain of constant explosions shakes the dense heliocarbon of the shaft every second, and the dull matte black of the walls of the Bore have become translucent with the intensity of energies and hypergravity pressing in upon them even as the tunnel through the star's heart has narrowed to less than half its former width. At last the Bore opens into a vast chamber like a flattened cube, with long columns of crystallized energy stretching like rails from the Bore's opening to a wide dais along the floor of the chamber. Each surface gleams with eldritch energies shielding and reinforcing their solidity and the entire chamber is brightly lit by the radiance seeping through the walls, though shifting shadows play upon their surface as the inferno roars beyond.

Any character who studies the moving shadows might note (with a DC 30 Wisdom (Perception) check) that the shadows take the form of bizarre creatures so large they fill each face of the room's wall. These are the agitated projections of the Principalities themselves (which can be revealed with a DC 15 Intelligence (Religion) or DC 25 Wisdom (Insight)). Imprisoned for eons, they sense their impending freedom is in jeopardy from the advent of the PCs and their destiny with the *Phoenix Egg* and *Opus Aeterna* in hand.

The dais at the center of the chamber is controlled psychoactively, but the PCs bring the touch of destiny with them, and any PC can attempt a DC 18 Intelligence (Engineering) or Dexterity (Thieves' Tools) check to trigger the formation of a rounded concave receptacle rising up like a pedestal from the dais. The ultari discovered this feature and noted that it perfectly fit the size of an adult ultari forehead and thus presumed it was handed down from the Principalities especially for them to meld their minds with their ancient overlords, but they could not have been more wrong. It was devised by the Patrons for a purpose entirely opposite that, for preparing the *Phoenix Egg* to hatch.

When the PCs place the *Phoenix Egg* in the receptacle, its glow intensifies and the *Egg* unfolds like a flower, its inner light intensifying as a pool of luminous liquid forms within it. The drained mythic essence of Invidia and Enokk has been distilled and purified, but their epic power alone is not enough. The PCs must begin draining their own essence into the *Phoenix Egg* to unleash its ultimate power.

Development: Once the *Phoenix Egg* is placed in the pedestal, it attracts the attention of the living essence of the singularity star itself, which coalesces into the form of a stellar hydragon, an eldritch abomination that birthed all of the sunworms, solar dragons, and larval hydragons that infest the star. This creature is given life and strength by the malice of the Principalities. It has no name but that of the star it inhabits and no purpose other than to defend it with its immortal life. The hydragon begins stirring as soon as the PCs arrive, but they have 1d4 minutes before it awakens fully while they are studying the core chamber and making their preparations. Placing the *Phoenix Egg* into the receptacle, however, sends a jolting shockwave through the chamber and instantly draws the beast's ire and hastens its arrival in response to the Principalities' psychic calls of distress. The hydragon arrives two rounds after the *Phoenix Egg* is placed and opened.

Creature: Essentially the star's last defense system, the multiheaded stellar hydragon (referred to here as Faa Dlan) is so massive it can attack the PCs from any angle. For the purposes of combat, treat each head as a separate creature, each with its own statistics and abilities. The hydragon cannot be killed unless the star itself is destroyed. Even if one of the heads is killed, it grows back in 1 round.

The hydragon attacks the PCs until they are destroyed, but they need not destroy it in turn. They only need to fend it off long enough for the *Phoenix Egg* to be fully charged and detonated. The hydragon's heads can attack from any location in the core chamber, with the Faa Dlan map showing likely points of entry where the hydragon's heads can smash through the heliocarbon shielding protecting the core chamber. In combat, a character observing the heads can determine that they belong to a single impossibly large creature with a DC 17 Wisdom (Insight) check.

MAWS OF FAA DLAN, STELLAR HYDRAGON (6)

Gargantuan dragon, unaligned

Armor Class 22 (shimmering shield)

Hit Points 210 (12d20 + 84)

Speed 40 ft., burrow 40 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	14 (+2)	25 (+7)	16 (+3)	15 (+2)	19 (+4)

Saving Throws Dex +9, Con +14, Wis +9, Cha +11

Skills Perception +16, Stealth +9

Damage Resistance bludgeoning, slashing and piercing

Damage Immunities fire, necrotic, radiant, thunder

Condition Immunities radiation

Senses blindsight 60 ft., darkvision 120 ft., passive Perception 26

Languages Draconic (can't speak)

Challenge 21 (33,000 XP)

Glittering Scales. The Faa Dlan hydragon's scales are glossy and reflect ordinary light and magical energy. In bright light, any creature within 30 feet automatically has disadvantage on attack rolls based on sight, and any creature beginning its turn adjacent to the stellar hydragon is blinded until the end of their next round unless they close their eyes. In addition to reflecting natural light, all magical attacks that require a to-hit roll also have disadvantage, if they still hit but the unmodified attack roll was 16 or below the attack is magically reflected back at a random creature (including another head of the stellar hydragon).

Magical Maws. The maws are considered magical adamantine weapons.

Multiple Heads. The Faa Dlan hydragon has six heads. While it has more than one head, the Faa Dlan hydragon has advantage on saving throws against being blinded, charmed, deafened, frightened, stunned, or knocked unconscious. Each head also acts on its own initiative count and has its own separate hit points, as if it were a separate creature.

Quantum Tunneling. When not in darkness, the Faa Dlan hydragon can use its burrow speed to pass through objects or barriers made of force in the same way they can burrow through earth or stone. It also ignores force effects that grant a bonus to AC, such as *mage armor* or *shield*.

Radioactive Aura. Any living creature within 60 feet of a hydragon maw must succeed on a DC 22 Constitution saving throw or gain 1 level of exhaustion. A creature who succeeds on this save is immune to this ability for 24 hours, but a creature who fails on this roll is vulnerable if it enters another head's radioactive aura.

Reactive Heads. Each maw of the hydragon gets an extra reaction that can be used only for opportunity attacks.

Vital Strike. If one of the maws scores a critical hit, any other head within range may use its reactive head ability to take an attack of opportunity.

REACTION

Mirror. If damaged by a magical attack the hydragon maw can use its reaction to increase its reflection chance from 16 to 18 on the to-hit roll until the start of its next turn. While Mirror is active it may direct where the reflected spell goes.

ACTIONS

Massive Maw. *Melee Weapon Attack:* +15 to hit, reach 120 ft., one target. *Hit:* 24 (3d10 + 8) piercing damage plus 9 (2d8) radiant damage. This attack scores a critical hit on a 19 or 20.

Deathstar Plume (Recharge 5–6). The dragon exhales a booming prominence of roiling solar plasma in a 90-foot line that is 10 feet wide. Each creature in that line must make a DC 22 Dexterity saving throw, taking 36 (8d8) radiant damage and 36 (8d8) thunder damage on a failed save, or half as much damage on a successful save.

LEGENDARY ACTIONS

Each maw of the hydragon can take 1 legendary action, which can be used only at the end of another creature's turn. The maw regains its spent legendary action at the start of its turn.

Bite. The maw makes a Massive Maw attack

TACTICS

Before Combat The Faa Dlan hydragon sends six heads to investigate the PCs' presence at the star's heart. Each head arrives from a different direction and chooses a PC to assault. The heads use their quantum tunneling ability to burrow through the heliocarbon walls and force fields protecting the core chamber.

During Combat Each head focuses on a different opponent. If the Faa Dlan hydragon scores a critical hit, any other heads that threaten the target can take attacks of opportunity against the target. Each head has sufficient reach to stretch to the center of the chamber, but if one or more PCs moves closer to the walls to bring the attack to them, several heads divert their attention to that PC rather than focusing on PCs manipulating the *Phoenix Egg* at the base of the Bore.

Morale The Faa Dlan hydragon fights until the star is destroyed, even sending additional heads in to join combat once the PCs prove a threat (but no more than six heads at one time).

Hazard: When the hydragon breaches the carbon surfaces and walls of force, the center of the star is immediately exposed to the heat and noise of nearby fusion reactions. The characters may be shielded from fire damage, but the ruptured shielding exposes the core chamber to stellar vacuum and extreme gravity, as described in Appendix 1 (see **Stellar Exploration**, page 503). The carbon surfaces shake with the impact of the hydragon's onslaught, causing it to overheat and begin flaking away and melting under pressure. Blocks of the solid material are crushed by the pressure at the star's heart, some crumbling into chunks raining down into the center of the core chamber while other sections of softened heliocarbon shielding slough off into the stellar core. Each round a stellar hydragon ends its turn burrowed through the heliocarbon shielding, there is a 50% chance that every 5-foot square of heliocarbon shielding surrounding it is replaced with hyperdense stellar plasma seeping through,

dealing 70 (20d6) points of fire damage and exposure to **severe** radiation to any creature touching or entering it). Once this rupture begins, this plasma conversion expands by an additional 5 feet per round. Creatures within 30 feet of a plasma rupture take 7 (2d6) points of fire damage and are exposed to **light** radiation; within 20 feet 14 (4d6) points of fire damage and **medium** radiation; within 10 feet, 21 (6d6) points of damage and **high** radiation.

The first time that this plasma conversion occurs, the shielding integrity weakens and the heliocarbon structure begins to buckle and vibrate, treating all surfaces in the chamber as difficult terrain. Constitution saving throws to maintain concentration have disadvantage. The only island of stability in the core chamber is the base of the Bore, which remains solid and stable until the plasma conversion extends within 10 feet of it.

Development: The PCs may choose to plant the *Egg* and fight the heads of the stellar hydragon without charging it so they can accomplish their task later without distractions. However, it should rapidly become obvious that the heads are able to regenerate themselves, and the longer they stay here the faster the entire core chamber will collapse, and all will be lost. Destroying the heads of this cosmic beast can do no more than delay the inevitable.



DETONATION

The ritual for opening and powering the *Phoenix Egg* is contained in the item description, and it is up to the players to decide how much energy they need to implant into it before triggering its detonation. Using the *Opus Aeterna* indicates that detonation of the *Egg* at the following power levels is likely to destroy the following:

POWER SCALE	RESULT
Level 1	The heads are destroyed but the stellar hydragon recovers
Level 2	The hydragon is destroyed and the dimensional taps into the dimension of the Principalities are destroyed
Level 3	The entire Bore is destroyed and the dimensional thinness adjoining the Principalities' dimension is cauterized, sealing them away forever
Level 4	The landing zone complex on the stellar surface is destroyed and the internal reactions of Faa Dlan are hopelessly disrupted, leading to solar death in less than a century
Level 5	The Axis Major is permanently disrupted and Faa Dlan's structure begins to collapse, leading to solar death in less than a year
Level 6	Faa Dlan explodes and the Dyson sphere is shattered and destroyed
Level 7	Faa Dlan goes nova and the entire star system is destroyed, including outlying Hegemony bases and stations, sealing the singularity wormhole from the Titan's Maw black hole
Level 8+	Faa Dlan goes supernova, not only destroying the system but inverting the singularity wormhole of the Titan's Maw black hole and creating a synergistic parallel supernova there that ruptures the black hole and obliterates the entire Latere Nebula (including Scarab Relay)

Any outcome will damage the Hegemony, and triggering it at Level 5 will bring about the devastation of Atlas Prime, Lacuna, and the entire sphere in less than a year, but to truly destroy the Hegemony threat the PCs need to get the *Phoenix Egg* to at least Level 6 if not higher before triggering its detonation. The PCs likely have 10-20 points of mythic essence already stored in the *Phoenix Egg* from Invidia, Enokk, and the crystal golems and slurry of the Daughter's Fane, and so may begin their efforts here already at Level 3 once they initiate the *Phoenix Egg*. Every character has a chance to contribute if they choose, and if desired they can take up to two rounds injecting their mythic essence into the *Phoenix Egg*. Once the stellar hydragon attacks, PCs must decide how to split their efforts between fighting off this threat, using their mythic power to enhance their abilities, or focusing on charging the *Egg*.

Once the PCs have charged the *Phoenix Egg* to the desired level, they need only cease their implantation of mythic power and the *Egg* will automatically perform its task, even if the PCs operating it are killed or are forced away from it by the hydragon or the collapsing heliocarbon structure. One round later, the *Phoenix Egg* explodes, annihilating the mortal bodies of the PCs and their enemies in a coruscating bloom of cosmic power. Gliding just ahead of the seething stellar energies, a wave of psychic energy washes over the PCs, infused with thoughts of peace and possibility, and hope of salvation and rebirth for so many across the galaxy. The Ultari Hegemony is forever broken, and on every known planet a new day dawns.

EPILOGUE

The party has defeated the lasting evil of the Principalities, closing the final legacy of those ancient evils and their servants with complete and undeniable destruction. Though the fated champions of the Accord's founding heroes gave themselves up to secure this victory, their sacrifice leaves a lasting impression on those who knew them. But the PCs gain more than an inspiring reputation for their valor. They become new deities and demigods of the **Legendary Planet** setting, each with a world of their own to personally mold and shape and a following to cultivate in the worlds they choose to make. To conclude the *Legendary Planet Adventure Path*, read or paraphrase the following.

The Phoenix Egg's glow is too painful to comprehend as it draws in all that you have to give and more, while the singularity star's eternal fires roar in time with its monstrous guardian, but then, between the space of moments, there is silence. And then Light. Heat. Gravity. Sound. Feeling. All these have lost meaning. There is only Light. And speed, impossible speed, velocity beyond imagining as the Light races out. The heliocarbon core is swallowed in less than an instant, and the raging heart of the star melted away, its fires dwarfed by the Light as you ride its cresting horizon through oceans of flame seeing colors impossible to name as the fires fall into the heart of the Light and then race out again in pulsing shockwaves, crashing through the stellar surface and racing in every direction to the gleaming sphere above. Tiny specks and motes fly towards you in legions uncounted but are swept away like dust as the Light soars and spreads to every quadrant and the vast sphere does not so much shatter like glass as it dissolves like gossamer threads in a hurricane, the immense monument to hate and hegemony erased forever in a cleansing moment. The wormhole of the Titan's Maw erupts as if in response, sucking in the onrushing tide of shattered dust and immortal essence, drawing them into its vortex like the ashes of dead gods, yet the Light races on, shining in every color and none, engulfing the Titan's Maw and tearing asunder its twisted course as it flares into the nebula and vastness beyond. Still it flows on to the edge of the system and beyond as minutes turn to hours as reality bends and turns in upon itself in the cosmic night. Time passes.

In the void of space lies empty where Faa Dlan once shone, the last vestige of the Light still burns, a gleaming white dwarf star surrounded at first by the purified stellar residue left behind. A normal star might take interminable eons to birth anything more, yet time passes strangely

bathed in the Light, just as the Opus Aeterna foretold before it joined Faa Dlan in luminous oblivion. It taught that the most powerful destructive force in the multiverse is the unfettered essence of creation, and in far less time than nature might have imagined, dense and spinning stones coalesce within the rebounding cascade of seething life and light as the newborn star itself grows and matures. With impossible speed, they gain size and energy of their own, falling into perpetual circles and gaining complexity as they mature of their own accord.

Several of these worlds coalesce over time into habitable planets with vastly different environments, as each world calls out to one of you in turn, shaping itself to your vision, your desire, your hopes, and your dreams, and each falling into conjunction in the turning of the years so that even in the spirit-beyond you forever can reach across the vast and remember your friends who made this place come to be. Continents form, waters cool the surface, and life once more comes aborning. Outside this system, none can say for sure what may become of this opportunity for new life, or what shadows of the past may lurk in the far corners of the universe. But you each now may tend to your own gardens, shaping the course of a new history and destiny on your own *Legendary Planet*.





BEYOND THE ADVENTURE

CHAPTER 8: MIXING SCIENCE FICTION AND FANTASY

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CHAPTER 8: MIXING SCIENCE FICTION AND FANTASY

The entirety of the *Legendary Planet Adventure Path* blends science fiction and high fantasy throughout. The classic interplanetary struggle between good and evil pits heroes from a technologically primitive world against genetically engineered slave soldiers. The ancient powers that once defended the galaxy use predictive mathematical models approaching the most powerful divinations. A hostile alien empire uses dimensional magic to traverse the stars in a metal spaceship. There's no question *Legendary Planet* combines magic and technology in most of its encounters, and sometimes in the same technomantic device.

Every group of players is different, with some preferring the majesty of magic and some lusting after the control of one's destiny afforded by science. In the tense turn of events described by these adventures, it's crucial to balance the elements of fantasy and science in order to challenge and excite players and thoroughly explore all the adventure path has to offer. Fortunately, that balance is manageable for any game master and her players, since the two are not mutually exclusive. In fact, the best blend of science and fantasy are not a combination of two opposites. The best combination is when a story appears on a scale.

To explain this scale, it's important to define the two themes and expand from there. A fantasy story commonly incorporates magic and the supernatural while describing an imaginary

setting where impossible elements are possible without rational explanation. Such stories employ curses, god, monsters, and spells to help or hinder characters as they struggle against the challenges of their tale.

Science fiction is frequently (but not always) grounded in a modern understanding of the world, but then crafts an imaginary setting where the impossible becomes possible via consistent scientific principle and technology. In hard science fiction, singular accomplishments rely on detailed discussions of plausible scientific principles, such as artificial intelligence or folding space. The more common science fiction fantasy simplifies such concepts, boiling them down to a few trademark phrases that imply advanced technology. Of course, most science fiction falls between the most extreme examples of these two sub-genres as a given story deals with complex themes such as alien worlds, interstellar travel, time travel, and cosmic dimensions.

It's worth noting the two have very different effects on players and readers. Fantasy stories tend to be about heroes—capable protagonists driven by a sense of destiny and aided by gods or wizards as they quest to save a kingdom or vanquish a monster. The hero survives on physical power or inner virtue and has a protected status as the chosen one. Science fiction stories frequently have flawed protagonists, everyman characters that rely on compelling technology to survive environmental hazards and overcome deadly enemies. In a science fiction tale, very commonly the real hero is the technology itself.

With an operating definition of the two larger genres, it seems fair to say that most science fiction has a strong presence of fantasy elements. Though a number of successful book and film franchises are best described as hybrid science fiction/fantasy, *Legendary Planet* in particular has strong fantasy elements including predestined heroes, primitive weapons, and divine magic. The encounters set out in each adventure make use of a system of spells, magical abilities, and technological (or at least alchemical) items that allow the main characters (the player characters) to travel to different worlds, destroy genetics labs, navigate a war between robots and undead, and more. While the adventure path assumes a sword-and-planet feel with more complex magic and technology in its later adventures, a home campaign with less structure might require careful consideration regarding the balance of magic and technology, or fantasy and science-driven elements. The following principles should help a science fiction/fantasy game choose wisely in this regard.

EVERY STORY IS A HYBRID!

By definition, fantasy and magic are already integrated into a world predicated on scientific principles. Most stories share our basic understanding of time, nature, and gravity. While an adventure completely without gravity or fundamental assumptions about life (like breathing, eating, and reproduction) might be interesting in the short term, such a tale would strain the imagination and the audience might be eager to return to something more familiar.

Escapism normally comes from a firmer foundation. People much like us face a threat we can comprehend and find resolution with the best tools or weapons they can find. A medieval or Old West tale with monsters doesn't have the technology we as readers are accustomed to but does integrate the scientific understanding of the setting. The argument that firearms don't belong in fantasy is more correctly stated that firearms don't belong in some fantasy. The Chinese invented black powder in the 9th century. The first printing press went into use in the 15th century. The 13th and 14th centuries saw the first corrective lenses, mechanical clocks, and paper mills. In fact, the whole of Western medieval culture that makes up many fantasy role-playing games was a constant barrage of new inventions. Since any magic or divine intervention is applied in the context of the story's contemporary technology, every story with fantasy elements allows for some science fiction. In fantasy roleplaying games, alchemists and gunslingers push knowledge forward despite the prevalence of arcane magic. In

many publications, the existence of adamantine or meteoric iron presupposes the existence of fantastic materials in outer space. Some degree of scientific discovery is already present in most fantasy stories.

The opposite is also almost always true...

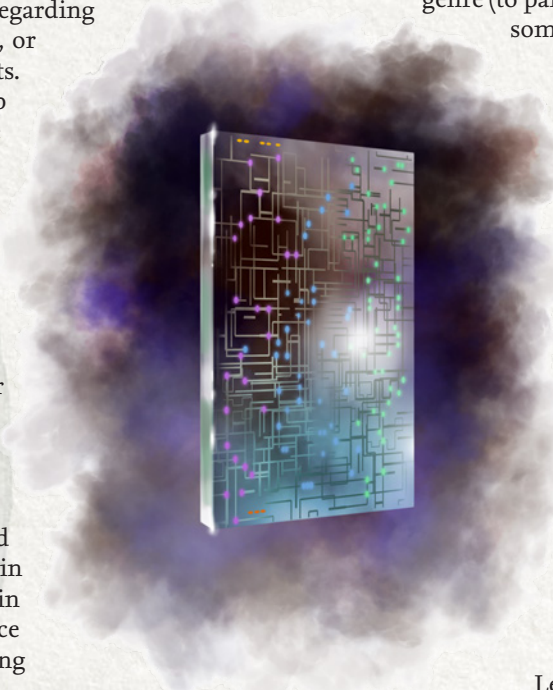
ANY SUFFICIENTLY ADVANCED TECHNOLOGY...

Many fans of science fiction are aware of the third of Arthur C. Clarke's three laws. If you aren't, they deserve a moment of your time as you entertain any manner of speculative fiction. Over the course of decades, Clarke's observations regarding great science fiction progressed from a single observation about the genre (to paraphrase, 'when a seasoned scientist says something is possible he's always proven right, and when he says something is impossible he's always proven wrong') to a guideline that helps place any fiction on a continuum between fantasy and hard science.

Clarke's Third Law says that any sufficiently advanced technology is indistinguishable from magic. More than a cliché, it allows a story to incorporate mysticism into cultures driven by observation and discovery. Most science fiction strays into fantasy as soon as the text describes advanced devices without explaining how they work. A common trope in modern scifi cinema and prose features vital technology used to save lives or transform worlds, without significant discussion of their function.

Leaving vague references to unexplained technology behind, certain themes also join the realm of fantasy by virtue of defying scientific explanation. A starship returned from faster-than-light travel might have strayed into a dimension that more resembles Heaven or Hell. Cosmic horrors that exist above and outside human perception are clearly fantasy monsters, but their existence in space often consigns them to the realm of science fiction. The existence of strange alien worlds forces us to entertain ideas of interstellar travel and world-shattering weapons, but without the attempt at a hard science fiction rationalization, much of the technology in the most popular science fiction settings is essentially magic.

Imagine traveling back in time to the bronze age. Any use of technology that other cultures haven't discovered might be regarded as godlike in both its complexity and simplicity. Wires and the use of specific materials and programming language might be intricate, but the production of music with the touch of a button would be incredibly convenient. In simpler times, such technology might invite surrender and worship.



Centuries later, knowledge of antibiotics nutrition could result in accusations of witchcraft. With no context to understand advanced chemistry or medicine, real humans would have no explanation for dramatic leaps in science other than magic. It's no different with far future fables, where advanced tools make the impossible convenient.

Understanding that technology and magic serve the same function in adventure stories makes it easy to blend them. From there one has only to establish the expectations of the game setting in order to condition the player characters to accept a certain blend of magic and material knowledge. The plots, races, and worlds that form the campaign's backdrop make basic assumptions about the validity of arcane magic, divine magic, and technology, and the PCs adopt or challenge those assumptions based on their individual stories.

HYBRID RATIONALES

Having smaller subsets of science fiction/fantasy rationales is important to give texture to various races and worlds in a science fiction/fantasy setting. In *Legendary Planet*, the jagladine are expert geneticists, using scientific experiments that mimic necromancy and transmutation to raise fallen enemies as klaven slaves. But jagladine aren't advanced interstellar travelers. Their understanding of science is restricted essentially to cellular biology and the magical arts they employ in addition to the science. The concepts of atomic transmutation or interstellar flight are as lost on them as an axe-wielding barbarian from a primitive world. Understanding the scientific expertise, if any, and how a race approaches other kinds of technomancy helps plan for both combat and role-play encounters with members of that race.

The different explanations for hybridized magic and technology are flexible and innumerable. A sorcerer might regard wizard spells as a form of science, since they are power derived from study and specific formulations rather than the raw power of a supernatural bloodline. In a cosmic horror campaign, advanced mathematics might be the key to understanding non-Euclidian geometry, thereby unlocking the secrets of alternate dimensions. Psychic spells and occult classes absolutely bridge the gap between the supernatural and the power of a rational mind over a malleable universe.

The major players in a game of mixed genres need a defined approach to technomancy in order to guide PC interaction, and even to define what is possible or impossible in their mindsets. Negotiations between representatives of various races and entities might depend on the ability of PCs to navigate an adventure. A certain enclave might possess technology thought impossible to develop, while a group of remote mystics may require a demonstration of psychic power before they agree to aid the characters.

INTERSTELLAR TRAVEL

As much as any other topic, dimensional and interstellar travel must absolutely have defined rulings. Science fiction stories frequently involve travel over the expanse of space in very little time, explained as faster than light travel, short-cutting through dimensions and gravitational fields, or even time travel (moving forward in time to reach a destination rather than moving quickly to reduce time). In a story that traverses multiple solar systems, virtually nothing of consequence to one world can begin on another without rapid interstellar travel. *Legendary Planet* adventures exclusively rely on a system of gates that allow instantaneous movement from one world to another. The bil'djooli flagship in *The Depths of Desperation* and Weave Moon in *Mind Tyrants of the Merciless Moons* can cross dimensions and elemental planes to minimize travel distance.

Dimensional travel ought to have established guidelines long before player characters can cast relevant spells. Teleport clearly limits itself to travel on the same world, but greater teleport offers immediate transportation anywhere on the same plane. The problem with that standard is that creatures capable of interstellar flight still take months to reach other worlds, and the only spell with a notionally unlimited range is *teleport*, but interplanetary travel might reasonably be considered by GMs as beyond its power, limiting travel to anywhere on the planet it's cast.

Interplanar travel should be adjudicated at the same time as interstellar travel. Can a party bypass the encounters designs to access gates by casting *plane shift* or *gate* to access another plane, then casting *plane shift* or *gate* again to exit an outer plane and arrive on another world? *Gate* allows more precise transportation and stays open long enough for many creatures to use it, but either spell must be cast twice for the same essential effect. It's best to find ways to make these effects useful to characters without allowing them to bypass encounters centered on gate travel or to allow them to cheat time with instant arrival with no chance of mishap.

Aside from appending spell descriptions to accommodate interplanetary games, two mechanisms for controlling such travel include defensive technology and racial paradigms. A culture might prevent teleportation to their cities on a given planet with wards or other technomantic devices as a matter of national security. Another might allow only a specific guild to arrange such travel as a means to controlling and registering such movement. For example, in **Chapter 5: The Depths of Desperation**, the text regarding the bil'djooli flagship Subjugator implies that interstellar vessels require protective shielding from teleportation effects, and even identifies a weakness in such a system in case the PCs want to circumvent the bil'djooli defensive technomancy and *teleport* directly on board.

Dimensional travel can complicate or even destroy significant planning or plots in a game. Tread carefully as regards those spells and be consistent once the rules are communicated.



REMAIN FLEXIBLE

If the appeal of magic is mysticism, and the purpose of science is exploration, every story should make room for the unknown. Once a model for mixing fantasy or magic into a science fiction story takes over, it can guide the inclusion of one or both themes in the ongoing story, but that paradigm doesn't have to be constant. A mixture of smaller technomantic paradigms for specific encounters is almost as important as having a guiding perspective for the players and their characters.

Instead, the ruling paradigm should include the occasional exception. An advanced technological race may have left behind artifacts that defy explanation. Going the other direction, incredibly complex predictive models might appear to border on magical omniscience. Having some flexibility for future phenomena doesn't just keep players guessing, it allows the further tailoring of the adventure to meet the expectations of players and combine individual player character narratives into one story. As an added benefit, if one or more characters need a moment to shine, allowing an unexplained element to serve a specific brand of technomancy (or switch from one to another) might be a simple way for characters to share equal time in the spotlight. A creature able to magically understand all languages might prevail where universal translators fail, or an occult numerologist might herself straddle science and religion to brandish the divine power of metamathematics.

Aside from pleasing player character narratives, flexibility in a game's magic/science paradigm leaves room to challenge a party of protagonists in new ways. A table of traditional fantasy players may enjoy a unique struggle against a swarm of nanites that are both (artificially) intelligent and mindless. Conversely a group of cyborgs standing in the PCs' way might be animated

by necromancy and immune to electromagnetic pulses or other attacks reserved for robots and other technology-driven threats. The challenges in this adventure path, as well as any hybrid-genre campaign, should be modified to both challenge a group of players and allow them to demonstrate balance or strength.

It's entirely possible to blend science fiction and magic into a story with no pre-existing rationale whatsoever. Tools that respond to the mental commands of any user might tap into a form of telepathy or respond to subtle changes in heat and pressure. For a character employing such a tool, no explanation is inherently necessary so long as he can work the tool reliably. Such a paradigm could be science fiction insofar as the setting uses modern or near-future technology, but advanced technology essentially works without training or knowledge of the device's function, like many magical devices. In this case, the explanation for how magic and technology work can still change from one culture to another, but the actual application of magic remains flexible—it is rarely a challenge for the protagonists at all.

HYBRIDIZE THE RULES

While the early adventures of the *Legendary Planet* series focus more on a sword-and-planet style of play, the later adventures in this campaign illustrate the combination of magic and technology in new ways. Polymorphic software interfaces combine holographic icons with translucent illusions in order to program kiosks, access information, and even merely open doors. In **Chapter 5: The Depths of Desperation**, the bil'djooli race holds as its signature weapon a magical rod that harnesses and projects elemental energy with the touch of a button. When facing a particularly dire threat, bil'djooli elite

troops throw technomantic grenades that could be high-level magic or advanced warp technology stolen from a culture more advanced than even their own.

To balance the influence of technology and magic, and to comfortably seat an aggressive race in the setting, some encounters and races must employ magic and science equally. The bil'djooli excel at both, stealing the technomancy of the races they encounter. The locathah of Vareen utilize their own technomantic terminals and devices, offering the PCs the chance to practice such devices early in the adventure so later encounters don't slow down the action. To afford this balance in games that feature both advanced magical and scientific tools, this chapter includes rules that govern the possibility of both elements combined into one device. A technomantic device is operable with a successful Intelligence ability check, usually with a DC equal to 15 – making it difficult for low-level characters but eventually becoming easier as they gain experience. Drafting a simple rule to adjudicate both allows a party of adventurers with any makeup to take advantage of alien technology or learn magic that originates from other planets.

Other potential systems include polymorphic software. Polymorphic software includes any icon-driven interface that allows manipulation of computer terminals and electronically controlled devices. Optionally, a character with a high Linguistics bonus can decipher the intent of such devices, even if the icons change from one operation to the next. The GM's Guide has few rules for such devices, but you need to decide on a consistent set of rules to combine or distinguish magic and technology. Such systems (as well as rules for circumventing technomantic obstacles) are crucial to managing the feel of a science fiction fantasy game, and for dealing with unexpected actions on the players' part.

OPTIONAL RULES

The official **5E GM's Guide** provides a limited number of rules for abilities and equipment that adds more science to a typical **5th Edition** game. Consider the following options for *Legendary Planet* or other games with a close blend of magic and technology, or which expose adventurers to unusual locations. Some are specifically useful in the latter chapters of the saga, but others make the remainder of the adventure path easier to adjudicate.

NEW SKILLS

In a technological campaign, you could create several new skills for interacting with it. Of these, only Engineering is used in the *Legendary Planet Adventure Path*.

Intelligence (Computers). Operating and programming data and communications devices, searching information and interacting with artificial intelligence.

Intelligence (Engineering). Building, repair, and operation of complex machinery.

Intelligence (Robotics). If androids, cyborgs, robots, and similar mechanical beings play a key role, this skill covers their manufacture, programming, and control.

THERE'S NO PERFECT ANSWER

The only correct answer to the conundrum of how much science to have on your fantasy games (and vice versa) is that which is most exciting for the players. A great game or film should have the enjoyment of the core audience as its highest priority. As discussed above, it's probably necessary to keep some fantastic elements in a Schrodinger's box of potential magic or potential science, clearing up the question only when the story and a particular character's narrative demands it. The perfect answer to the question of how evenly to blend the two supposed opposites is to refuse a rigid definition and allow both ideas to challenge players and characters alike.

It's important to recognize that players need a combination of fantasy and science as much as characters do. All stories are written for a human audience, and to one degree or another all of us are motivated by the combined criteria of faith, magic, and reason. The existence of escapist media reveals in us the sense of wonder at the unexplained, and the various ways we might imagine we could find answers to questions relating to our own natures, to the existence of good and evil in the world, and more. Most players live out some combination of magic (faith, music, romantic love, the soul, etc.) and science (knowledge of the physical world, psychology, use of advancing technology) every day. The model for a campaign that blends the two genres must account for that reality. A player that demands a rational explanation for everything in life probably wants something different in a roleplaying game.

Roleplaying is a cooperative effort. By ensuring that a paradigm for the presence of both magic and technology are set, communicated, and flexible for the sake of story, *Legendary Planet* and other science fiction/fantasy games will make for smooth, memorable gaming.

EQUIPMENT

The setting of the *Legendary Planet Adventure Path* assumes that what we would commonly think of as warp drive, hyperdrive, and similar faster-than-light transportation for starships does not exist as a magical or technological advance, though heroes could of course encounter a unique lostech relic with that power. Transit from world to world is accomplished by means of interstellar gateways crafted by the ancients which, while they can be maintained and modified using now-extant powers of science, psionics, or sorcery, cannot be recreated. This is a stylistic choice to maintain the focus on planet-side action and adventure, rather than starship travels through the endless void; however, hyperspeed spacecraft are such a common trope in science fiction that you could certainly allow discovery or even creation of a *warp engine* like the one described in **Chapter 11**. Likewise, the nexus point of magic and machines presents a need for cybersecurity that protects against enchanted intrusions into the functioning of technomagical machinery as well as mundane tinkering. When you play with magic and technology in the same universe, you often need to think about problems from both sides to avoid creating challenges that are nearly impossible to overcome at first glance, but which are trivially solved by the application of magic or science.

INTERACTING WITH TECHNOLOGY IN LEGENDARY PLANET

Throughout the course of the *Legendary Planet Adventure Path*, the PCs have the opportunity to see several different kinds of technology and witness unusual items powered by magic or science, or both. By the time they arrive at the end of the campaign, they are approaching the pinnacle of what the fusion of those two fields can create, all shaped by the psychic will-force and malign intellect of the Ultari and their allies. Many parts of this adventure have a much more sci-fi flavor than earlier installments in the series, and while some technology is infused with psionics or magic that is specifically keyed to the Ultari, most of it can be operated on at least a basic level by PCs with the experience they've developed over the preceding adventures.

When PCs encounter things like automated door panels and computer kiosks, these items often are purely technological, featuring polymorphic software that a character can bypass with a successful Thieves Tool check. The interface for these systems is different from one culture to another, but symbolic icons suggest their function. As a result, a character attempting a Thieves Tool check to use a panel or kiosk can first attempt a DC 15 Intelligence check to gain a +2 bonus on the Thieves Tool check. This check is made as part of the same action. If a character can reach the inner workings of a device or door, he can instead make a Thieves Tool check to disarm or operate the mechanism instead of the interface by adding 5 to a door or trap's DC.

Some technology is powered by magic, or energy indistinguishable from magic. An item described as technomantic can be circumvented or countered with normal magic (such as an *antimagic field* or *dispel magic* spell), or with sufficient technological equipment and a Arcana check with a DC equal to 11 plus the effect's caster level. Regarding effects that are both magical and technological, whenever the following text refers to a **Technomancy** check, it refers to the highest of the acting character's Thieves Tool or Arcana bonus. Characters using the Help action to assist this check must make the same check the acting character makes.

Some items in this adventure are specifically keyed to the psionic resonance of the Ultari mind, and items that are psychoelectric in this fashion are more difficult to operate for creatures that lack natural psionics or the ability to cast psychic spells, with a -5 penalty on Thieves Tool checks related to their operation. A character using the Arcana skill must first use that skill to emulate the Ultari race, with disadvantage on the check if they do not themselves possess psionics or the ability to cast psychic spells. If they successfully emulate an Ultari, they do not take the usual penalty on Thieves Tool checks.

Characters trained in Intelligence (Engineering) gain a +2 bonus on Thieves Tool and Arcana checks to operate technomagical and psychoelectric mechanisms in this adventure.

EPIC BLESSING: MORPHIC NATURE

Each time you traverse an interplanetary gate, you automatically adapt and acclimate to a new world.

When passing through an interplanetary gate, you experience an instantaneous and permanent physical transformation to facilitate survival on a new world. This includes environmental compatibility with the local atmosphere (as determined by the planetary atmosphere at the time of the gate's crafting, but not the ability to survive in a hard vacuum). You also acclimate to local diseases, such that you still prove susceptible to disease, but retain no special vulnerability to alien pathogens on other worlds. You also learn the rudiments of the local Common language, speaking, reading, and writing a passable dialect (though this may not become evident until interacting with a given world's native inhabitants). When you pass through a gate to another planet, these benefits are lost or exchanged for acclimation to the new world.



ADVENTURING IN THE VOID

Much of the action in *Chapter 7: To Kill a Star* occurs beyond a convenient planetary surface. While the massive Dyson sphere feels familiar in most respects, other parts of the adventure may take place in the airless void beyond, and rules for adventures in such environments are provided here.

GRAVITY

Gravity setting is separated into four general categories. (For other gravities, GMs may wish to use the closest category or create custom ones.)

Standard Gravity (x1): Typical gravity similar to that of Earth.

Low Gravity (x1/2): Characters can jump twice as high and as far and can lift twice as much. Movement speed is unaffected. The range of ranged weapons is doubled. Creatures that fall within an area of low gravity take damage for every 20 feet fallen (instead of 10 feet).

High Gravity (x2): Characters can move at no more than half speed, jump no more than half as high or as far as normal, and lift no more than half as much as normal. The range of ranged weapons is halved. Creatures that fall within an area of high gravity take double damage for every 10 feet fallen. Characters who remain in a high-gravity environment for long periods become fatigued more easily, having disadvantage on saving throws or Constitution checks to avoid becoming fatigued due to physical exertion.

No Gravity (x0): Without magical flight, moving in an area with no gravity is difficult. A character with a surface to push off from can move up to half speed in any direction. A character can move at his full climb speed or his full land speed by succeeding at a DC 20 Strength (Athletics) or Dexterity (Acrobatics) check as long as he remains adjacent

EPIC HEROES IN SPACE

To Kill A Star concludes the epic Legendary Planet adventure path, pitting the player characters against godlike adversaries and the deadliest environments imaginable. Fortunately, the PCs wield great power, including the Morphic Nature blessing. As with the preceding adventures, the PCs' destiny (and divine investment from the Accord) protects them from several immediate environmental dangers. This chapter provides rules for dealing with light or heavy gravity, radiation, vacuum, and other dangers of the void. The characters' Morphic Nature provides them with the following benefits:

- **Far Sight:** They gain enhanced low-light vision, negating the disadvantage on vision-based Wisdom (Perception) checks that normally applies in dim light. Creatures that already have darkvision double the normal range of their darkvision.
- **Hold Breath:** In a vacuum, they can hold their breath for 2 minutes per point of Constitution, and only need to make a Constitution check once per minute to avoid gaining a level of exhaustion from lack of air if they take a strenuous action like an attack or Dash action wherein the move more than one-half their normal speed.
- **Orbital Control:** They have limited resistance to being drawn into gravity wells and can choose to approach large bodies and/or maintain an orbital distance without helplessly plummeting out of control into their gravity. This gives them time to prepare spells or other effects to help prepare their descent or escape, but this control is not absolute and may decay at the GM's discretion depending on the actions of the character.
- **Radiation Resistance:** They treat environmental radiation from cosmic rays as one step less severe than normal, unless the radiation comes from a truly epic source (such as the Titan's Maw black hole). This does not protect against spells, weapons, or other effects that cause radiation.
- **Starflight:** They can cast *levitate* as an innate spell when in a zero-gravity environment. They must concentrate for 1 minute to activate this ability before they begin to move, and they must choose their subjective verticality when activating this ability. They can accelerate or decelerate only on that vertical axis; if they wish to move in a different direction, they must activate this ability again. Creatures with the ability to cast *levitate* or with that have a magical fly speed can concentrate for one additional minute to accelerate to interstellar speed for a number of hours equal to their Constitution modifier (minimum 1). When approaching a planetary body or similar destination, characters must spend 1 minute concentrating to decelerate from starflight and resume normal tactical movement.

This interstellar speed is abstract and undefined, but for the purpose of encounters with other creatures that also possess starflight, they and the PCs can match each other's relative starflight speed, at which point they can interact with each other using normal tactical movement. Starflight is irrelevant to combat encounters unless one side possesses it and the other does not.

- **Temperature Regulation:** They gain resistance to cold and fire damage that is caused by environmental effects. This does not protect against spells, weapons, or other effects that deal cold or fire damage; however, if they already have resistance to fire or cold, they also gain advantage on saving throws against those effects. Stacks with any cold resistance or fire resistance they already possess for the purpose of protecting against environmental heat and cold. In addition, if they are the target of a *protection from energy* spell that protects against cold or fire, they can maintain the spell's effect without concentrating as long as they remain in the void, and the spell's duration is increased to 8 hours.
- **Zero-G Maneuvers:** They gain advantage on Dexterity (Acrobatics) checks made to maneuver in zero gravity. In addition, once the character has spent at least 24 hours in zero gravity they can concentrate for 1 round in order to gain the benefits of the Zero-G Expertise feat for a 1 minute; they need not continue concentrating to retain the benefits of this feat. When gaining the feat in this way, you do not increase your Strength or Dexterity score.

to a surface with sufficient handholds. Once a character starts moving, he continues moving at the same speed in the same direction each round without using an action until he latches onto an object to stop himself, pushes off in another direction, or creates thrust somehow (each of which requires a move action). A character in a no-gravity environment can lift and carry 10 times his normal limit. Ranged weapons have no maximum range, and their range is multiplied by 10. Projectiles fired from a null-gravity area into an area with gravity of any kind take a -10 penalty to hit.

Inverted Gravity: Because of some strange flux in the laws of physics, usually temporary, the pull of gravity draws creatures away from the ground or normal locus of gravity, carrying them away from the surface.

A minor fluctuation sends the affected creature upward 10x2d6 feet within a single round before the creature falls again. A severe fluctuation sends the creature falling upward for 2d6 rounds, for a distance of 500 feet in the first round and 1,000 feet in each successive round. Fly speed is halved while gravity is reversed due to disorientation, and a successful DC 10 Strength (Athletics) check is required for a flying creature to move at all. Creatures with the hover tag take no penalty and need not attempt checks to move.

While in a region of inverted gravity, there is a 10% chance every 10 minutes of 1d4 random individual creatures or unaccompanied objects weighing more than 5 pounds being affected. The effect targets individual creatures and objects within the area, rather than everything in the area. Areas subject to inverted gravity may be identified by a pronounced lack of larger rocks and similar objects in the area, though only by those familiar with the threat. A typical region measures 1,000 feet across, while larger areas span up to 5 miles.

Orbital Re-entry: Whenever a creature or object in space rejoins a planet's gravity and moves through its atmosphere rapidly, friction and stress cause damage as it falls. A creature or object in re-entry takes fire damage equal to the damage it would take if it landed after falling, up to 20d6 points. It continues to take this damage every turn until it is no longer falling. A planet with thin air or significantly less gravity may reduce these penalties.

MANEUVERING AND MOMENTUM

Once a creature begins moving in the void, however, it does not stop or change direction unless it has some external means to do so or comes into contact with a solid object. As such, once a creature spends a move to begin moving, that creature continues to move that same speed and direction (this does not require a move) every round on their turn until they take some action to stop or are stopped by another force. A creature using magical flight can accelerate or decelerate up to the maximum speed allowed by their flight effect, and also can use the spell or ability to maneuver through the void. However, sharp turns and the like are more difficult, with creatures needing to make Dexterity (Acrobatics) checks to make high speed turns and similar maneuvers.

Opportunity attacks: If you are moving without spending your move (as described above), you do not provoke opportunity attacks from your opponents.

Lining Up and Jumping: The absence of gravity puts a premium on accurate preparation and pushing to properly project yourself to the desired location. Lining up a jump requires a DC 5 Dexterity (Acrobatics) check, increasing by 2 for every 10 feet you are from your target and by an additional 3 if the target is moving. Success results in a safe landing at your intended destination. A failed check lands you in a square 5 feet away, plus 5 additional feet away for every 2 by which you failed the check.

Reorienting: Turning around in zero gravity requires challenging repositioning. Creatures lacking a supernatural fly speed or other means of controlling their movement require a physical point to anchor against (such as a wall or floor) and a successful DC 10 Dexterity (Acrobatics) check as a move. A failed check results in overbalancing and spinning out of control. Halting this spin requires a successful Acrobatics check, and anytime you begin to spin you suffer the effects of being poisoned for as long as you spin and for 1d4+1 rounds thereafter.

Stopping: During zero-gravity flight, you can attempt a DC 5 Dexterity (Acrobatics) or Strength (Athletics) check to halt your movement if a solid handhold is within reach. The DC increases to 10 for rough surfaces (like exposed cables or open panels or ledges) or DC 15 or higher for smooth walls. A failed check means you continue moving, and a check failed by 5 or more results in spinning out of control (see **Reorienting** above).

Weightless Vertigo: A creature exposed to weightlessness becomes poisoned for 1 hour (DC 10 Constitution save negates); those failing the save by 5 or more also gain 1 level of exhaustion from the ordeal. A new save is required every 8 hours. In addition, a creature spending more than 120 hours continuously in zero gravity starts to experience muscle wasting and atrophy from disuse, such that the next time they return to a normal gravity environment they gain disadvantage on dexterity and strength skill checks until they take a long rest.

Time spent in a light-gravity environment, such as a small asteroid or moon, does not count the accumulation of muscle atrophy; however, it also does not interrupt the cycle. Essentially both processes are simply paused while the character is in light gravity and resume whenever they return to zero gravity.

ZERO GRAVITY COMBAT

Most creatures not native to zero-gravity environments find them disorienting, both for their own movement and coordination and in terms of their trained reflexes, muscle memory, and anticipation of how other creatures naturally move. A non-native creature takes a -2 penalty on attack rolls and skill checks in a zero-g environment, and this penalty is doubled to -4 when the character is not firmly anchored to a solid surface or flying under its own power in the void. This skill check penalty does not apply on Acrobatics checks made to jump, and in fact PCs have advantage on such checks.

Maneuvers: It is far easier to force a creature to move in zero-gravity combat. Strength (Athletics) checks made to Shove a creature have advantage, and the creature is pushed twice as far on a success. Non-native creatures must apply the penalty above on their attack rolls and skill checks, which somewhat offsets this advantage.

Zero-G Pinball: In scientific terms, a traditional melee in zero gravity would be a truly chaotic affair, as the kinetic energy of every blow (whether it lands or misses) is liable to throw attackers off balance, knock defenders about the field like billiard balls scattering in three dimensions in a maze of constant and almost random movement. Combatants might grapple out of desperation to at least keep their enemy within arm's reach. While amusing and perhaps realistic, we do not recommend trying to manage this level of granularity with your zero-G combat.

Zero-G Feats: If you want to offer greater facility with operating in zero gravity, you could introduce this feat from the *Aethera Campaign Setting*.

ZERO-G EXPERTISE

Zero gravity creates few problems for your body, and you can switch between areas of gravity and nongravity at a whim, and you master the art of maneuvering in areas of zero gravity. You gain the following benefits.

- Increase your Strength or Dexterity by 1, to a maximum of 20.
- You suffer none of the long-term effects from switching between zero-gravity conditions and areas of normal or higher gravity.
- You take no penalty on attack rolls in low-gravity or zero-gravity environments (including effects such as *levitate*.)
- You do not suffer the debilitating effects of weightless vertigo.
- When stopping as normal, you automatically pass your Dexterity (Acrobatics) check unless another effect causes you to automatically fail it (like being unconscious). You can also attempt to stop yourself using another creature with a DC 10 Dexterity (Athletics) check, or a similar DC 15 check to stop yourself using an incoming ranged attack.
- You can re-orient your direction mid-movement with a DC 15 Dexterity (Acrobatics) check. This eliminates the need for a surface to use to turn.

RADIATION

Radiation is a deadly threat to those who would explore technological ruins or ruins of advanced civilizations, and even in areas that appear devoid of strange artifacts, the land, the water, or the local flora and fauna may be irradiated. At the GM's discretion, adventurers may even be affected by the cumulative effects of mild levels of radiation that would be harmless if encountered briefly but may build into dangerous levels over sustained or repeated periods of exposure.

Radiation is a contact poison that causes exhaustion. Radiation dangers are organized into four categories: low, medium, high, and severe.

Area of Effect: Radiation suffuses a spherical area of effect that can extend into solid objects. The closer one gets to the center of an area of radiation, the stronger the radiation effect becomes. Radiation entries list the maximum level of radiation in an area, as well as the radius out to which this radiation level applies. Each increment up to an equal length beyond that radius degrades the radiation strength by one level. For example, a spherical area of high radiation with a radius of 20 feet creates a zone of medium radiation 21 feet to 40 feet from the center in all directions, and a similar zone of low radiation from 41 to 60 feet.

Effect: Radiation is a contact poison effect; the severity of the exposure determines the lethality of the dose (and the DC). Creatures that are exposed to radiation must make a Constitution saving throw each round or suffer levels of exhaustion, as set out in the Radiation Damage table.

Travelers in the void often use magic to protect themselves from cosmic rays.

RADIATION WARD

2nd-level abjuration

Classes: cleric, druid, ranger, paladin, sorcerer, warlock, wizard

Casting Time: 1 action

Range: Touch

Components: V S

Duration: Up to 1 hour

A creature warded by this spell gains advantage on saving throws against radiation-based effects. In addition, the warded creature is immediately aware when it enters an area of radiation, as well as the radiation level (low, medium, high, or severe) suffusing the area.

Alternatively, when casting *radiation ward* on a target in the void, the caster may alter the spell's effect to instead reduce the effects of environmental radiation by one step, treating severe radiation as high, high radiation as medium, medium radiation as light, and low radiation as no radiation. If the creature is targeted by a radiation effect other than environmental radiation, such as an atomic grenade, it grants advantage on saving throws. At the GM's option, *radiation ward* may be cast in this way even when not in the void.

Removing Radiation Effects: Radiation can deal poison damage and any ability or spell that affects poison damage or the poisoned condition likewise affects radiation damage. Creatures resistant to poison damage reduce the negative effect of a failed save against radiation by one step; for example, one level of exhaustion would become poison status effect. Creatures immune to the poisoned condition are also immune to exhaustion from radiation.

RADIATION DAMAGE

RADIATION LEVEL	CON SAVE	EFFECT ON FAILED SAVE
Low	10	Gain the poisoned condition.
Medium	15	One level of exhaustion.
High	20	Two levels of exhaustion.
Severe	25	Three levels of exhaustion.

VACUUM

Creatures exposed to a vacuum cannot breathe and immediately begin to suffocate. A creature can hold its breath for a number of minutes equal to 1 + its Constitution modifier (minimum of 30 seconds for creatures with a negative Constitution modifier).

When a creature runs out of breath or is choking, it can survive for a number of rounds equal to its Constitution modifier (minimum of 1 round) before it suffocates. After this time, it drops to 0 hit points at the start of its next turn and is dying, and it can't regain hit points or be stabilized until it can breathe again.

For example, a creature with a Constitution of 14 can hold its breath for 3 minutes. If it starts suffocating, it has 2 rounds to reach air before it drops to 0 hit points.

Slow Suffocation: A Medium character can breathe easily for 6 hours in a sealed chamber measuring 10 feet on a side. After that time, the character takes 1 level of exhaustion every 15 minutes. Each additional Medium character or significant fire source (a torch, for example) proportionally reduces the time the air will last. Small characters consume half as much air as Medium characters. If the sealed chamber, such as a spacecraft or habitat module of a damaged moon base, you must determine the speed at which air is escaping, decreasing how long characters can survive by a proportional amount.

Spellcasting in a Vacuum: Vacuum presents particular difficulties to spellcasters that need to breathe. She must make a Constitution saving throw (DC 10 + spell level) with each casting, losing the spell with no effect if the save fails. In addition, a spellcaster using verbal components cannot hold their breath to avoid suffocation and must use the breath they were holding to cast the spell. Casting a spell reduces the caster's remaining breath to 0 rounds. Spells with casting time of 1 round or longer cannot be cast in a vacuum by a caster that needs to breathe.

Creatures that do not need to breathe, such as creatures wearing a *necklace of adaptation*, or who are casting spells without a verbal component (including creatures using innate spellcasting or a sorcerer casting a spell with the Subtle Spell metamagic) need not make a Constitution saving throw when casting spells. They also do not expend additional breath by casting spells, though taking actions consumes air as normal.

Fire Effects: Spells that create fire are especially difficult to use in a vacuum, requiring an Intelligence, Wisdom, or Charisma check (caster's choice) against a DC equal to 15 + spell level to successfully cast. Even if the check succeeds, rather than creating raging flames the spell creates a momentary surge of heat that lasts long enough to deal damage and otherwise create effects with an instantaneous duration and then dissipates. Non-instantaneous fire effects end at the end of their creator's turn.

Creatures in a vacuum gain resistance to fire damage, though at the GM's discretion this may not apply to effects that deal fire damage without creating actual flames, such as from high-tech beam weapons. This resistance against fire damage also may not apply to special abilities of creatures native to a vacuum that deal fire damage, such as the breath weapon of a solar dragon.

Gases: Gases, vapors, mist, and the like dissipate quickly in a vacuum, with their maximum duration reduced by one step in the following order: 1 hour, 10 minutes, 1 minute, 1 round.

Effects that normally persist for only 1 round are unaffected. The caster also has disadvantage on any Constitution saving throws required to maintain concentration on such a spell.

Thunder Effects: Thunder effects are as difficult to use in a vacuum as fire effects (see above), with even a successful casting creating a blunted vibratory shockwave but no true sound. Creatures in a vacuum gain advantage on saving throws against thunder effects as well as resistance to thunder damage. Non-instantaneous thunder effects end at the end of their creator's turn.

In addition, effects that must be heard are ineffective in a vacuum, such as a siren's song or many bard class features. While creatures can be charmed without difficulty, they cannot be given commands without some form of communication that does not require sound to cross the vacuum, such as telepathy or magical or mechanical communications gear.

Flight in a Vacuum: Creatures that fly without magical or mechanical assistance have disadvantage on Dexterity (Acrobatics) checks when attempting to fly in a vacuum and must make a Dexterity saving throw each round at the beginning of their turn, with the DC starting at 15 and increasing by 1 each round. Once this saving throw is failed, the creature loses the ability to move and maneuver under its own power and is treated as restrained until it falls or drifts to a solid surface or into an area with enough atmosphere to allow it to maneuver, or at least to launch itself under its own power in a low or zero-gravity environment.

STELLAR EXPLORATION

The idea of human-scale creatures adventuring or even surviving in close proximity to a star strains credulity, as the levels of energy and the strength of fundamental forces are so impossibly greater than on a planetary surface that instant annihilation seems the only reasonable result of daring to even come close to the stellar surface. However, with the application of powerful magic and of course the power of destiny itself, truly legendary mythic heroes may well succeed and survive where lesser mortals would face certain doom.

Adventuring into a star likely can occur only where some alien technology moderates or manipulates the ambient conditions. Though these locations are still exposed to temperatures in the thousands of degrees (where a typical star might be tens of millions of degrees at its heart), this level of heat can be mitigated by powerful characters. Heat is not the only hazard at the heart of a star, of course, and this section describes other environmental hazards adventurers must account for if they want to survive. Of course, creatures native to the extreme conditions in and around a star have adapted to these effects and take no penalties from them.

Gravity: Gravity anywhere on or inside a star is significantly more powerful than gravity on the surface of a habitable prime material world. To simulate this, treat each character's Strength score as 10 lower for the purpose of determining their carrying

capacity. In addition, each character takes a -15 penalty on Strength- and Dexterity-based skills and ability checks. This penalty is removed if an affected character or if she benefits from *freedom of movement* or a similar effect.

Light: Photons released during the process of chained fusion reactions produce incredibly bright light. The intrusive glare is actually indistinguishable from total darkness in game terms. Creatures immune to light effects or who are composed of bright light can see normally, as can creatures using *true seeing* or *blindsight*. Creatures who can see in darkness are still blinded on the sun. Certain equipment or magical effects may filter out intense light and allow a character to see normally. Otherwise, Perception checks are made with a -20 penalty to see.

Radiation: Any creature not made from fire (like a fire elemental is) suffers 70 (20d6) points of fire damage each round the energy from the star has an unobstructed line of effect to it. This damage is doubled on the surface or inside of a star. In addition, the star (and some of its native inhabitants) gives off radioactive energy, which can result in sickness and damage separate from the fire damage. On or inside a star, half the star's fire damage is radiation, and not subject to fire resistance or immunity. Radioactive creatures also deal half their fire damage in the form of radiation as well. Special equipment or magical effects specify whether they reduce or eliminate radiation damage.

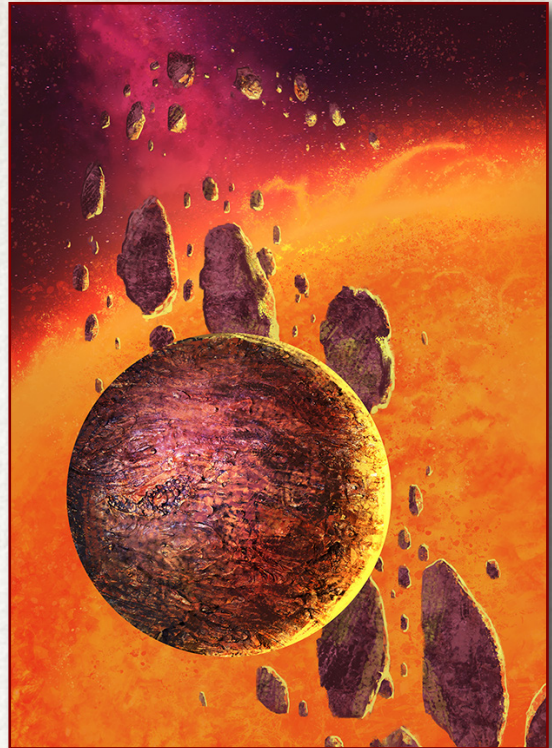
Vacuum: While there is no atmosphere in the traditional sense and certainly no breathable air in and around a star, the superheated gas comprising the star can conduct sound waves, allowing sonic effects to function normally within a star's mass. However, the constant roaring of explosive reactions drowns out nearly all other noise, imposing a -20 penalty on Perception checks to hear.

SURVIVING IN THE VOID

In the void of space, some impossible tasks are easy, yet other tasks taken for granted become very difficult. It combines the problems of vacuum, radiation, and zero gravity all at once, and the truly alien nature of this environment as a place for battle and adventure presents unique challenges for terrestrial adventurers. Most creatures with the *Starflight* ability are immune to the standard harmful effects of the void described below, though extreme events can overcome their immunity (GM's discretion).

Cosmic Rays: The void is suffused with constant light radiation, and creatures exposed to it must succeed on a saving throw against its effects every 8 hours. In addition, the save DC to resist increases by 1 for every 24 hours of continuous exposure. Occasional interstellar events like solar flares, x-ray bursts, and the like can increase this ambient radiation level to more a more dangerous degree.

Extreme Temperature: The void offers no buffering from the extremes of temperature normally buffered by atmosphere in planetary environments.



Deep Space: With no nearby stellar bodies, exposed creatures take 21 (6d6) cold damage per round (no save). If the creature takes any cold damage, it also must make a Constitution saving throw (DC 10, +1 per previous save) each minute or take an additional 3d6 cold damage and gain one level of exhaustion.

Near Space: Within an Earth-like orbital radius, creatures exposed directly to stellar radiance take 21 (6d6) fire damage per round and 21 (6d6) cold damage per round (no save). If the creature takes any cold or fire damage, it also must make a Constitution saving throw (DC 10, +1 per previous save) each minute or take an additional 10 (3d6) cold damage and 10 (3d6) fire damage and gain one level of exhaustion.

Perihelion: Creatures significantly closer than an Earth-like distance to a star take 42 (12d6) fire damage per round and 21 (6d6) cold damage and are exposed to medium radiation. If the creature takes any cold or fire damage, it also must make a Constitution saving throw (DC 10, +1 per previous save) each minute or take an additional 10 (3d6) cold damage and 21 (6d6) fire damage and gain one level of exhaustion.

In addition, once per hour there is a 10% chance that a surge in the solar wind increases damage by 50% and radiation intensity to severe for the next saving throw against radiation exposure.

Exposure and Cover: If in shadow in a near-earth environment or perihelion, including simple total cover or concealment (not including illusions such as *invisibility*, but including magical darkness effects), an exposed creature takes damage as if in deep space. A creature with cover or concealment (but not total cover or concealment) takes half the normal amount of fire damage from exposure to stellar radiation.

Protective Gear: Gear that is specifically designed to protect its wearer from exposure to space, such as a *vac suit* or klavens spacesuit (see page 542), provides complete protection from environmental extremes of heat and cold. Any fire or cold resistance provided by the suit is applied to other sources of such damage. At the GM's option, such suits may be overloaded and wear out prematurely if worn for too long a time in perihelion or similar near-stellar conditions.

Movement in the Void: As noted above, the void is generally lacking in both gravity and atmosphere. As a result, all rules for both zero-gravity environments and vacuum apply in the void. In addition, creatures that fly with wings cannot use them to fly in the void unless they are native to space.

MAGIC IN THE VOID

The following spells and magic items are of particular use in navigating the void or have unique applications available in the void that do not work the same way they do in terrestrial environments. Spells that control elements like wind or water that do not exist in the void have no effect.

Conjurations in the Void: More so than other types of magic, conjuration spells are challenging to use in the void.

Creation: Spells that create physical objects often require a solid foundation or point of attachment and cannot be cast if there is no solid surface available. Creation spells that do not require this can be cast normally, though rules for fire spells, gases, and the like in a vacuum apply.

Summoning: Spells cannot be used to call or summon creatures unable to survive in the void. Notably, creatures must not need to breathe. They need not have the ability to move in the void, though if they lack such ability they require assistance if they need to move. Summoned creatures must immediately save to resist **weightless vertigo** (see above) unless they are native to a space environment.

Teleportation: These spells can be cast into the void. They do not increase or decrease momentum for a moving creature; they arrive at their destination with the same momentum they already possessed, taking falling damage if they impact a solid barrier, as if falling a number of feet equal to their speed prior to teleporting.

Magic Items in the Void: The following magic items have altered effects in space.

Cloak of the bat: This cloak functions as the *fly* spell in the void, treating it as being outdoors at night, unless the character is in close proximity to a star. This function allows flight when holding the ends of the cloak, despite the implication of any aerodynamic function. If the wearer uses the cloak to polymorph into a bat, however, they cannot use their actual bat wings to fly.

Necklace of adaptation: This item allows the target to breathe normally.

Winged boots: These boots function as written; their powers do not depend on actual wings.

Spells in the Void: The following specific spells have unique rules for their use in space. Other spells that create similar effects can use these spells as benchmarks to adjudicate their effects.

Air walk: This spell does not function in the void.

Call lightning: This spell has no effect in the void.

Control weather: This spell has no effect in the void.

Feather fall: While falling in the conventional sense is not a significant risk in zero gravity, this spell can help slow a creature being dragged into an area of increased gravity, and also it can be used to slow down objects or creatures that have been pushed and begun moving through the void but lack any other means to stop themselves.

Fly: This spell functions normally in the void. You cannot use it to accelerate faster than the fly speed provided by the spell.

Gaseous form: This spell functions normally in the void.

Gust of wind: This spell creates a momentary burst of air. It can be used to replenish the air within a sealed room, filling a room up to a 10-foot cube with breathable air. It also functions as normal for blowing creatures in a direction.

Levitate: This spell functions normally in the void, allowing you to move in a straight line. Verticality is subjective in space, so you designate which direction you consider "up" and "down" at the time the spell is cast. Thereafter, you can move 20 feet each round you concentrate along that vertical line, but you cannot turn in other directions. You cannot accelerate or decelerate faster than 20 feet per round.

Telekinesis: This spell is extremely useful to aid movement in zero gravity. You can affect up to twice the normal weight with this spell. You may accelerate or decelerate an affected target by up to 30 movement per round.

Wind walk: This spell turns the targets gaseous and allows them to fly with a fly speed of 10, but it cannot generate a magical wind in the void to propel targets faster than this.

Wind wall: If created in a vacuum, this spell creates breathable air within 5 feet on either side of the wall for as long as it persists; however, its duration is halved.

CHAPTER 9: CHARACTER OPTIONS

The goal of this appendix is to prepare players for the upcoming campaign, giving them a general idea of what to expect, whetting their appetites and imaginations, and to also ensure they avoid creating characters thematically at odds with the core concepts of a sword-and-planet multiverse. Usually, the title of an adventure path provides a strong indicator of what to expect. If the players were preparing for an adventure path called *Abyssal Depths*, they could reasonably expect it to take place underwater, possibly involving themes of long forgotten threats and the rise of deep sea aboleths. But, most of the time, the name alone fails to convey the proper context to the players, and this is where a player's guide can come in handy—both for GMs and their players.

The *Legendary Planet Adventure Path* firmly grounds itself in the sword-and-planet genre. For those unfamiliar with the history and connotations of this term, sword-and-planet storytelling usually takes the fantastical swashbuckling tales of old and places them on unfamiliar worlds, often those with differing levels of technology from what the transplanted protagonist has experienced on his or her homeworld. When applied to a roleplaying game, players can expect fantastical magic, exotic planets, alien cultures, and strange technology. Because of the overall emphasis on fantasy norms and the use of swords and other melee weapons, the genre is referred to as sword-and-planet rather than gun-and-planet, despite the technological differences that often encompass the genre. As such, melee weapons and less technological ranged weapons, such as longbows, crossbows, and spears still have their place in the game.

In many adventure paths, certain races and classes prove better suited for the story than others, given the themes, locations, and creatures encountered during a campaign. After all, a paladin has a far better reason than a rogue for adventuring through an adventure path concerned with the rise of a lich lord and his undead hordes. Or, playing an orc may seem out of place in an adventure path about pushing back the orcish armies bearing down on the PCs' hometown. But these situations don't really arise in *Legendary Planet*. Your characters start the game as abductees of an unknown entity in an unknown location, finding themselves quickly thrown into chaos and a mad dash to return home. Because of the myriad points of origin in the setting itself—and the ensuing differences in philosophies, cultures, and needs that such locations would engender—almost any race and class combination can fit very well in this adventure path, subject to GM approval. After all, dwarves, dragonborn, or tieflings can all be equally out of place in this scenario. Thus, players should be encouraged to explore races they might ordinarily pass over for more traditional campaigns—and this includes the new alien races described here in the appendix. While the adventure path assumes every PC comes from a separate planet, players may also enjoy connecting the backstories of their characters so that some or all of them come from the same planet, as well.

One additional important feature worth noting is that unless the campaign starts with the optional prequel chapter, *The Assimilation Strain*, characters start at level 2. Even if the campaign does start with *The Assimilation Strain*, it is recommended that the GM allow players to hold off on selecting their campaign trait until the start of the first chapter, *To Worlds Unknown*, as some of the traits' defining events can occur between the adventures.

NEW RACES

The following new playable races are common in the *Legendary Worlds* setting. Any other races or species you desire could likewise be available for play, and many are detailed in the *Alien Codex* from *Legendary Games*.

AUTTAINES

The auttains present a peculiar circumstance even in a multiverse full of strangeness. Many years ago, they existed as an isolated human population on a desert planet ravaged by millennia-spanning magical storms. For survival, they initiated a program to graft clockwork implants into their bodies—an unusually complex combination of magic and technology. Though this assured their adaptation to the rapidly changing environment of their homeworld, over time, the eldritch energies of the storms began to alter the magic of these devices. This caused auttains to naturally pass such gears and prosthetics to their offspring, many of them born with replacement implants already attached. And, with the passing of centuries, we eventually arrive at the self-made auttains of the current day.

Physical Description: Amalgamations of man and machine, it is rare for one auttain to look strikingly similar to another. Their human ancestry still runs the full gamut of ethnicity and follows much the same rules of nature prior to receiving their implants. Their gear, however—the term they use to describe their clockwork augmentations—is much more highly personal and stylized, uniquely grown and tailored to their environmental needs. Auttains also further customize this gear with adaptations of their own design, and their coming of age is usually marked by the moment they install the final piece to see them through the rest of their lives.

Society: Free from the need for sustenance or sleep, the auttains thrive in situations where other races would wither and die. They left their original homeworld many centuries ago, and, while they've explored and settled many planets over the years, their largest strongholds lie in the Shattered Zone. This broken planet represented by a string of asteroids plays home to many different factions of auttains, all vying for valuable resources. A Geargiver rules over their well-organized cities, elected from the auttains' master technicians and clockworkers. In addition to overseeing the needs of each city and its controlling faction, a Geargiver administers the creation of customized gear for auttains still coming of age.

Relations: While they have slightly longer life cycles than their human ancestors, auttaine still remain keenly aware of irrevocability of death, and they place high value in life. Most feel a certain kinship with shorter lived races such as humans and ysoki. Androids and auttaine also share a strong respect for one another due to the constructed nature of both, and androids can often be found within the safer environmental districts of auttaine cities.

Alignment and Religion: Owing to their mechanical aspects, auttaine have strong tendencies towards lawful alignments. The majority of auttaine fall along the neutral axis, however, with respect to good or evil, with outliers leaning more towards evil due to the superiority some feel their implants grant them. Their patron deity is Haymot Steel-Arm, an ascended auttaine who proved instrumental in leading the auttaine from their magical hazards of their original homeworld and into the greater multiverse. Worship services generally focus on industriousness and the exploration of new frontiers, always celebrating the many aspects of transformation which technology can bring.

Male Names: Aruk, Stret, Rukrer, Trybur, Nill, Draum

Female Names: Siz, Ytis, Aurk, Kal, Kethas, Rele

AUTTAIN RACIAL TRAITS

Ability Score Increase. Two ability scores of your choice increase by 1 each.

Age. Auttaine reach maturity at 15 and live less than a century.

Alignment. Owing to their mechanical aspects, auttaine have strong tendencies towards lawful alignments. The majority of auttaine fall along the neutral axis, however, with respect to good or evil, with outliers leaning more towards evil due to the superiority some feel their implants grant them.

Size. Auttaine stature is similar to that of humans, with most between 5 and 6 feet tall. Your size is Medium.

Speed. You have a base speed of 30 feet.

Adaptive. You have proficiency in one set of artisan's tools.

Constructed Nature. Your body is a blend of organic tissue and synthetic technology. You have advantage on saving throws against disease and poison, and magic can't put you to sleep. You do not need to eat, drink, or sleep.

Unique Gear. The constructed portion of your body includes a unique, personalized modification you crafted and installed yourself when you came of age. Choose one modification from the list below:

- **Concealed Weapon.** This artificial component provides an internal, deployable weapon contained within the arm. It may only include a light melee weapon weighing less than 3 lbs., and the initial weapon must be a normal, nonmagical version. While internalized, you have advantage on Dexterity (Sleight of Hand) checks to conceal it. The weapon can be changed with 2 hours of work and a new qualifying weapon.

- **Hidden Storage Compartment.** This artificial component provides an internal storage compartment within the torso, holding up to 1 cubic foot of material. The compartment can be located with a close inspection of your chest, and a successful DC 15 Wisdom (Perception) check. Access is secured with a simple combination lock (DC 15 Dexterity check with thieves' tools to open).
- **Integrated Toolset.** This artificial component provides a customized toolset that grants double your normal proficiency bonus to one skill with which you are proficient. Choose one: Strength (Athletics) made to climb or swim, Dexterity (Acrobatics) made to escape restraints, Dexterity checks with tools (choose one type of tool set), Wisdom (Medicine) made to stabilize a dying creature or render first aid, Wisdom (Perception) checks related to vision or sound (choose one), or Charisma (Performance). After you use the integrated toolset, you can't use it again until you spend 1 hour performing maintenance on it during a short or long rest.

Languages. You can speak, read, and write Common and one other language of your choice.



CHLORVIAN

Chlorvians are a race of humanoid plants known for their diplomatic grace and easy charm. Most have vibrant personalities and impressive analytical abilities, particularly when assessing emotions and influencing those around them. As such, chlorvians often adjust their outward demeanor based on present circumstances to become more socially acceptable and comforting, just as a flower bends its stem to follow the sun's movements across the sky. Chlorvians make fast friends and loyal companions, always seeking ways to cultivate new social bonds and personal experiences.

Physical Description: Chlorvians live in constant harmony and symbiosis with a seedling plant called a chlorva. Though humanoid at birth, they quickly manifest plantlike qualities as the chlorva seed grows within them, soon covering their skin with tree-like bark, and their heads with leafy, hair-like tendrils. Aside from these outwardly plantlike characteristics, chlorvians appear strikingly similar to humans, save their eyes glisten like amber in shades of green, orange, and yellow, and their ears are more pointed. Chlorvian skin coloration may also display a wide array of shades as varied as a forest grove.

Society: Chlorvian society seeks harmony first and foremost; harmony within, harmony without, and harmony with nature. They keep their cities neat and organized, like well-cultivated gardens seamlessly connected to the natural world. As such, senselessly damaging nature holds the same significance to a chlorvian as the wanton destruction of property, and chlorvians are known to punish outsiders who break this code. Chlorvian leaders strive to cultivate diplomacy with neighboring cultures to head off conflicts, and often send emissaries to foster peace, trade, and the preservation of local ecologies.

Relations: Just as flowers sprout across the world, so too do chlorvians thrive upon social interaction. Due to their efforts in cultivating workable relationships, they have few qualms with other races and tend to take newcomers at face value. They do, however, seek to better those around them, carefully nourishing aspects of their friends which they like and diligently working to prune those they don't. As a result, members of more perceptive races may see chlorvians as manipulative or self-serving. They tend to maintain strong relationships with elves, half-elves, and gnomes, while clashing more often with dwarves, half-orcs, and sometimes humans.

Alignment and Religion: With a strong preference for societal order and a need to cultivate others to suit their ends, most chlorvians tend towards lawful alignments, though some take a more neutral outlook on such activity. The majority of chlorvians are also good, and typically want what's best for others so all may thrive with equal vigor. Chlorvian religions generally revere community, healing, nature, and sunlight in some capacity, but may also explore more fey-like principles of magic and trickery. They celebrate the natural cycles of day-and-night, life-and death, and the renewal and rebirth of every season.

Male Names: Auvaygno, Claudeigo, Fersalvo, Jorvi, Kalcinden, Mathelo, Pernuo, Rigote.

Female Names: Batrize, Izaiza, Leticula, Lucida, Medressa, Nayara, Thesales, Yazaella

CHLORVIAN RACIAL TRAITS

Ability Score Increase. Your Constitution score increases by 1, and your Charisma score increases by 2

Age. Chlorvians reach maturity at 40 years and can live to around 200.

Alignment. With a strong preference for societal order and a need to cultivate others to suit their ends, most chlorvians tend towards lawful alignments, though some take a more neutral outlook on such activity.

Size. Chlorvians run a similar variance of height and build to humans but tend to be lean. Your size is Medium.

Speed. You have a base speed of 30 feet.

Darkvision. Sensitive to otherwise invisible wavelengths of light, you have superior vision in dark and dim conditions within 60 feet. You can see in dim light as if it were bright, and in darkness as if it were dim light.

Camouflage. You can take the Hide action while in light obscurity created by vegetation, even if you are being observed.

Sociable. You have proficiency with the Persuasion skill.



Symbiotic. You are permanently bonded to a symbiotic chlorva seed. You count as both a humanoid and plant for any effect related to race. In addition, you have advantage on saving throws against being charmed or frightened. You and your symbiotic seed are considered the same creatures for all effects.

Verdant Heart. You know the *thornwhip* cantrip. Charisma is your spellcasting ability score for it.

Languages. You can speak, read, and write Common and Sylvan.

TRETHARRI

Stoic philosophers, seekers of self-perfection, and devout worshippers, the tretharri are a humanoid race seeking balance both internal and external. Members of the race are known for their calm, understanding demeanor, but those who raise a tretharri's ire soon discover their incredible strength and rage first-hand. The cultural mores of tretharri inclines many towards professions such as monk, psion, or wizard, owing to their focus on the acquisition of knowledge, practice, and self-perfection.

A sense of community is also important for the tretharri, as they believe it's the best way to share knowledge and mutual support. Most adventuring tretharri seek to create small communities among their companions, driven by desires for exploration and shared life experiences as a means of gauging their progress towards self-perfection.

Physical Description: A tretharri's four arms present their most striking feature, the use of which can create a mesmerizing grace to onlookers. Tall and sleek, they possess very little body fat and ample muscle mass. Their ears and noses are mostly flush with their heads, and they possess angular facial features, including slanted eye sockets and nearly triangular noses. Their skin coloration almost always is a ruddy brown or red, though rare specimens have skin of blue or green. Tretharri clothing tends towards simpler clothes which allow a full range of movement.

Society: Tretharri generally travel in small groups which meet several times a year with surrounding communities at events called *syrrqs* to discuss matters concerning mutual protection, breakthroughs in meditation and healing, newfound knowledge and lore, and so on. In this fashion, enlightenment results as a network of connections between all settlements in a given region, even as the tretharri wander further afield. The most prominent areas in any tretharri settlement are its martial training grounds and library, the latter often doubling as a temple to Nimsharu, as well. Tretharri

also thrive in the cities of other races, often taking teaching roles in multicultural societies, championing the virtues of self-reliance over technological advancements.

Relations: Tretharri get along well with most races but maintain particularly good terms with those who share their sense of community and inner enlightenment. They appreciate the philosophy and art of elves, while simultaneously appreciating the strength and decisiveness of half-orcs. Friction occasionally arises between tretharri and more frivolous or materialistic races, such as gnomes or zvarr. They remain well aware, however, of the advantages granted them—both physically and spiritually—compared to other races, and most tretharri strive to offer patient assistance to others, with only a few using such advantages to strong-arm others for their own needs.

Alignment and Religion: Tretharri often maintain a neutral outlook until they can establish an assured alliance with another culture, but individuals exhibit every possible alignment. Their patron deity is Nimsharu, but they often worship any deity focused on the preservation of knowledge, serving such divine entities as active practitioners, historians, and evangelists. More so than other races, tretharri prove willing to work with members of diametrically opposed alignments when a community is at risk. And, no matter their ethos, tretharri work hard to instill a desire for self-improvement in others, with their individual alignment dictating the specific tenets and beliefs they teach.

Male Names: Gabin, Trett, Amltral, Neroft, Althano, Wythul

Female Names: Ixtryn, Hipal, Ohierr, Pelal, Olaera

TRETHARRI RACIAL TRAITS

Ability Score Increase. Your Strength score increases by 1, and your Wisdom score increases by 2

Size. Tretharri stand over 6 feet tall on average, and their muscular frames weigh in excess of 200 pounds. Your size is Medium.

Speed. You have a base speed of 30 feet.

Athletic. You have proficiency in the Athletics skill.

Latent Psychic. A tretharri treats their Intelligence score as 2 points higher for the purpose of spell save DCs for divination and enchantment spells.

Multi-Armed. You have four arms. You follow the normal rules for fighting with two weapons, but you can use any of your hands for other purposes that require free hands.

Languages. You can speak, read, and write Common and one other language of your choice.



ALTERNATE TRETHARRI TRAITS

Tretharri can select any of the following alternate racial traits.

Balancing Hands. If failing a Strength (Athletics) or Dexterity (Acrobatics) check would result in you falling prone or taking falling damage, you can reroll the check. Likewise, if failing a Strength or Dexterity saving throw would result in your suffering falling prone or suffering falling damage, you can reroll the save. In either case, you must accept the reroll. You must have at least two hands free to use this ability. This replaces the Latent Psychic trait.

Closed Mind. You have advantage on Wisdom saving throws made against attacks that inflict psychic damage. This replaces the Latent Psychic trait.

Quadrigrapple. You have advantage on grapple attacks as long as you are not carrying or wielding anything in any of your hands. Under these same conditions, you gain advantage on Strength (Athletics) or Dexterity (Acrobatics) checks made to escape a grapple. This replaces the Latent Psychic trait.

Meditative Focus. Once between long rests, you can meditate for one hour to gain the benefits as if you possessed one of the following feats: Alert, Keen Mind, Mobile, or Observant. You do not gain any of the chosen feat's ability score increases, but you gain all other benefits. This benefit lasts until you take a long rest. You must meet all prerequisites for the bonus feat you gain from this ability. This trait replaces Athletic.

Pole Fighter. You automatically have proficiency in martial two-handed melee weapons with reach, such as the halberd. In addition, when you wield a quarterstaff with two hands, the weapon damage die increases from d8 to d10. This replaces the Latent Psychic trait.

Psionic Scholar. You gain proficiency in Intelligence (Arcana). In addition, your proficiency bonus is doubled for making these checks. This trait replaces Athletic.

Shielded Flanks. You can wield two shields at the same time. Wielding a second shield grants you a +1 bonus to AC. This trait replaces Latent Psychic.

Xenolinguist. You begin knowing one additional language of your choice. In addition, you gain advantage on Intelligence (Investigation) checks made to translate texts from other languages and you can do so in half the time as a normal scholar. Finally, as an action once between short rests you can cast *comprehend languages*. This replaces the Athletic trait.

ZVARR

Zvarr are a race of winged, saurian humanoids with an eclectic range of ethnic distinctions displaying traits and similarities with salamanders, dinosaurs, and even dragons. Renowned for their cunning, greed, and subterfuge, zvarr enjoy longer than average lifespans and incubation periods, but much to their chagrin, their vestigial

wings do not grant them the ability of true flight, leading them to more of an opportunistic society rather than a truly dominant one.

Physical Description: As bipedal, reptilian humanoids, zvarr display a mixture of dinosaur and dragon-like facial structures, usually with longer jawbones and snouts. Their scales maintain a more limber, flexible quality similar to salamanders and true lizards, with their legs ending in small talons, each too small to deal significant damage, but which allow them to excel at climbing. A zvarr's skin almost always runs a shade of mottled gray or various shades of blue, from cerulean to dark navy, featuring different-colored striations along each limb. They often use these color variations—a carryover effect of their eggs—to tell one another apart.

Society: The egg-clutch of a zvarr, and the order in which it hatches, heavily influences its ranking in society. Similar to a clan structure, egg-clutches foment competition between siblings and one another. These fierce rivalries can last even through adulthood—a purposeful construct designed to drive the innovation and elevation of the entire species. Differences get temporarily put aside, however, when external forces threaten multiple clutches at the same time. And, given the long incubation period of their species, any act which interferes with the eggs of another clutch amounts to a declaration of war. As zvarr age, their intra-family conflicts slowly diminish and the success of the entire clutch takes priority over individual achievement, allowing them to act more like a merchant guild with united goals.

Relations: The zvarr rarely earn the trust of other species, having a reputation—rightly or wrongly—for stealing anything they covet. Their frequent attempts to trick others into trusting them, only further damages their reputation. And, while they do sometimes live as outsiders in the cities of other races, it almost always means shady activity has drawn them there. Adventurous zvarr often need to reassure others of their sincerity and goodwill, and even so, most still never entirely let their guard down around the zvarr, especially when more than one is present.

Alignment and Religion: Zvarr tend towards neutral and evil alignments, but even chaotic evil zvarr are more inclined towards greed than murder. Good-aligned zvarr also exist, but they typically shirk the laws of the land, tending towards chaotic good and living a life exiled from their clutch, self-imposed or otherwise. Their patron deity is Macalatu the Sly, who they believe perfectly stole the divinity of another god. They worship other deities, as well, but prefer those who favor stealth, community, and cleverness.

Male Names: Dir kub, Razz, Karg, Ordak, Rikt, Gint

Female Names: Agmre, Orba, Dokt, Fexka, Ikru, Rin



ZVARR RACIAL TRAITS

Ability Score Increase. Your Dexterity score increases by 2, and your Intelligence score increases by 1

Age. Zvarr reach maturity in their late sixties and can live to be 250.

Alignment. Zvarr tend towards neutral and evil alignments, and even chaotic evil zvarr are more inclined toward greed than murder or worse. A few good aligned zvarr exist, but they are almost always chaotic good and are generally exiles from their clutches, self-imposed or otherwise.

Size. Zvarr stand between 4 and 6 feet tall on average, with muscular, wiry frames. Your size is Medium.

Speed. You have a base speed of 30 feet, and a climb speed of 30 feet.

Darkvision. You have superior vision in dark and dim conditions within 60 feet. You can see in dim light as if it were bright, and in darkness as if it were dim light.

Natural Attacks. Zvarr have powerful jaws capable of delivering a savage bite attack that deals 1d4 piercing damage.

Greed. You are considered to have proficiency in the Arcana and History skills for purposes of determining an item's value, and you add double your normal proficiency bonus to the check.

Trickster. You have proficiency in the Deception skill.

Vestigial Wings. You can use your wings to glide automatically during an intentional fall or jump. If subjected to an involuntary fall, you can use your reaction catch yourself with your wings and fall safely from any height without taking falling damage. When falling safely, you can glide, moving 5 feet in any horizontal direction for every 1 foot you fall, at a speed of 60 feet per round. You cannot gain height with these wings alone; you merely coast in other directions as you fall. If subjected to a strong wind or any other effect that causes a creature with gliding wings to rise, you can take advantage of the updraft to increase the distance you can glide.

Languages. You can speak, read, and write Common and Draconic.

ZVARR ALTERNATE TRAITS

The following alternate traits may be selected in place of one or more of the standard traits above. Consult your GM before selecting any of these new options.

Keen Senses. You have proficiency in the Perception skill. This trait replaces Trickster.

Opportunistic. You have proficiency in the Insight skill. This trait replaces Trickster.

Quick Hands. You have advantage on all Sleight of Hand skill checks. This trait replaces Greed.

Scavenger. You have a knack for finding what tool you need when you need it. When you need to make a tool check but lack the proper tools, you can either use improvised tools to make the check with disadvantage, or you can spend 1 minute scrounging a makeshift set of tools for that task, allowing you

to make the tool check as if you had the proper tool set. You still must have proficiency in the tools in order to use the skill.

Stretched Wings. Your vestigial wings are broader and stronger than usual, giving you a fly speed of 20 feet. This flight is tiring, however, and you can only fly for a number of rounds per day equal to 1 + your Constitution bonus. This feature recharges after a long rest. This trait replaces Greed and Natural Attacks.

ZVARR FEAT

WINGED HERITOR

Prerequisites: Strength 13 or higher, Stretched Wings trait, zvarr.

- Your wings reflect the soaring saurian of your ancient ancestors.
- Your fly speed increases to 40 feet, and you can fly for an unlimited duration.
- You can attack with your wings as light finesse weapons dealing 1d3 slashing damage and gain the following action:

Multiattack. You make two melee attacks with your wings.



AGE, HEIGHT, AND WEIGHT

Although the new alien races of the *Legendary Planet* multiverse are fundamentally similar to those presented in the *5E System Reference Document* and other campaign settings, there are some slight differences in age, height, and weight. The details for each are presented here for ease of reference. Starting age is based on character class in the following categories:

Intuitive: barbarian, fighter, rogue, sorcerer

Self-Taught: druid, paladin, ranger, warlock

Trained: bard, cleric, monk, wizard

Race	Adulthood	Intuitive	Self-Taught	Trained
Auttaine	15 years	+1d4	+1d6	+2d6
Chlorvian	40 years	+2d6	+4d6	+6d6
Tretharri	20 years	+1d6	+2d6	+3d6
Zvarr	60 years	+4d6	+6d6	+8d6

Race	Middle Age	Old	Venerable	Maximum Age
Auttaine	35 years	54 years	75 years	75+3d12 years
Chlorvian	80 years	120 years	180 years	180+2d20 years
Tretharri	60 years	90 years	120 years	120+3d20 years
Zvarr	100 years	150 years	200 years	200+5d20 years

Race	Base Height	Base Weight	Height/Weight Modifier
Auttaine, male	4 ft. 10 in.	140 lbs.	2d10 x 5 lbs.
Auttaine, female	4 ft. 5 in.	110 lbs.	2d10 x 5 lbs.
Chlorvian, male	5 ft. 2 in.	110 lbs.	2d8 x 4 lbs.
Chlorvian, female	5 ft. 0 in.	90 lbs.	2d8 x 4 lbs.
Tretharri, male	5 ft. 4 in.	150 lbs.	2d8 x 6 lbs.
Tretharri, female	5 ft. 4 in.	130 lbs.	2d6 x 6 lbs.
Zvarr, male	4 ft. 5 in.	120 lbs.	2d6 x 3 lbs.
Zvarr, female	4 ft. 2 in.	105 lbs.	2d6 x 3 lbs.

EXISTING CHARACTER OPTIONS

The following sections provide insight on how players can create characters with a greater thematic and mechanical fit for the overall campaign. Offered as suggestions rather than requirements, almost any selection will work well in the *Legendary Planet Adventure Path*. For players who may have already created a character from a prior campaign, this section also serves as a primer for some of the more common pieces of lore, helping to frame the setting in the player's mind.

LEVEL RANGE AND CHARACTER FOCUS

Unlike other campaigns, the *Legendary Planet Adventure Path* spans the earliest of levels of game play all the way to level 20. While many players enjoy planning out their characters from start to finish, one thing to keep in mind is that the environment and situations they the PCs will encounter will likely change many times over the course of the interplanetary storyline. So, focusing intensely on a single aspect or creating a “one trick pony” with an affinity for a single terrain or culture may not work as well as focusing on a character's versatility and adaptability. Specialization is, after all, for insects and insectoid, spacefaring races. This isn't to say that classes which only know a limited number of spells—such as a sorcerer or oracle—won't work well in this adventure path, but rather that focusing intently on just illusion or fire magic may limit your character's ability to actively participate in some encounters and scenarios.

COMBATANTS AND ARMAMENTS

While some technological advancements and equipment exist in the *Legendary Planet Adventure Path*, newly created characters should still focus their martial capabilities on the same types of weapons they'd select for any other campaign world. Blades, bows, hammers, and even early firearms are all still viable options, and many of the creatures encountered during the campaign will likely use the same. If an advantage exists for any particular type of weapon, it would most likely involve those which allow more versatility in their usage, such as a longsword which can be used one-handed so the other hand remains free to operate a gun or additional gear, or which can be wielded with two-hands when pure, raw might provides a greater benefit. At the same time, hyper-focusing on a single weapon may face certain difficulties. Situations may change drastically in any given adventure and planetary environment, so the ability to handle different situations with the right weapon at hand will assure your character's survival and ability to always contribute to the fight.

In addition, while the sword-and-planet genre often involves swashbuckling heroes bravely fighting in piecemeal armor which keeps them mobile, any type of armor has the potential to work well for the *Legendary Planet Adventure Path*. Many creatures in the setting wear exotic armors—most of which player characters from other worlds will have never seen before—but these armors are usually fundamentally equivalent to the protections already in the game, and they'll have the same statistics, capabilities, and other features as the armor that's already available.

SKILLS

In-game skills provide reliable ways of overcoming obstacles in a sword-and-planet multiverse and therefore play a key role in this adventure path. These adventures necessitate that characters overcome both the physical and mental challenges imposed by entirely new worlds, technologies, and adversaries. Thus, becoming trained in skills like Strength (Athletics), Dexterity

(Acrobatics), Intelligence (Nature), Wisdom (Perception), and Wisdom (Survival), will provide ample opportunities for a PC to shine. Similarly, Charisma checks and social skills will prove an absolute “must” in interacting with other cultures—either by placating them, winning them over to the PCs’ cause, or perhaps just aggravating and stymieing them on the battlefield in order to impress or inspire potential allies.

Lastly, one additional note should be made regarding Intelligence checks to explore and investigate a wide range of locations characters will visit and explore. As they acclimate to new planets and cultures, they may take penalties or even have disadvantage on checks made to know the intricate details of other technologies, creatures, and regions beyond those they call home, at least until they have a chance to acclimate themselves and become familiar with each new world.

LANGUAGES AND COMMUNICATIONS

Traveling to exotic locations and interacting with strange cultures is a key element of this adventure path, and this will clearly raise questions on how best to communicate with alien cultures and races encountered along the way. In order to get the most from these encounters, characters may wish to learn new languages that can be used across different worlds. Though the campaign will facilitate an easier way of learning the local Common tongue on each new world, there’s still value in also learning a given species native language to better understand things they may be communicating among themselves, or when they lack a capable understanding of Common altogether. In addition, because of the ruins left behind by ancient cultures in the *Legendary Planet* multiverse, such languages can still aid in deciphering old records, pictographs, and texts. Therefore, the following additional languages may prove useful in the campaign, even though most of them may not manifest until later in the adventure path:

Ashtuul*	Jagladine
Bahgra	Krang
Belligren*	Onaryx
Bil’djooli	Tretharri
Divymm	Ultari
Elali	Yllosan
Hetzuud	Zor’ess*

* Ancient language, no longer commonly used.

As the campaign progresses, certain other options will also become available to ease the need for communication, including spellcasters selecting comprehend languages or tongues as available spells, or certain classes gaining the ability to speak with other creatures regardless of language. Even summoning certain creatures, such as the lantern archon, could become a convenient means for communicating with others in unfamiliar languages. Additionally, each planet will have its own local Common tongue used as a trade language.

While you PCs will begin the game speaking Common, this will only address the spoken tongue of their homeworld (and perhaps a few others), but knowing this version of Common will not mean a PC can speak or understand all the Common tongues they encounter on other worlds. Instead, you should mark down your Common language and its planetary origin, and additional languages may be acquired to permanently learn Common on other planets. Of course, mythic characters who gain the Morphic Nature blessing in *To Worlds Unknown* can adapt to planets they visit by gateway, including learning the local common tongue.

ALIGNMENT AND DEITIES

Alignments along the good or neutral axes (or, perhaps lawful evil) work best for *Legendary Planet*. Chaotic evil and neutral evil alignments can potentially cause issues above and beyond those normally encountered during a group’s gameplay, and so we don’t recommend them. A significant element of the campaign arc’s storyline hinges on the active spread of evil, and as such, pits the PCs against this backdrop.

Additionally, some classes receive holy power from specific deities. A list of the campaign’s new deities and their domains are listed below. However, since the PCs start out the adventure path as alien abductees, any deity from an existing campaign setting should also work. PC clerics and paladins should continue to receive their god’s blessing the same as they would on their home planet. The *Legendary Worlds* campaign setting is, after all, all-encompassing.

CHARACTER CLASSES AND OPTIONS

This section provides a few examples of classes and character options in **5th Edition** which may be particularly well-suited to the *Legendary Planet Adventure Path*. The overall plotline of the campaign will whisk PCs to many unknown places, and any character capable of shedding light on the unknown will secure a significant role in helping others adapt to their situation. Classes with options that involve knowledge and the pursuit of it, such as the bardic College of Lore or the Knowledge domain for clerics, can certainly excel at unraveling the mysteries presented by the adventure path.

The *Legendary Planet Adventure Path* also deals with planet-hopping and should prove a natural fit for characters who ponder and have connections to the stars and their strange inhabitants, giving them much to ruminate about and play up the angle of being far from home. Thus, warlocks with the Pact of the Tome or a Great Old One patron should feel right at home, as would most sorcerers and wizards.

Bards are welcomed almost anywhere and can easily enrapture locals at taverns and other public places with tales of far-flung locations, exotic beasts, and wondrous magic. For players who enjoy telling stories, this adventure path presents many opportunities for roleplay in winning over such inhabitants.

Some classes, such as monks and paladins often tie themselves more strongly to certain organizations than other classes. Given the planet-hopping nature of this campaign, it’s best to

Name	Alignment	Domains	Portfolio	Favored Weapon
Gar-Peru	LG	Artifice, Community, Good, Law, Protection, Strength	crafting, defense, loyalty, perseverance	warhammer
Rarmezarn	LG	Glory, Good, Law, Nobility, Strength, War	armor, honor, honorable combat, strength	morningstar
Lianthus	NG	Charm, Community, Earth, Good, Plant, Weather	nature, plants, renewal, symbiosis	spear
Olalis	NG	Fire, Good, Knowledge, Luck, Magic, Rune	fate, knowledge, psionics, stars, will	quarterstaff
Alrenjae	CG	Animal, Chaos, Charm, Community, Good, Liberation	cleverness, exploration, kinship, survival	scimitar
Kytheklo	CG	Chaos, Good, Knowledge, Repose, Sun, Trickery	ancestors, deception, light, love, spirits	longsword
Eroneinem	LN	Knowledge, Law, Magic, Protection, Rune, Travel	art, language, magic, trade, travel	quarterstaff
Haymot Steel-Arm	LN	Artifice, Law, Magic, Strength, War	metal, industry, transformation	crossbow
Idniskow	N	Air, Earth, Fire, Protection, Water	adaptability, air, earth, fire, survival, water	shortbow
Nimsharu	N	Artifice, Community, Healing, Knowledge, Protection	creation, preservation, wisdom, reflection	mace
Qarn the Twice-Eternal	N	Death, Healing, Knowledge, Protection, Repose	life, death, undeath, secrets	trident
Sioraattu	N	Animal, Destruction, Plant, Sun, Weather	ecology, extinction, nature	sickle
Maculatu the Sly	CN	Air, Chaos, Charm, Darkness, Trickery	stealth, survival, thievery	shortsword
Yajaan the World-Dreamer	CN	Artifice, Chaos, Glory, Madness, Travel, Trickery	cycles of life, stars, space travel	scythe
Dakorian Rooth	LE	Artifice, Evil, Healing, Knowledge, Law, Trickery	crafting, mutation, science, technology	dagger
Thraxes the Warlord	LE	Air, Evil, Nobility, Law, Strength, War	conquest, invention, rulership, warfare	longsword
Cyshrn the Gentle	NE	Charm, Evil, Knowledge, Magic, Protection, Rune	dominance, persuasion, psionics	quarterstaff
Niloticus the Explorer	NE	Evil, Nobility, Strength, Travel, Trickery, War	ambition, colonization/conquest, pride	battleaxe
Lurn Shadowhand	CE	Chaos, Darkness, Death, Evil, Madness, Rune	murder, night, rage, terror	shortsword
Wol'Pi'lo Five-Shells	CE	Chaos, Destruction, Evil, Fire, Protection, Water	armor/protection, fear, oceans, volcanos	spear

limit this restriction so your character has more adventuring freedom while exploring the multiverse. That said, other opportunities should arise later in the adventure path to align these characters to similar organizations and coalitions. Thus, playing character such as these can still provide interesting options and opportunities.

Classes which receive non-magical companion creatures, such as Beast Master rangers and even the new general class described in *Ultimate Commander* from Legendary Games, can also work well in this campaign. Despite an initial separation from their companions, most of the PCs should quickly reunite with these cohorts or find suitable replacements as they move from world to world. Because of the wide variety of creatures on other planets, the selection of possible companions may vary quite drastically from location-to-location. For this reason, it's best to avoid building a plan for a character which is too heavily tied to a specific type of companion.

FEATS

No one feat available in Fifth Edition is better suited than another for this adventure path, though, in time, feats like Weapon Master and other feats designed to facilitate or enable interaction with alien technologies and weapons could help better immerse characters in the setting. As mentioned above, languages may become a barrier, and the Linguist feat may become particularly useful. Regardless, when choosing a character's overall feats, the main piece of advice, as with most other character options, is to maximize your character's flexibility so they can excel in a variety of environments and situations—not just a single planet or terrain.

BACKGROUND FEATURES

The following background features are available to player characters in the *Legendary Planet Adventure Path*. The opening chapter assumes the PCs have been abducted by off-world alien invaders and meet for the first time during the initial, panicked moments of *To Worlds Unknown*. Thus, these features focus more on a few of the possible backgrounds available for such characters. With GM permission, players can select one of these features to replace the one granted by their chosen background to round out their characters. As noted above, it's recommended that these background features be chosen only as the PCs are about to begin *To Worlds Unknown*, rather than at first level (even if they play the prequel adventure in *The Assimilation Strain*).

Far-flung Gladiator: You've always been a bit quicker than others at learning new things, especially weapons, regardless of how strange they may be. Whether you were an actual gladiator, you studied the unusual weaponry of ancient cultures, or just an extremely martial talent, the end effect is that the use of strange weaponry come more easily for you. You have advantage on all Intelligence checks made to figure out alien technology (see Chapter 9 of the official *5th Edition Guide for Game Masters*). Once you have successfully activated a given type of tech, or if you have seen it in use, you no longer need to make checks to activate that type of technology.

DESIGNER'S NOTE: LEGENDARY BACKGROUNDS

Standard background features are aids to role play, hooks to provide adventure fodder, or means to pursue information, as opposed to strict mechanical benefits. Some of the features presented here break that mold. This is intentional.

The features presented allow for minor mechanical benefits in strictly defined circumstances, but they all do so in a way that creates connection to the greater universe of the *Legendary Planet Adventure Path*. Heroes facing down challenges born on alien stars are exceptional, and these backgrounds reflect that. These features are intended to be paired with the *Legendary Planet Adventure Path* and may be out of place in other campaigns.



Jagladine Experiment #14073: Long ago, the insidious alien bioengineers known as jagladine abducted you and kept you around for routine experimentation, lacing the jagladine script for the number 14073 into the flesh of your shoulder. Most of your captivity has been a blur to you, with long periods of nightmares interspersed with brief moments of lucidity. The jagladine experiments you endured were designed to enhance the agility of your race, possibly in ways to enhance any Klaven thralls they intended to craft from your species. However, the experiments did not go entirely as planned. While you now possess more agility than most others of your race, it lasts only for a limited duration. A few times per day, equal to 1 + your Constitution bonus (minimum 2), you can increase your move speed for the round by 5 feet. This is not an action. You regain all expended uses of this ability when you finish a long rest.

Klaven Survivor: The klaven are known on many planets as the horrific shocktroops of the jagladine, sent to clear a path for interplanetary domination. Tales of klaven brutality have spread far and wide and are almost as effective as the klaven themselves at causing panic in the communities they assault. While most know to run when the klaven approach, at one point you found yourself within reach of such a creature due to bravery, poor luck, or foolhardiness. Looking past the horrifically misshapen body modifications imposed by the jagladine on the unfortunate creature, you saw the tortured look of a once-sentient being which now only knows pain and hatred. Since then, you've felt pity for the klaven, and, while you know they must be destroyed, you are able to defeat them in more gentle ways than most. Whenever you reduce a klaven to 0 hit points with any attack roll (not just a melee attack) you can choose to knock it unconscious instead of killing it.

Patron of the Stars: You come from a culture that revered the stars as holy entities, learning how to meditate upon them to later bless others with the stars' benefaction. By meditating for 1 hour under a clear nighttime sky (this can be done during

a short rest), you can make a Wisdom check against DC 13. If you successfully make the check, you can use your reaction to magically add a +1 bonus to any single d20 roll made by a creature you can see in the next 24 hours. You can apply this bonus after the roll is made, but before the GM reveals whether or not the roll succeeds. You cannot apply this bonus more than once per day, regardless of how many times you meditate under the stars.

Principle of the Stars: You come from a culture that saw stars and star light as revealing the flaws in others, and learned how to call upon the stars to jinx those who wrong you. By meditating for 1 hour under a clear nighttime sky (this can be done during a short rest), you can make a Wisdom check against DC 13. If you successfully make the check, you can use your reaction to magically apply a -1 penalty to any single d20 roll made by a creature you can see during the next 24 hours. You can apply the penalty after the roll is made, but before the GM reveals whether or not the roll succeeds. You cannot apply this penalty more than once per day, regardless of how many times you meditate under the stars.

Resilient Peculiarity: Throughout the multiverse various traditions exist for harnessing energy, magical or otherwise, for the wielder's purposes, whether it be arcane magic, divine magic, innate magic (such as innate spellcasting and other magical abilities), psionics, technology, or other similar effects. Whether you were born under auspicious stars, experimented upon as a child, caught in an influx of energy that left you permanently altered, or any other reason, your mind is particularly resilient to one of these methods. Pick one of the above traditions. Against effects of that type, you gain a +1 bonus on Intelligence, Wisdom, and Charisma saving throws.

Ruin Delver: Your home planet held a number of ruins from an ancient, long lost civilization dotting its landscape. At some point, you explored them and, during one such foray, you found a small trinket with curious properties, keeping it with you ever since. You have advantage on Intelligence checks made to determine the value of an item. In addition, you gain a small bauble of your choice worth 100 gp. If sold, you lose the benefits of this feature until you reacquire the trinket. Examples of such objects include:

- A fist-sized, solid black sphere which can hover up to 6 feet off the ground but cannot otherwise move. The sphere has a button flush with the curvature that when pressed reveals a small indentation which can hold a tiny object weighing 1 lb. or less.
- A small, clear pyramid that houses a smaller black spindle which always points towards a specific, unchangeable star.
- A cracked mirror which can capture the reflection of the last creature to look at it, holding such an image for up to 8 hours.

The GM has the final discretion on what sort of baubles might qualify for this trait.

Seeker of the Stars: You've always been drawn to the stars — one star in particular, that is. You always know the direction to one single, unchangeable star. When you've asked astronomers about this star, none have any information on it, and it seems that as far as anyone else can tell, it doesn't actually exist. Some of the astronomers may have heard similar questions, and they suspect that all asking about this star are asking about the same one, if it exists. By spending 10 minutes in meditation, you can mentally visualize a star chart for your location, regardless of where you are and the time of day. The star you're drawn to always appears in this visualization, even if it wouldn't appear in your current location. In addition, once per day you can use an action to magically determine true north. Some strange environments may confound this ability by not having an actual "north."

Smuggler: You were beginning to make a name for yourself for your role in smuggling of goods on your planets. Whether transporting alcohol, psionically charged crystals, weapons, or more insidious things, you were great at hiding objects from those whose job it was to find contraband. Your particular specialty was in hiding smaller objects and getting them to places they shouldn't be, and you've learned a number of tricks related to body positioning, loose clothing, and misdirection that all aide you in hiding the goods. When you finish a long rest, you can select one small object in your possession. You have advantage on Dexterity (Sleight of Hand) checks to hide that object until you choose another object.

OPTIONAL RULE: IDENTIFYING CREATURES

When you encounter strange creatures, be they fantastic beasts from remote corners of your home world or alien beings from a far-off star, you may be able to recall useful information about them. Make an Intelligence check (possibly with an appropriate skill as determined by the GM). The DC depends on how common the creature is, in relation to your experience.

Common	DC 10
Uncommon	DC 15
Rare	DC 20
Very Rare	DC 25
Mythical	DC 30

If the creature you're trying to identify does not exist on your home world, treat it as at least Rare. At the GM's discretion it may be more difficult, apply disadvantage to your check, or both. If your check succeeds you recall general information — some facts mixed with hearsay or legend — about the creature. For every 5 points by which your check result exceeds the DC, the GM can grant you another piece of readily useful knowledge.

Stranger In A Strange Land: Unlike many, you are aware of the larger multiverse, and the politics that abound within it. You've been to a small number of planets, mostly intentionally, and have been exposed to the varied cultures that abound between different planets. You can add double any proficiency bonus you are normally allowed on Intelligence (Investigation) checks to ascertain the rules and peculiarities of any culture you encounter, and you never have disadvantage on such a check. In addition, your GM may share any additional information with you about the current political situation affecting the Legendary Planet multiverse.

Xenobiologist: You've devoured every unusual bestiary you could acquire, and your voracious appetite for such knowledge has better informed your ability to determine facts about unfamiliar creatures, drawing parallels to other beasts you already know. As such, you can add double any proficiency bonus you are normally allowed on all Intelligence checks to identify creatures and their abilities. In addition, the base DC to identify creatures from a planet other than your own is treated as if you were from the location or planet spawned it. For example, if an auroch is normally a very rare creature on your home planet, but common on the planet Argosa, the Intelligence check's DC to identify the auroch would be 10.

Xenopidgin: While many people dabble in a wide range of hobbies, you've explored a wide range of languages and dialects. When exposed to a new language, you can make an Intelligence check against a DC of 13. If successful, you gain a very rough understanding of the nuances of such conversation. This understanding only amounts to an informed hunch but is usually enough to give the same level of understanding as a human toddler would be capable.

NEW CLASS OPTIONS

In a Legendary Planet campaign, the magical, martial, and mechanical are melded to a degree less common in most campaigns. Endless alien technomagical ruins have given birth to warring societies of lifeless and deathless adversaries, with some casting their minds out into the cosmos and others into the long-buried depths of the ancients, hoping to better understand the alien technology around them in the hope of mastering it and using that mastery to unleash destruction on their enemies and salvation for their allies. To that end, the following character options might be encountered in a Legendary Planet campaign.

BARD COLLEGE: COLLEGE OF ASTROLOGY

You have always studied the stars and their endless patterns and cycles, learning the influences of the heavenly bodies on the past, present, and future. You use the more esoteric insights you glean to bilk ignorant rubes ready to believe your erudite divinations, but you also have learned all too well that when you looked into the stars others were looking back, either with wonder or with malice.

GUIDING STAR

When you join the College of Astrology at 3rd level, you gain darkvision out to a range of 60 feet. In addition, when the night sky and stars are visible to you, you may add your Charisma modifier on all Wisdom-based skill checks, you automatically know your precise location, and you always know the number of hours before the next sunrise.

STUDENT OF THE STARS

Beginning at 3rd level, when the night sky and stars are visible to you, you can use one of the following metamagic options on any spell you cast: Empowered Spell, Extended Spell, or Subtle Spell.

Once you use this feature, you can't use it again until you finish a long rest.

THE STARS ARE RIGHT

Starting at 6th level, when the night sky and stars are visible to you, you can consult your astronomical notes and charts to gain insight into the past, present or future. After spending 10 minutes in contemplation, you may ask a single question that can be answered with a yes or no. You receive a correct answer to your question. The stars are often vague and are by no means omniscient, so you might receive "unclear" as an answer.

Once you use this feature, you can't use it again until you finish a long rest.

SATELLITE

At 14th level, you can use your action and expend one of your uses of Bardic Inspiration to conjure a celestial body of Medium size to a square adjacent to you. The satellite orbits around you at your command and sheds bright light out to a range of 10 feet and dim light for an additional 10 feet.

You can direct the satellite to move to an unoccupied space within 15 feet of you (no action required).

As a bonus action, you can cause the satellite to interpose itself between you and a target creature that you can see, granting you half cover against the target. The creature can't move through the satellite's space unless it succeeds a Strength saving throw against your bard spell save DC.

As a bonus action on your turn, you can make a melee spell attack with satellite against a creature adjacent the satellite. On a hit, the target takes force damage equal to $2d8 +$ your Charisma modifier. Alternatively, you can use your bonus action to command the satellite to shove a creature adjacent to you, using your spell attack bonus instead of a Strength (Athletics) check.

RANGER ARCHETYPE: BOMBARDIER

The bombardier is a master of using thrown explosives in combat, and even studies carefully the arts of demolition in all their applications.

EXPLOSIVES EXPERT

At 3rd level a bombardier learns to fashion explosives from a stock of common engineering parts. If you have an explosives satchel (treat as a spell component pouch, except it contains explosive materials instead of magic ones), you may spend time during any short or long rest to create a day's worth of bombs. These bombs act as alchemist's fire. You are considered to have an unlimited number of bombs within reason. Additionally, you may affix a smaller bomb to an arrow you fire, adding $1d4$ fire damage to one bow attack per round.

EXPERIMENTAL EXPLOSIVES

Beginning at 7th level, you may choose the damage type of your bombs. You may choose from the following: cold, fire, lightning, poison. You may choose for each bomb as you use it. Any enemy you hit with one of your bombs may not make opportunity attacks against you this turn.

SHOCK AND AWE

At 15th level. Your bombs now deal $2d8$ damage, and your arrow-propelled bombs now add $2d4$ damage. If you make at least two throw bomb attacks in a turn, you are treated as having taking the Dash action and gain extra movement as such.



FIGHTING STYLE: GRENADIER

You are considered proficient at throwing all liquid or explosive projectiles. You must still be proficient to know how to correctly operate them (i.e. you could add your proficiency bonus to throwing a grenade, but if not proficient, you may not know to pull the pin). Normal and maximum ranges are doubled for these weapons to a maximum of 200 feet.

RANGER ARCHETYPE: ROBOT FIGHTER

Wherever sentient mechanical races arise, so too do radicals and revolutionaries devoted to purging the robotic taint from their society. They fear the potential for even seemingly benevolent mechanical minds to decide they know best how to safeguard living creatures through total domination, and these robot fighters pledge with every breath to never surrender their fundamental freedom to live, infiltrating robot-controlled bases and manufactories to commit sabotage and slaughter of their synthetic enemies.

ENEMY OF TECHNOLOGY

You are specialized in the tracking and hunting of constructs and other machines. Once you choose this archetype at 3rd level, if your favored enemy is not constructs, then it becomes constructs. Additionally, your favored enemy bonuses also apply to technological creatures.

BONUS SPELLS

Starting at 3rd level, you learn an additional spell when you reach certain levels in this class, as shown in the table below. The spell counts as a ranger spell for you, and it doesn't count against the number of ranger spells you know.

- 3rd - *grease*
- 5th - *make whole*
- 9th - *magic circle against technology*
- 13th - *rebuke technology*
- 17th - *wall of force*

TRAP MECHANIC

At 3rd level, you gain proficiency with thieves' tools and Dexterity (Sleight of Hand) checks. Your proficiency bonus is doubled for any Wisdom (Perception) checks and Dexterity (Sleight of Hand) checks you make that pertains to finding or disabling mechanical traps.

MACHINE KILLER

Starting at 7th level, when you score a critical hit against a construct or technological creature, you ignore any damage resistance or immunity the creature has to nonmagical weapons. In addition, the creature must succeed a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Strength or Dexterity modifier (your choice)) or be stunned until the end of your next turn.

EMP

Starting at 11th level, you can use the power of your spellcasting to disrupt nearby constructs. As an action, you can expend a spell slot of 2nd level or higher to emit an electromagnetic pulse. All creatures within a number of feet equal to the level of spell sacrificed x 5 must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Wisdom bonus). On a failed save, a creature takes 2d8 lightning damage, plus an additional 1d8 lightning damage for each spell level higher than 2nd. If the creature is a construct or technological creature, they are also stunned until the end of your next turn. Both the damage and condition affect constructs and technological creatures normally, even if the creature is immune or has resistance to these effects.

Additionally, technological objects within the electromagnetic pulse begin to malfunction and remain inoperative for 1d4 rounds.

KILL SWITCH

Starting at 15th level, you gain the ability to activate a destructive chain reaction within constructs and technological creatures. When you hit such a creature with a melee or ranged attack, you can use your bonus action and expend a 4th-level spell slot or higher to begin this chain reaction, which remains potent for a number of days equal to your ranger level. The chain reaction doesn't begin unless you use your action to engage the kill switch. When you use this action, the creature must make a Constitution saving throw (DC equal to 8 + your proficiency bonus + your Wisdom modifier). If it fails, it is reduced to 0 hit points. If it succeeds, it takes 10d10 sonic damage.

You can have only one creature under the effect of this feature at a time. You can choose to disable the kill switch harmlessly without using an action.

SORCEROUS ORIGIN: NANOTECH INFUSER

You have experimented with alien magitech fluids infused with microscopic robotic servants. Where others might have perished as these nanites disrupted their vitals like a corrupting virus, they awakened within you a latent communion with the machine mind and an affinity for robots, clockworks, and constructs of all kinds.

TECHNOLOGICAL AFFINITY

At 1st level, your intense focus on machinery and minutia grants you proficiency with thieves' tools, Dexterity (Sleight of Hand) checks, and Intelligence (Investigation) checks. However, your interpersonal abilities suffer as a result and you cannot become proficient in Deception, Intimidation, or Persuasion. If you are already proficient in Deception, Intimidation, or Persuasion, you lose your proficiency in those skills and may choose a replacement skill from the Sorcerer skill list.

ARTIFICER'S TOUCH

Starting at 1st level, you learn the *mending* cantrip. If you already know this cantrip, you learn a different sorcerer cantrip of your choice. The cantrip does not count against your number of cantrips known.

Additionally, you can, as an action, spend 1 sorcery point to make a melee spell attack against an object, construct, or technological creature. On a hit, the target takes 2d6 acid damage as it begins to corrode. This damage ignores any immunity or resistance the target has against acid damage. This ability's damage increases by 1d6 when you reach 5th level (3d6), 11th level (4d6) and 17th level (5d6)

NANITE ADAPTATION

Starting at 6th level, the nanites infused into your body begin replacing portions of your vital organ and body systems, leaving minor visible circuitry or mechanical elements across your skin. You have advantage on saving throws against disease and poison. If you fail such a saving throw, you can use your reaction and spend 2 sorcery points to reroll that saving throw and must use the new roll, even if the new roll is worse.

However, your increasingly mechanical nature also causes you to be increasingly inhuman. You lose any proficiencies you have in Charisma skills and you have disadvantage on Charisma (Persuasion) checks when interacting with living creatures.

The benefits of this ability, but not the drawbacks, become suppressed until the end of your next turn if you take lightning damage equal to or greater than your level.

NANOVIRUS

At 13th level, as an action, you can infect a living creature with a nanite virus derived from corrupted nanites in your own system by making a melee spell attack. The target must then succeed a Constitution saving throw against your sorcerer spell save DC as the nanovirus infects them. On a failed save, the target takes 3d6 psychic damage at the beginning of each of its turns. It can reroll this save each turn to halve the damage. After succeeding three of these saving throws, the virus is neutralized and its effects end. A target already infected cannot be infected again until it ends the first nanovirus. If the target dies while infected with the nanovirus, it rises as a nanite zombie. The nanite zombie uses the zombie stat block (SRD Pg. 359), except that its type is changed to construct and it is immune to radiant and necrotic damage.

The nanite zombie remains under your control, as the spell *animate dead* (SRD Pg. 115), for a number of days equal to your sorcerer level. At the end of this period, the nanite zombie collapses into a heap of carrion and corroded cybernetic circuitry.

You can control a maximum number of nanite zombies equal to your charisma modifier. If creating a new nanite zombie would exceed this limit, the new nanite zombie is created and the oldest nanite zombie becomes uncontrolled and is immediately hostile to all living creatures.

NANITE APOTHEOSIS

Starting at 18th level, the nanites in your body replace most of your vital organs and body systems, making your mechanical nature obvious to even a casual observer. You are immune to disease and poison and have advantage on death saving throws. If you fail a death saving throw, you may spend 2 sorcery points (no action required) to reroll that saving throw and must use the new roll, even if the new roll is worse. In addition, a critical hit against you becomes a normal hit.

However, you no longer add your Charisma modifier on Charisma skills or checks when interacting with living creatures.

The benefits of this ability, but not the drawbacks, become suppressed until the end of your next turn if you take lightning damage equal to or greater than twice your level.

SORCEROUS ORIGIN: PENUMBRA

Whether given over to the contemplation of the endless blackness between the stars, from obscurant nebulae to consuming black holes, or to the lightless depths far below the planetary surface, some spellcasters seek power in the utter absence of light and the entropic end of all things.

Penumbra Sorcerer Bonus Spells: Gazing into the inky blackness of the cosmos stirs a dark influence from beyond that graces your magic. When your Spellcasting feature lets you learn a sorcerer spell of 1st level or higher, you can select the spell from the following list of spells, in addition to the sorcerer spell list. You must otherwise obey all the restrictions for selecting the spell, and it becomes a sorcerer spell for you.

- 1st - *unseen servant*
- 3rd - *vampiric touch*
- 5th - *black tentacles*
- 7th - *harm*
- 9th - *weird*

UMBRAL SIGHT

From 1st level, you have darkvision out to a range of 60 feet. By spending 1 sorcery point, you can also see through magical darkness for 10 minutes.

UMBRAL SORCERY

At 6th level, when you cast a spell that affects an area, you can use your bonus action and spend at least 1 sorcery point to fill that area with magical darkness. This magical darkness lasts for 1 round, plus an additional round for every sorcery point you spend beyond the 1st.

SHADOW CONJURATION

Starting at 14th level, you can, as an action, spend at least 2 sorcery points to summon one or more **shadows**^{SRD}. You summon one shadow for every 2 sorcery points you spend on this ability. These shadows appear in unoccupied spaces that you can see within 90 feet of you and remain for up to 1 hour or until you break concentration. The conjured shadows otherwise behave as creatures summoned by the *conjure elemental* spell.

In addition to their normal abilities, the conjured shadows can travel between areas of dim light or darkness. While in such areas, as a bonus action, they can teleport up to 60 feet to an unoccupied square that it can see that is also in dim light or darkness.

If you use this ability while a conjured shadow is already present, the previous shadow or shadows vanish when the new shadow or shadows appear.

IMPENETRABLE SHADOW

Starting at 18th level, enemy darkvision, low-light vision, divinations (including *true seeing*), and spells that create light (including *daylight*), cannot detect, penetrate, or function within the area of any magical darkness you create. In addition, shadows that you summon with your Shadow Conjunction ability do not have sunlight weakness or vulnerability to radiant damage.

WARLOCK OTHERWORLDLY PATRON: THE ENGRAM

Beneath the surface of Kylorn, great machines hold copies of the consciousnesses of the planet's former inhabitants. Many of these were transferred into constructs, becoming Servitors. Countless others linger still within matrices of steel and crystal, waiting to be called forth. Certain folk have developed a magical knack to do just that. It is, in essence, a different method of calling up the dead. Rather than a spirit, the engram channeler taps into the stored memory of a long-dead inhabitant of Kylorn from the time of the Patrons. Bonding with such an engram provides the channeler with a wealth of insight and inspiration.

Expanded Spell List: The Engram lets you choose from an expanded list of spells when you learn a warlock spell. The following spells are added to the warlock spell list for you. You must otherwise obey all the restrictions for selecting the spell, and it becomes a warlock spell for you.

- 1st - *grease*,
technomancy
- 2nd - *knock*, *make whole*
- 3rd - *lightning bolt*,
sending
- 4th - *rebuke technology*,
remove radioactivity
- 5th - *animate objects*,
wall of force

ENGRAM

At 1st level, you gain the aid of an engram, a copy of a learned personality, by tapping into the great computers of Kylorn.

With 1 hour of uninterrupted access of one of Kylorn's computer systems, you can form a mental bond with and manifest a holographic construct called an engram. The engram resides within an extradimensional mindscape until called forth as an action. The engram returns to your mindscape if you dismiss it (no action required). If the engram drops to 0 hit points, it returns to your mindscape in a dormant state and cannot be summoned again until you have finished a long rest.

You use the provided engram stat block to determine game statistics. Your engram also has abilities and game statistics determined in part by your level. Your engram uses your proficiency bonus rather than its own. In addition to the areas where it normally uses its proficiency bonus, an engram also adds its proficiency bonus to its AC. For each level you gain after 1st, your engram gains an additional hit die and increases its hit points accordingly.

Your engram gains proficiency in Constitution saving throws when you reach 2nd level, Dexterity saving throws at 4th level, and Wisdom saving throws at 7th level.

The damage die of your engram's incorporeal touch ability increases by 1d6 when you reach 5th level (2d6), 11th level (3d6), and 17th level (4d6).

Whenever you gain the Ability Score Improvement class feature, your engram's abilities also improve. Your engram can increase one ability score of your choice by 2, or it can increase two ability scores of your choice by 1. Your engram's Strength score can't increase above 2 using this feature. As normal, your engram can't increase an ability score above 20 using this feature.

Your engram obeys your orders to the best of its ability. It rolls its initiative like any other creature, but you determine its actions, decisions, and so on. If you are incapacitated, the engram returns to your mindscape.

Your engram must remain within 100 feet of you. If you or your engram move beyond this distance, the engram returns to your mindscape at the end of its next turn.

Your engram retains the personality and memories it had in life, as its purpose for existence is to preserve the individual from whom it was copied.



ENGRAM

Medium construct (technological creature), any alignment

Armor Class 13

Hit Points 11 (2d8 + 2)

Speed 0 ft., fly 30 ft. It can hover

STR	DEX	CON	INT	WIS	CHA
1 (-5)	16 (+3)	12 (+1)	13 (+1)	12 (+1)	10 (0)

Skills any three Intelligence or Wisdom skills, usually the ones it knew in life

Damage Resistances acid, cold, fire, thunder, bludgeoning, piercing, and slashing damage from nonmagical weapons

Damage Immunities necrotic, poison

Condition Immunities exhaustion, grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive perception 11

Languages any languages it knew in life, Common

Challenge 1/4 (50 XP)

Antitech Susceptibility. When an effect or spell would shut down or disable a technological creature (like *antitech field*), the engram is instead shunted back to the computer system that holds its data. If the engram is bonded with an engram channeler, the engram instead returns to the channeler's mindscape. The engram cannot manifest inside an area of antitech.

Incorporeal Movement. The engram can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Limited Telepathy. If the engram is bonded with an engram channeler, it can telepathically communicate with its channeler as long as they remain within 100 feet of each other.

ACTIONS

Incorporeal Touch. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) lightning damage.

Deliver Touch Spells. If the engram is bonded with an engram channeler, it can deliver touch spells as though it were a familiar. This action has all of the restrictions and limitations a familiar does when delivering touch spells. If the touch spell requires an attack roll, it uses its Dexterity modifier for a weapon attack and its Intelligence modifier for a spell attack.

LOST LORE

At 6th level, you can consult the accumulated knowledge of the great computers that store the engram. When you make an Intelligence ability or skill check, you can use this feature to add a d10 to your roll. You can do so after seeing the initial roll but before the roll's effects occur.

Beginning at 12th level, you can use this feature twice between rests, and beginning at 18th level, you can use it three times between rests. When you finish a short or long rest, you regain your expended uses.

TACTICAL STRIKE

At 10th level, when your engram hits a creature with its incorporeal touch, it can use its bonus action to gain knowledge about the target's weaknesses which it can then share with you. You learn what the target's immunities, resistances, and vulnerabilities are. In addition, until the end of the encounter, you gain a +2 bonus on attacks made against the creature and a +2 bonus to AC against attacks made by the creature.

Once your engram uses this feature, you must finish a short or long rest before you can use it again.

TACTICAL MAP

At 14th level, your engram can, as a bonus action, produce a three-dimensional tactical map over a 30-foot-radius area centered on the engram. The map predicts attacks and movements of all enemies within the area. You and all of your allies that can see the projection gain a bonus on attack and damage rolls against enemy creatures equal to your engram's Intelligence modifier. In addition, you and your allies that can see the projection are proficient in all saving throws against spells and effects made by enemies within the area. The projection and its effects last for 1 minute.

Once your engram uses this feature, you must finish a short or long rest before you can use it again.

WIZARD ARCANE TRADITION: DELVER

You have studied the endless catacombs that riddle hollow worlds across the cosmos, and you are intimately familiar with the ways of deep caves and caverns, as well as the strange remnants of alien civilizations that often can be found in the deep places of the world.

SUBTERRANEAN SPEECH

When you select this tradition at 2nd level, you learn two languages from the following list: Draconic, Dwarvish, Primordial, Terran, Undercommon.

SAFE SPELUNKER

Starting at 2nd level, exploring treacherous caverns is much easier for you than most. While you are in a cave or are underground, you ignore difficult terrain and can't become lost except by magical means.

In addition, you are entitled to a Wisdom (Perception) check whenever you come within 10 feet of a stonework mechanical trap, such as a pit, deadfall, or sliding or shifting wall or ceiling, or a natural subterranean hazard. This includes unstable areas subject to cave-ins as well as dead air, gas, dangerous fungi, and similar hazards. You have advantage on saving throws against such traps that you can see.

DEEP SCHOLAR

Starting at 6th level, when you cast a divination spell underground, you can choose to do one of the following:

- Double the duration of the spell.

- Double the range of the spell. If the spell has a range of touch, it instead has a range of 10 feet.

TERRAN SUMMONER

At 10th level, when you cast *conjure minor elementals* or *conjure elementals*, you can also choose from the following list of monsters (Challenge level in parentheses): grimlock (1/4), darkmantle (1/2), duergar (1), ankheg (2), grick (2), roper (5), grick alpha (7), or cloaker (8). The summoned creatures otherwise follow the same rules and restrictions as the spells.

SUBTERRANEAN MASTERY

Starting at 14th level, you gain tremorsense out to a range of 20 feet. In addition, you gain darkvision with a range of 60 feet. If you already have darkvision, it instead increases by 30 feet.

FEATS

The following feats are highly valued among those that work with technology, including computers, industrial machinery, and demolitions and similar heavy weaponry.

DAUNTING INTERFACE

Your electronic and mechanical devices are difficult for others to manipulate.

- Increase Intelligence score by 1, to a maximum of 20.
- You gain proficiency with a technological tool of your choice.
- You can add your proficiency bonus as an increase to the amount of gp per day you can use as part of creating a technological item during downtime activities.
- Devices you create or modify with this tool can only be used by you. Others have to pass a DC (8 + proficiency bonus + your Intelligence modifier) to figure out how to use the device

ENVIRONMENTAL ADAPTATION

Prerequisite: Your character must have earned an epic boon.

Your legendary nature allows you to survive any environment to fulfil your destiny. You gain the following benefits:

- You gain +1 to an ability score of your choice, to a maximum of 20
- You gain resistance to environmental (naturally occurring) energy types. For example, you gain resistance to fire when walking on lava but not when hit by a *fireball* spell or a red dragon's breath weapon.

- You also gain advantage on saving throws against environmental energy types.

GRENADE EXPERT

You are unparalleled in the use of grenades. You gain the following benefits:

- Increase your Dexterity by 1, to a maximum of 20.
- Increase the save DC of grenades you use by 1. If the grenade deals damage, you can instead subtract one die of damage to cause disadvantage on saving throws against the grenade's effects.

MASTER SAPPER

You've become an expert in demolition. You gain the following benefits:

- Increase your Intelligence or Wisdom by 1, to a maximum of 20.
- You gain proficiency in all explosives common in your campaign setting.
- When you use explosives to destroy a structure, fortification, vehicle, or siege weapon, you automatically succeed if possible. If success is impossible, you know ahead of time.
- When a spell or effect whose area is a radius or a cone would deal half damage on a successful saving throw, you instead take no damage on a successful save.

SCAVENGER

You make good use of scavenged equipment. You gain the following benefits:

- You gain +1 Intelligence, to a maximum of 20.
- You gain advantage on all Intelligence checks made to figure out alien technology (see Chapter 9 of the official *5th Edition Guide for Game Masters*).
- You may apply half your proficiency bonus to technological tools and weapons (rounding down to a minimum of 1).
- You can become proficient in technological tools and equipment in half the normal time.

TECHNOPATH

Prerequisite: telepathy or the ability to cast detect thoughts.

Your communion with machine language allows you to connect with devices with the power of thought. This ability allows you to mentally interface with computers and devices, but not creatures, up to 60 feet away. You can access any function someone could access by



physically manipulating the device without needing to touch it. Manipulating devices in this way requires concentration, and you can simultaneously access a number of devices equal to your Intelligence modifier (minimum 1). As an action, you can choose one device you are mentally interfaced with and cause it to shut down or cause it to behave erratically for 1d4 rounds.

Spells and effects that would interrupt magical telepathy also interrupt this ability. If a device you are trying to interface with is intelligent, magical, or otherwise unusual (GM's discretion), you must succeed on an Intelligence saving throw with a DC set by the GM.

WALKER IN RUST

Prerequisite: The ability to cast 3rd-level spells

You choose one palm-sized, metal object worth 50 gp or more. While this object is worn you may use a spell slot with a spell level of 3 or higher to summon a junk shield guardian, which appears in an unoccupied space within 30 feet of you that you choose. The junk shield guardian uses the **shield guardian**^{SRD} stat block with the following changes depending on the level of spell sacrificed:

- **3rd level:** The shield guardian only has 50 hit points, loses its regeneration and spell storing abilities, as well as its multiattack action, and its proficiency bonus becomes +2. The shield guardian gains the tetanus ability (see below) with a DC of 12. (Challenge 2)
- **4th level:** The shield guardian has 75 hit points, loses its regeneration, its multiattack action, and its proficiency bonus becomes +2. The shield guardian gains the tetanus ability with a DC of 12. (Challenge 3)
- **5th level:** The shield guardian has 100 hit points and loses its regeneration ability. The shield guardian gains the tetanus ability with a DC of 12. (Challenge 5)
- **6th level:** The shield guardian has 125 hit points and loses its regeneration ability. The shield guardian gains the tetanus ability with a DC of 13. (Challenge 6)
- **7th level:** The shield guardian has 150 hit points and loses its regeneration ability. The shield guardian gains the tetanus ability with a DC of 14. (Challenge 7)

Creatures struck by the junk shield guardian's slam attack are also subjected to its tetanus ability. The creature must succeed a Constitution saving throw against disease (with a DC determined by the above list) or have disadvantage on Dexterity checks and saving throws until the disease is cured. Every 24 hours that elapse, the creature must repeat the saving throw, reducing its hit point maximum by 5 (1d10) and rendering it unable to speak or complete verbal components on a failure. The disease is cured on a success. The target dies if the disease reduces its hit point maximum to 0. The reduction to the target's hit point maximum and inability to speak last until the disease is cured.

Your chosen object acts as the amulet for the junk shield guardian. If you lose your chosen object or it is destroyed, you may fashion another one with a ritual that takes 1 hour of uninterrupted concentration and the expenditure of 100 gp worth of metal materials.

SPELLS

ANTITECH FIELD

8th-level abjuration

Classes: cleric, druid, wizard

Casting Time: 1 action

Range: Self (10-foot-radius sphere)

Components: V, S, M (a pinch of rust)

Duration: Concentration, up to 1 hour

A 10-foot-radius invisible sphere of electromagnetism surrounds you. This area disrupts nearby technology. Within the sphere, constructs and technological creatures must make a Constitution saving throw when they first enter the sphere and at the beginning of every turn they remain in the sphere. A creature that fails their saving throw is stunned until the end of its next turn, or is affected as the spell *slow*^{SRD} on a successful one. This condition affects constructs and technological creatures normally, even if the creature is immune to the condition. Within the sphere, technological objects cannot be activated.

Technology and other technological effects, except those created by an artifact or a deity, are suppressed in the sphere and can't protrude into it. While an effect is suppressed, it doesn't function, but the time it spends suppressed counts against its duration or charges.

Targeted Effects. Technology and other technological effects, such as firearm ammunition or missiles, that target a creature or object in the sphere become inert or explode upon making contact with the sphere, without affecting creatures, effects, or objects inside the *antitech field*.

Areas of Technology. The area of a technological item or effect can't extend into the sphere. If the sphere overlaps an area of technology, the part of the area that is covered by the sphere is suppressed. For example, lights being powered by electricity blink out while within the sphere.

Technological Items. The properties and powers of technological items are suppressed in the sphere. For example, a firearm in the sphere cannot fire but can function as an improvised melee weapon. Technological items and devices resume functioning normally as soon as they leave the sphere.

Technological Travel. Teleportation and planar travel that are made possible by technology or technological effects fail to work in the sphere, whether the sphere is the destination or the departure point for such travel. A portal to another location, world, or plane of existence temporarily closes while in the sphere.

DISCHARGE

3rd-level abjuration

Classes: bard, cleric, fighter (eldritch knight), sorcerer, warlock, wizard

Casting Time: 1 action

Range: 120 feet



Components: V, S

Duration: Instantaneous

You magically drain a technological object or creature that you can see of its power source. An object is automatically affected by the spell, while a robot must make a Constitution saving throw. On a failed saving throw, the target suffers an effect based on its type and power source:

- Object with charges: loses all remaining charges.
- Object powered without charges: functions suppressed for 1d4 rounds.
- Attended to or worn object: affected as its type and power source, but its wielder or attendant may make a Dexterity saving throw to avoid the effects.
- Robot: incapacitated for 1d4 rounds.

At Higher Levels. When you cast this spell using a spell slot of 5th level or higher, you may select one additional target for every two slot levels above 3rd. Alternatively, you may choose to affect every technological object or creature within a 20-foot radius around you. This radius increases by 10 feet for every slot level above 5th.

FLICKER

4th-level evocation

Classes: bard, druid, fighter (eldritch knight), ranger, sorcerer, wizard

Casting Time: 1 action

Components: V, S, M (a bit of wire or copper)

Range: 25 feet

Duration: 1 minute

You interrupt electrical currents and signals in a 30-foot sphere. Electronic machines are turned off and equipment dependent on electricity to operate lose power, regardless of whether that power comes from an outside source or an internal battery, power cell, or similar power supply. Magic items that deal lightning damage or create any other kind of electricity effect cease functioning and any spell that uses lightning or electricity descriptor is suppressed (see below). Sentient creatures and objects can attempt to reactivate themselves, an object they are wearing or wielding, or a device they are operating once per round by attempting a Constitution saving throw; however, even if successful a new save is required every round thereafter to keep the object or ability functioning. During any round in which the save is failed, the object or ability once again cease functioning.

Creating a lightning effect within the flicker is difficult. Such effects are suppressed within the area unless the caster succeeds on a saving throw using their casting ability score. If the effect affects an area or multiple targets, some of whom are inside and some outside the flicker, those outside its area are affected normally.

At Higher Levels: When you cast this spell using a spell slot of 5th level or higher, increase the radius of effect by 10 feet per spell slot used above 4th.



MAGIC CIRCLE AGAINST TECHNOLOGY

3rd-level abjuration

Classes: cleric, druid, fighter (eldritch knight), paladin, warlock, wizard

Casting Time: 1 minute

Range: 10 feet

Components: V, S, M (powdered copper worth at least 100 gp, which the spell consumes)

Duration: 1 hour

You create a 10-foot-radius, 20-foot-tall cylinder of magical energy centered on a point on the ground that you can see within range. Glowing circuitry appears wherever the cylinder intersects with the floor or other surface.

The circle affects constructs and other technological creatures in the following ways:

The creature can't willingly enter the cylinder by nonmagical means. If the creature tries to use teleportation or interplanar travel to do so, it must first succeed on a Charisma saving throw.

The creature has disadvantage on attack rolls against targets within the cylinder.

Targets within the cylinder can't be grappled, paralyzed, or stunned by the creature.

When you cast this spell, you can elect to cause its magic to operate in the reverse direction, preventing a creature of the specified type from leaving the cylinder and protecting targets outside it.

At Higher levels. When you cast this spell using a spell slot of 4th level or higher, the duration increases by 1 hour for each slot above 3rd.

MAKE WHOLE

2nd-level transmutation

Classes: bard, cleric, druid, sorcerer, wizard

Casting Time: 1 minute

Range: Touch

Components: V, S

Duration: Instantaneous

This spell can repair objects as *mending*, except that it can repair larger breaks, such as a tear in a ship's hull, a broken bridge, or a dilapidated statue. As long as the break or tear is no larger than 5 feet in any dimension, you repair it, leaving no trace of the former damage.

This spell can physically repair a magic item or construct, but the spell can't restore magic to such an object. If you touch a construct or technological creature, it regains a number of hit points equal to 1d8 + your spellcasting ability modifier.

At Higher Levels. When you cast this spell using a spell slot of 3rd level or higher, the amount of material that you can repair increases by 5 feet in any dimension and the healing increases by 1d8 for each slot above 2nd.

MUNDANE PARADIGM

4th-level abjuration

Classes: bard, wizard

Casting Time: 1 action

Components: V, S

Range: Touch

Duration: 10 minutes

The target object becomes resistant to magic and rolls with advantage whenever making a saving throw against magical effects. This spell resistance cannot be voluntarily suppressed, even by the object's wearer or wielder.

MUNDANE RESISTANCE

1st-level abjuration

Classes: bard, wizard

Casting Time: 1 action

Components: V, S

Range: Touch

Duration: Concentration, up to 1 minute

You touch one willing creature. Once before the spell ends, the target can roll a d4 and add the number rolled to one saving throw of its choice. It can roll the die before or after making the saving throw. The spell then ends.

At Higher Levels: When you cast this spell using a spell slot of 2nd level or higher increase the die type to the next highest, to a maximum of d12 if using a 6th-level spell slot.

PROTECTION FROM TECHNOLOGY

2nd-level abjuration

Classes: cleric, druid, fighter (eldritch knight), warlock, wizard

Casting Time: 1 action

Range: Touch

Components: V, S, M (a pinch of powdered copper)

Duration: Concentration up to 10 minutes

Until the spell ends, one willing creature you touch is protected against constructs and other technological creatures.

The protection grants several benefits. Constructs and other technological creatures have disadvantage on attack rolls against the target. The target also can't be grappled, paralyzed, or stunned by them. If the target is already grappled, paralyzed, or stunned by such a creature, the target has advantage on any new saving throw against the relevant effect.

REBUKE TECHNOLOGY

4th-level abjuration

Classes: druid, fighter (eldritch knight), sorcerer, wizard

Casting Time: 1 action

Range: 120 feet

Components: V, S, M (powdered fragments of technology)

Duration: Concentration, up to 1 minute

You disrupt one technological object or creature you can see within range, rendering it inert. A targeted object is disrupted and nonfunctional for the duration. A target creature must succeed on a Constitution saving throw or be stunned for the duration. At the end of each of its turns, the creature can make another Constitution saving throw. On a success, the spell ends on the target.

A targeted technological object that isn't being worn or carried is deactivated and remains unusable.

REMOVE RADIOACTIVITY

4th-level evocation

Classes: cleric, druid, paladin, ranger

Casting Time: 1 action

Range: 10 feet

Components: V, S

Duration: Instantaneous

All creatures and nonmagical objects within a 20-foot-radius sphere centered on a point of your choice within range are purified of radiation and ongoing effects caused by radiation are neutralized.

Materials that are naturally radioactive, such as nuclear waste, are not affected by this spell and may recontaminate the area in time.

At Higher Levels. When you cast this spell using a spell slot of 5th level or higher, the radius of the purification increases by 20 feet for each slot level above 4th.

TECHNOMANCY

1st-level divination (ritual)

Classes: bard, cleric, druid, paladin, ranger, sorcerer, wizard

Casting Time: 1 action

Range: Self

Components: V, S

Duration: Concentration, up to 10 minutes

For the duration, you sense the presence of technological objects within 30 feet of you. If you sense technology in this way, you can use your action to identify the properties, such as the power source and the function, of any visible technological items. The spell does not tell you how to operate such objects. The spell can penetrate most barriers, but it is blocked by 1 foot of stone, 1 inch of common metal, a thin sheet of lead, or 3 feet of wood or dirt.

CHAPTER 10: VEHICLE RULES

Like most technology, transportation plays a crucial role in the construction of a space-fantasy world. How characters get from one place to another is key to shaping their view of existence and the size and scope of their experience, as well as influencing their culture and philosophical understanding of the world around them. Work, trade, warfare, and numerous other activities can readily be determined by their ability to transport themselves and their gear, leading to the domestication of animals and in turn to the development of vehicles, from the simplest sledges and carts to sophisticated technological transports. In addition, a vehicle may also denote a person's political status, ethnicity, or other types of social demarcation. Unique modes of transport give flavor to the world often becoming as iconic as characters flying the airships of Edgar Rice Burroughs or the numerous high-tech of popular science fiction movies.

In a sword-and-planet setting, the focus remains on the alien worlds themselves, rather than the soaring space operas that take heroes and villains alike into the black beyond. While characters will venture beyond the planetary surface from time to time in the *Legendary Planet* series, the core of this adventure saga takes place on the land, sea, and atmosphere of a half-dozen alien worlds. This article deals primarily with vehicles a character might encounter on the surface of an "alien" planet but avoids defining anything in regard to starships. It's a little bit of a departure from the approach of typical role-playing game design in that, with a broad world-spanning campaign, one must assume and accommodate for a wide range of social, financial, and technological developments, as well as the resources which would exist across a vast multiverse. The intent is not to provide a hard set of rules and designs for constructing specific sets of space fantasy vehicles, but instead to present a toolset that can be used to design a variety of science fantasy vehicles linked by a few common principles. These tools were intended to be as flexible as possible to accommodate the GM in creating unique vehicles that can be easily incorporated into game worlds without being bogged down with a complicated system that doesn't necessarily mesh with the way things work on a particular planet.

Like most vehicles, all science-fantasy vehicles also have a few things in common. First are the physical factors. All vehicles have a propulsion system requiring fuel. They have a control system for steering and maneuverability, and they have a chassis holding everything together. Next come a handful of outside factors that can influence the design of a ship. These include the level of technology, the availability of resources, and the intended purpose of the vehicle. The last factors to consider are the vehicle's size, maneuverability, defensive strength, and offensive power. These last four factors most directly influence the outcome of actions taken by characters using or interacting with a given vehicle.

VEHICLES AND COMBAT

The basics of combat in and around vehicles works like any other combat in 5E, with the rules below providing additional information and options for situations that may arise in a dynamic combat situation in and around vehicles.

Attacking from a Vehicle: Attacks made from a vehicle benefit from any feature that functions while mounted, such as the Mounted Combatant feat.

Cover and Concealment: Vehicles grant half cover against attacks that originate from outside the vehicle. This cover applies on attacks made against creatures on the vehicle, or on attacks that pass completely through the vehicle's space to attack a creature on the other side of it. It does not apply to attacks made by creatures in or on the vehicle against creatures outside the vehicle, nor to attacks made when both creatures are in or on the same vehicle.

Vehicles with completely enclosed cabins may be able to provide total cover for creatures inside them. The doors or walls of a vehicle can be attacked or broken down using the normal rules for breaking through doors and walls.

Climbing Aboard: Getting into or out of a stationary vehicle one size category larger costs half a character's speed. Boarding particularly large vehicles may require climbing ladders or ascending ramps, using the normal movement rules.

Ducking Under: Moving under a stationary vehicle larger than you is considered difficult terrain. You can move under a vehicle three or more sizes larger than yourself at full speed. If you are prone, you can crawl underneath a vehicle of your size or larger.

If a vehicle larger than your size is moving, you can still attempt to duck under it. However, in this case you make a DC 15 Dexterity (Acrobatics) check. At the GM's discretion, the vehicle's speed may impose disadvantage on the check. If the check is failed, you fail to enter the vehicle's space and are knocked prone and pushed 10 feet in a random direction away from the vehicle, taking damage as if the vehicle had rammed you (see Table 1 below). If you succeed on a DC 15 Dexterity saving throw (with the same potential for disadvantage), you take half damage and are not knocked prone or pushed.

If your initial Acrobatics check succeeds, you can move through the space of the moving vehicle as if it were difficult terrain.

TABLE 1: RAMMING DAMAGE

Vehicle Size	Damage ¹
Large	1d8
Huge	2d8
Gargantuan	4d8
Colossal	8d8

¹ This damage is for land vehicles. Air vehicles and water vehicles deal half damage. If the vehicle's speed at the time of impact is 30 feet or less, this damage is halved (or reduced to one-quarter for an air or water vehicle).

TABLE 2: VEHICULAR ACCIDENTS

D20 ¹ ROLL	ACCIDENT	DC	DMG ²	EFFECT ³
1-4	Bump	10	—	No additional effect
5-7	Damaged wheel/runner	12	1d6	Disadvantage on driving checks
8-10	Broken wheel/runner	15	3d6	Half speed
11-12	Broken axle/frame	20	5d6	One-quarter speed, disadvantage on attack rolls made from the vehicle
13-14	Team shies	10	—	Team diverts 45 degrees left or right (equal chance of either) for remainder of movement, DC 10 Wisdom (Animal Handling) to change direction next round
15-16	Team balks	15	—	The team reduces to half speed, coming to a complete stop on its next turn, and the vehicle must succeed on a DC 10 Dexterity saving throw or be knocked prone. The driver must succeed on a DC 15 Wisdom (Animal Handling) check to get the team moving again.
17-18	Team tripped	20	1d6 ⁴	All creatures in the team fall prone. The vehicle comes to a sudden stop (see below) and the driver must succeed on a DC 15 driving check or also the vehicle is overturned.
19-20	Broken leg	15	2d6 ⁵	One draft creature breaks its leg (treat as exhausted, but also takes 1d10 points of piercing damage at the start of the driver's turn). The driver must attempt a DC 15 driving check each round or the vehicle comes to a sudden stop (see below).

¹ If the vehicle does not have a pack team, roll 1d12 instead.

² This damage applies to the vehicle (ignoring damage threshold) and all creatures in its draft team.

³ These effects stack and persist until the vehicle is repaired and/or the draft team is healed or replaced.

⁴ Each creature in the draft team takes 1d6 points of damage per 10 feet of the vehicle's speed. The vehicle takes this damage only if it is overturned.

⁵ One creature in the draft team takes 2d6 points of damage per 10 feet of the vehicle's speed.

Falling Off: The rules below describe what happens when a character intentionally jumps off of a moving vehicle. However, a character can also be knocked off a vehicle by a Shove maneuver, or as a result of damage to the vehicle, bad weather, or other mishaps. Falling off a vehicle results in falling damage based on the height of the vehicle (or its altitude, if an aerial vehicle). If the vehicle is moving, a creature falling off also takes 1d6 points of damage for every 10 feet of the vehicle's speed. The target can attempt a Dexterity saving throw with DC 10 +1 per 10 feet of the vehicle's speed to halve this damage. Falling damage is automatically halved if a character falls into water.

Jumping Onto or Off a Vehicle: Jumping onto a vehicle is a normal jump of its distance assuming the vehicle has a deck or handholds within the character's height from the ground. If the vehicle is moving, or if the jumper is on a vehicle that's also moving, the difference in speeds may require a Strength (Athletics) or Dexterity (Acrobatics) check at the GM's discretion. The DC for such checks starts at 10, and can increase with high speeds or adverse conditions.

Swinging Across: If a rope, flexible pole, or similar rigging is available, a creature can swing onto a vehicle (including swinging from one vehicle to another, such as when two ships are passing by one another). Swinging with a rope is treated as a running jump even if the creature is unable to get a running

start. Swinging from one vehicle to another, or onto a swiftly moving vehicle may require a check to succeed as discussed above.

Trampling Vehicles: A vehicle can enter the space of any creature the same size or smaller than itself. The creature makes a DC 15 Dexterity saving throw. On a failed save the creature suffers the vehicle's ram damage and is knocked prone. If the vehicle is pulled by a draft team, the creature instead suffers one hoof or claw (or other appropriate type) attack from the creatures pulling the vehicle.

DAMAGING VEHICLES

Vehicles are objects and cannot be harmed by effects that only affect creatures. Vehicles are immune to psychic and poison damage.

Damage Threshold: Vehicles take no damage from an attack or effect unless that damage exceeds its damage threshold. Any lesser amount of damage is superficial, and doesn't reduce the vehicle's hit points.

Accidents: In most cases, vehicles that take damage in excess of one-half their total hit points gain the broken condition, as described below. However, a more dynamic and cinematic

method of dealing with damage to vehicles is to make vehicles subject to an accident whenever the vehicle's driver fails a check related to maneuvering, or whenever it takes damage that reduces it below one-half its hit points, including any damage that occurs when it is already at one-half its hit points. When an accident occurs, the driver and any passengers must make an a Dexterity (Acrobatics) check (or, at the GM's option, a Dexterity check relevant to the type of vehicle) with a DC as listed in Table 2. A creature failing this check falls prone in the vehicle. A creature that fails by 5 or more is thrown from the vehicle into a random space within 5 feet of the vehicle, landing prone and taking falling damage as described above; a successful Dexterity saving throw against the same DC reduces damage by half. If the driver is knocked prone, he takes disadvantage on driving checks. If the driver is thrown from the vehicle, it becomes uncontrolled unless another creature takes control with a successful DC 12 Wisdom check, adding the appropriate vehicle proficiency.

Breakdowns and Wrecks: Dealing hit point damage to a vehicle progressively impairs its function, beginning with minor breakdowns and ending with its total destruction.

Broken: When a vehicle is reduced below one-half its maximum hit points, it gains the broken condition, imposing disadvantage on checks to control the vehicle. If a vehicle or its means of propulsion becomes broken, the speed of the vehicle is halved until repaired. If the vehicle is in motion, and is traveling faster than its new maximum speed, it automatically decelerates to its new maximum speed.

Wrecked: A vehicle gains the wrecked condition if its hit points are reduced to 0. A wrecked vehicle cannot be driven and gains the sinking condition (if in the water) or falls (if in the air). An air vehicle that begins to fall does so at a rate of half its speed each round. If a means of propulsion is reduced to 0 or fewer hit points, it does not gain the wrecked condition. It is instead destroyed.

Sinking: A water vehicle that is reduced to 0 hit points or a vehicle that is not seaworthy that is plunged into water gains the sinking condition. For a water vehicle, this condition ends when a vehicle is brought to 1 or more hit points, but other vehicles must be removed from the water. A sinking ship fully sinks and is destroyed 10 rounds after gaining the sinking condition. Each time a sinking ship takes damage it reduces the remaining time for it to sink by 1 round.

Destroyed: A wrecked vehicle is destroyed when it takes damage in excess of its damage threshold. A destroyed vehicle cannot be repaired and is nothing more than junk. If a vehicle's means of propulsion is an object, it is destroyed when it reaches 0 hit points.

If either the means of propulsion or the vehicle is destroyed, it comes to a sudden stop if it is not stopped already. Water vehicles sink and drop to the bottom of the body of water. Air vehicles fall.

Catching on Fire: Vehicles made of cloth or wood are vulnerable to catching on fire. When targeted by an effect, the

driver of a vehicle must succeed on a Dexterity saving throw against the DC listed below. A failed save causes the vehicle to catch fire, dealing 1d6 points of damage per round to the vehicle (bypassing its damage threshold) and 1d6 points of damage to any creature in that area. The amount of a vehicle set on fire depends on the effect that caused it. A flaming arrow sets a small area ablaze, while a *fireball* spell can engulf an entire deck. Vehicles made of stone, metal, or other non-flammable materials can still catch on fire at the GM's discretion if targeted with special incendiaries, but the saving throw against catching on fire is made with advantage.

TABLE 3: CATCHING ON FIRE

TYPE OF EFFECT	DC
Flaming arrows	5
Alchemist's fire	10
Burning siege weapon	12
Incendiary Spell	Spell save DC
Fire precautions ¹	Saving throw gains advantage
Fire crew ²	Saving throw gains advantage

¹ These include wetting down all exposed flammables, covering wood with green hides, etc. This must be repeated once per hour, but this modifier always applies if it is raining or snowing.

² At least one character assigned with buckets of water, sand, etc. for a Large vehicle, 2 for a Huge vehicle, 4 for a Gargantuan vehicle, or 8 for a Colossal vehicle.

Extinguishing a burning area requires an action and a Wisdom (Survival) check with a DC equal to the fire's original DC. The DC increases by 1 for each round after the first that the fire continues to burn. The Help action can be used to assist this check, and a natural 20 automatically extinguishes the fire regardless of its DC. If the check fails by more than 10, the fire spreads, dealing double damage during the next round. If no one fights the fire, make a Wisdom (Survival) check with a +0 modifier to determine if the fire goes out or spreads.

A vehicle that is on fire when it is destroyed collapses in a roaring conflagration that deals 4d10 fire damage to any exposed creature, which burns for the following duration, based on the vehicle's size: Medium or smaller 1d4 rounds, Large 1d4 minutes, Huge 2d4 minutes, Gargantuan 5d4 minutes, Colossal 10d4 minutes.

Composite Construction: Vehicles are complex objects constructed of myriad interconnected parts crafted from many different materials, but unless otherwise noted the primary material of a vehicle's construction is used for resolving the effect of attacks against it. This does not apply if a specific portion of a vehicle is attacked, such as using *heat metal* on metal fixtures to set fire to a wooden vessel.

Damaged Vehicles: A vehicle is reduced below one-half its maximum points gains the broken condition as described above. In addition to the effects of this condition on the vehicle itself, the structure of a broken vehicle is treacherous and



difficult to navigate. Creatures moving across a broken vehicle's space treat it as an area of difficult terrain.

Vehicle Repairs: Vehicles can be repaired with magic such as *mending* or *fabricate*, but mundane tools also can be used. Carpenter's tools suffice to repair most vehicles made of wood. Depending on the nature of the damage, such skills like tailors tools, alchemist's supplies, blacksmith's tools, or even tinker's tools can be used to repair vehicles, if the GM approves. In general, a day's worth of work by a single person using the appropriate skill to repair a vehicle requires 10 gp of raw materials (weighing 50 pounds) and a DC 10 Intelligence check, and restores 10 HP on a success, or 5 hit points on a failure.

Quick Repairs: Characters in a hurry with no access to magical repairs can spend 1 minute performing a check as above, using only 10 pounds of raw materials (worth 2 gp). A successful check repairs 2 hit points.

Repairs in Motion: It is easiest to repair vehicles while stationary, but checks can also be made to repair a vehicle while in motion by taking disadvantage on the check.

Repair Yard: Checks made to repair a vehicle in a shipyard, workshop, or similar facility automatically succeed.

Sudden Stops: When a vehicle comes to a sudden stop—its movement is reduced to 0 in some way other than the driver using a drive action to slow the vehicle—both creatures and items on the vehicle are violently pushed toward the vehicle's forward facing a number of squares equal to $1/2$ the vehicle's current speed before it came to the sudden stop. This movement does not provoke attacks of opportunity. At the end of this movement, creatures and objects take 1d6 points of damage, and creatures must succeed at a DC 14 Dexterity saving throw or be knocked prone. If the movement pushes creatures or objects into solid objects, that creature or object takes an additional 1d6 points of damage for each 5-foot square the push was reduced by the solid object. For instance, if a vehicle with a movement of 60 feet makes a sudden stop due to hitting a brick wall, its driver is thrown 30 feet toward the brick wall. If the brick wall was only 5 feet away from the driver at the point of

impact, the driver moves forward 5 feet, hits the wall, and takes 5d6 points of damage. She then takes the original 1d6 points of damage, after which she makes a Dexterity saving throw to see if she falls prone for the sudden stop.

RACES AND CHASES

Vehicles chasing one another during a daring pursuit or escape are iconic elements in fantasy and fiction, but they can be difficult to make exciting in a turn-based rule system with static tactical movement rates. Vehicle acceleration and deceleration and the relative skill of drivers can play a role, but in order to make a contest of speed between vehicles (or between vehicles and creatures, if desired), you need to create a chase scenario where there are more elements in play than speed alone. The *Game Mastery Chase Cards Deck* was originally designed for use with the *Pathfinder Roleplaying Game* but can easily be adapted for use with any RPG, and you can also create your own set of chase cards to structure a fluid, dynamic chase for your adventure.

Building the Route: A race or chase is an abstract scenario that operates like a flow chart, with participants moving from one section of the chase to the next in a certain order. Each section of the race or chase can be represented by a single card, which could be a playing card, index card, sticky note, or similar item. The length of the chase depends on how you want the action to proceed but should probably include at least 10 steps. A longer race can use more cards, but a shorter race is more prone to swinging one way or the other on a few die rolls and will not give the event much of a chance to really develop.

Lay out your chase into an "event track" and decide if there is going to be a preset ending (a "finish line"). This could be a contested resource, an escape vehicle, a portal that whisks away the pursued foe to an unknown location before winking out, or some similar goal that a fleeing vehicle is trying to reach before it gets caught by the pursuers. If the chase has a finish line, mark one of the cards as such. If the pursuers haven't caught the fleeing vehicle by the time he reaches this card, the chase ends and the vehicle escapes. If your chase doesn't have a finish

line, and it's merely a race of attrition, you should lay your chase cards out in a square, circle, or similar shape so that there's no obvious beginning or ending. The event track need not be linear; in fact, you can lay out your chase cards in a grid pattern, allowing the participants to move about a field of obstacles in any direction they wish.

Setting the Start: A race or chase can begin with each creature, vehicle, or group involved at a common starting point, each participant may enter at a different point during the chase, or one group may start with a lead while the other participants need to overtake them. When the chase begins, place miniatures or tokens representing the creatures involved in the chase on the cards as described by the following starting conditions.

Sudden Start: In a chase that assumes that everyone begins at the same starting point, all participants start on the same card.

Head Start: If a participant has a head start on the other creatures involved in the chase, he begins three cards ahead of the rest of the participants.

Long Shot: If one participant is so far ahead that he has practically already won the chase, he begins the chase either three cards from the end of the chase or 10 cards away from the rest of the chase's participants, whichever is the greater distance between the two sides.

Choices and Challenges in Chases: A race or chase can be a straightforward test of speed, but things get much more interesting if you include complications along the way. You can pick two chase obstacles for each card, though not every card needs obstacles—there's no need to place obstacles on the finish line card, and if you want a faster chase, you can place obstacles on fewer cards—but if a card has obstacles, it should have at least two choices.

You should tailor your chase's obstacles to match the location where the chase takes place. A city chase might include things like crowds or other vehicles blocking the streets, ditches or moats to jump across, slippery turns or roadblocks, additional pursuers coming from an unexpected direction, and so on, while other chases might be more affected by wind and weather, difficult terrain, fog or darkness that might cause vehicles to get lost, running low on fuel, or intervals where participants must choose to rest and repair or press on and hope their vehicle holds together. Try to mix up the flavor of the obstacles as well as the types of checks and DCs needed to navigate them. Assign each challenge a DC to successfully navigate or overcome. A trivial obstacle is DC 5, a simple challenge is DC 10, a standard complication is DC 15, a difficult obstacle is DC 20, and a very difficult challenge is DC 25. For high-level chases, feel free to assign correspondingly higher level DCs. When assigning challenges, it's best to have the DCs of both obstacles on a card be within 5 points of each other, but never identical—this forces participants to make tactical choices.

As a general rule, many vehicle-based challenges can be obstacles overcome by driving checks, while creatures in a chase use physical checks, such as Strength or Dexterity. Intelligence checks best represent making intelligent and informed choices

about the easier route to circumvent danger and keep making progress, while Wisdom can be used for obstacles like short cuts. Dexterity (Stealth) checks can also be rolled for obstacles requiring moving quietly through a guarded area, while Charisma might be required to convince a gate guard that you should be allowed to pass. You can even use saving throws to resolve obstacles (a Constitution save to avoid being sickened by passing through a filthy swamp, for example, or a Wisdom save to resist the strange wailing spirits haunting that area). In a long-distance chase, challenges could include checks with tools to make regular repairs, Wisdom (Medicine) checks to keep travelers healthy after exposure to tainted food and water, or even Wisdom (Insight) to determine if supposedly helpful merchants or villagers you meet along the way are about to send you into harm's way with their bandit allies. Be creative! It's okay to reuse obstacles but try to vary them between cards and remember not to get bogged down with repetitive DCs or certain types of checks!

Small-Scale Chases: Chases between creatures and vehicles can be smaller in scale, with each card representing how far the majority of participants in the chase can move in a single move action. For most adventuring parties, each card would represent 30 feet. At the start of a chase, each participant rolls an initiative check to determine the order in which he moves. (If a participant triggers the chase with an initial action, such as a prisoner suddenly making a mad dash for freedom, that participant gets to go first in a surprise round if he successfully surprises the other creatures). As in normal vehicular combat, a vehicle moves on the initiative count of its driver. If that driver is incapacitated or knocked from the vehicle, the vehicle takes a -10 penalty on any chase-related checks until a driver once again takes control, and thereafter it moves on the initiative count of that driver.

While a character or vehicle's actual speed doesn't directly affect how often they move between cards, it does affect how quickly they navigate obstacles. For each 10 feet slower than the chase's baseline speed a character or vehicle moves, they take a cumulative -2 penalty on any check made to navigate obstacles. Likewise, for every 10 feet faster than the baseline speed they move, they gain a cumulative +2 bonus on these checks. Significant mobility advantages over the baseline speed type (such as flight) grant an additional +10 bonus on checks made to avoid physical obstacles, simulating the use of enhanced movement to bypass obstacles entirely. This bonus does not apply on Intelligence, Wisdom, or Charisma checks made as part of a chase. Used properly, extremely powerful effects (such as teleportation) allow a character or vehicle to instantly move forward a number of cards (use each card's distance to determine ranges).

Using the base assumption of 30-foot cards, it takes a single move to progress through a single card. If the card has no obstacle, creatures or vehicles can move onto the next card with a second move action. When a character exits from a card containing an obstacle, he must choose one of that card's two challenges to face as an action before moving to the next card.

Success means the character moves to the next card, while failure means the character must face the obstacle again on the next round. Instead of exiting a card, a character can choose to take another action not directly related to navigating the chase's course, such as casting a spell or drawing a weapon.

A character can also choose to make a ranged attack or cast a spell during his turn in a chase. Use the number of cards and their established distances to determine ranges as necessary. The terrain where the chase takes place might also provide the target partial or even full cover or obscured areas, as you wish. A character can only choose to make melee attacks against targets that are on the same card. A character on a linear chase track can set an ambush to attack an enemy that enters the card he occupies.

Racing Ahead: A character who wants to attempt to move three cards during his turn can do so by taking the Dash action. That character must overcome both obstacles on the card he is leaving. In this case, if a character fails either obstacle check by 5 or less, he only moves one card forward and his turn ends. If a character fails either obstacle check by more than 5, he cannot move at all that turn. A character unfortunate enough to fail two obstacle checks in a turn becomes mired in his current square (he might have fallen from a ledge, gotten a foot stuck amid roots, or got caught in a crowd, for example). A character who is mired must spend another action becoming unmired and effectively loses his next turn in the chase. In some cases, becoming mired might impart additional penalties (such as falling damage).

Large-Scale Chases: For a large-scale vehicle chase—such as trying to escape an enemy fortress in a stolen airship or reach a distant island or ruin ahead of a rival adventuring party, or a long caravan journey through a desert with a bounty hunter on your trail—you'll want to adjust the timing of a chase. Doing so alters the distance of each card, and also gives the participants multiple options each turn to do things like cast spells. You can still use these chase rules, however, by simply deciding on how long each round of the chase takes and adjusting the distance of each card as appropriate.

Each chase card in this case can represent an interval of distance or an interval of time, either a fixed unit (such as 1 hour or 1 mile) or an abstract amount, such as having four cards representing the distance between a village and the nearest oasis, five cards from the oasis to the mountains across the desert, and so on. You also can make a vehicle's progress through the chase cards dependent on its degree of success on previous checks, such as gaining a +1 bonus on your checks on the next card for every 5 points by which you exceed the DC on the prior card.

Combat in Large-Scale Chases: Since distances are greatly expanded in a large-scale chase, the contestants in the chase may not even be in sight of one another, much less able to fight with one another. The easiest way to resolve this issue is to create a second mini-chase track to use when two vehicles are on the same large-scale card. If vehicles get this close, they can use the mini-chase to try to close with the enemy or evade them. Each card in a mini-chase can represent a common amount of distance appropriate to the speeds of the slower vehicle, such as

60 feet or 100 feet, with combat proceeding as described above. Have each driver roll initiative. If the difference between their initiative checks is less than 5, they begin on the same card in the mini-chase. If one driver wins initiative by 5 or more, they begin with a head start of one card for every 5 points by which their initiative check exceeds that of the opposing driver.

A vehicle that reaches the finish line of the mini-chase escapes its pursuer (at least temporarily) and both participants in the chase return to the main large-scale chase, still on the same large-scale card. If they remain on the same card on the following round (or end up on the same card in a subsequent round), they once more move into combat range on the mini-chase track.

SAMPLE VEHICLES

While most land and water vehicles in the Legendary Planet campaign setting are not substantially different from those found in most fantasy campaigns, many alien cultures have conveyances mundane, magical, or mechanical that are rather unlike those found in a typical fantasy game.

CHARIOT, LIGHT SAND

Large land vehicle

Space 5 ft. by 10 ft.; 5 feet high

Cost 50 gp

AC 15

Damage Threshold 5

hp 30

Speed speed of the pulling creature(s)

Ramming Damage 1d8

Crew 1

Passengers 1

Propulsion muscle (pulled; 2 Medium creatures or 1 Large creature)

Decks 1

These two-wheeled vehicles are often used for racing or as the platform for a single archer racing though the battlefield at high speeds.

DEADWALKER

Huge land vehicle

Space 10 ft. by 20 ft.; 10 ft. tall

Cost 10,000 gp

AC 15

Damage Threshold 10

hp 120

Speed 40 ft.

Ramming Damage 2d8

Crew 1 pilot, 1 commander

Passengers 6

Propulsion magical

Driving Space a single 5-ft.-by-5-ft. square that contains the necro-organic control node for the deadwalker's magical propulsion

Decks 2 (both decks open, but provide cover); as an action, the driver can raise or lower the decks of the deadwalker by up to 10 feet, making melee combat between passengers and creatures on the ground difficult or impossible without reach weapons.

Created for centuries on desert worlds with little wood for vehicular construction but considerable alchemical and magical knowledge, deadwalkers are magically created vehicles usually crafted from the carcasses of monstrous vermin. Bound together into many-legged necromechanical constructs, deadwalkers serve as versatile and tireless vehicles for those with the skill to command them, able to navigate difficult terrain far more easily than other vehicles. The desiccated chitin or bone structure of a deadwalker can be repaired by spells that fix objects, but it is not undead.

DROGUE CHUTE

Medium air vehicle

Space 5 ft. by 5 ft.

Cost 100 gp

Weight 15 lbs.

AC 10

Damage Threshold 0

hp 5

Speed 60 ft.

Ramming Damage 1d4

Propulsion current (air, sail)

Decks 1

A drogue chute is a small personal gliding device, used to slow the wearer's fall while providing some limited maneuverability. In primitive or remote societies, drogue chutes are often cobbled together from the hollowed out carcasses of local insects, reptiles, and birds, with scavenged winglets attached to a reconstructed ribcage. Those in more developed areas are generally made of cloth or leather. In either case, a drogue chute must be built for a specific pilot's body; any other creature suffers disadvantage on any attack roll, ability check, or saving throw that relies on Strength or Dexterity, and can't cast spells while using a drogue chute not made for them.

SAND SKIFF

Huge land vehicle

Space 10 ft. by 30 ft.; 10 feet high

Cost 3,000 gp

AC 15

Damage Threshold 10

hp 120

Speed 80 ft. (current and muscle) or 20 ft. (muscle only)

Ramming Damage 1d8

Propulsion muscle (pushed with poles, requiring at least 4 Medium creatures or 1 Large creature) or current (air; sail)

Driving Space the two rear squares of the skiff's top deck

Crew 5

Passengers 7

Decks 1 (plus cargo compartment under the deck)

A sand skiff is a sailed vessel that moves across shifting or unstable landforms, most often seen on desert planets or snowbound worlds, and sometimes outfitted with runners to cross areas of ice, salt flats, or seas of glass. They can navigate areas of rubble and scree with care, but cannot travel through areas of vegetation and heavy soil. Sand skiffs are lightly built, with frames of wood, bone, or metal supporting lightweight bodies and an angled mast and bowsprit to catch the wind. A sand skiff can carry up to 2,000 pounds of cargo.

SARLU AQUARIUM

Large land vehicle

Space 5 ft. by 10 ft.; 6 feet high

Cost 8,000 gp

AC 15

Damage Threshold 5

hp 90

Speed the speed of the pulling/pushing creature(s);

Ramming Damage 1d8

Propulsion muscle (pulled or pushed; 2 Medium creatures or 1 Large creature)

Decks 1

This aquarium on wheels is custom made for sarlus so that they may move through non-aquatic environments in comfort and dignity. Made of damage-resistant glass and heavy metal framing, it rides on four sturdy wheeled legs, pushed by servants or pulled by trained draft animals which the sarlu directs telepathically. When occupying this aquarium, the sarlu gains total cover, unless the aquarium's lid is open and the assailant attacks from above. The sarlu inside can open and close the lid easily, but from outside a creature requires a DC 15 Dexterity check with thieves' tools to open it. Furthermore, the tank is resistant to fire, cold, bludgeoning, piercing, and slashing damage, and vulnerable to thunder damage (assess resistance or vulnerability first, then check against the damage threshold). When the tank reaches 0 hit points a wall is destroyed, the contents of the tank spill out and any creatures within are pushed to a space within 10 feet of the tank, exiting prone.

WARWAGON

Gargantuan land vehicle

Space 15 ft. by 30 ft.; 10 feet high

Cost 5,000 gp

AC 17

Damage Threshold 10

hp 200

Speed twice the speed of the pulling creatures

Ramming Damage 3d8 bludgeoning and 3d8 piercing

Propulsion muscle (pulled; 16 Medium creatures, 4 Large creatures, or 2 Huge creatures)

Driving Space The three squares centered near the front of the wagon. Crew in this area have half cover against attacks from the front and three-quarters cover against attacks from the side, above, or below. Shuttered arrow slits allow crew or spare drivers flanking the primary driver to use ranged weapons to either side.

Crew 1 driver (typically with 1-2 guards/backup drivers), 3 gunners for the warwagon's siege weapon, and up to 30 additional soldiers

Decks 2 (top deck open air; closed lower storage deck)

Weapons Up to 1 ballista mounted on the top deck in a rotating cupola. The siege weapon can only target creatures that are at least 30 feet away from the warwagon. Creatures crewing the weapon gain cover from the cupola. A warwagon also has shuttered arrow slits in each 5-foot section, allowing creatures within the closed storage deck to use ranged weapons out of the wagon with three-quarters cover, or to gain total cover if the arrow slits are shuttered.

Spikes: Some warwagons include exterior spikes designed to impede attackers from boarding it. Creatures or vehicles ramming such a warwagon take 4d6 points of piercing damage, and any creature moving into a square of the warwagon's exterior armor plating, such as with an Acrobatics or Climb check to board the wagon, is treated as if it had moved into a square containing caltrops. A creature moving through multiple squares is attacked by caltrops in each square, with a cumulative +1 bonus on the attack and damage rolls for the caltrops for each square after the first until the beginning of the creature's next turn. This also applies to involuntary movement, such as from a bull rush, drag, or reposition combat maneuver, or a creature trying to catch itself when falling after a failed Climb check.

This massive six-wheeled vehicle is used both in long-distance freight transport and in battle, or a combination of both when cargo must be carried through dangerous wilderness or war-torn lands where raiders are common. Constructed primarily of wood, a warwagon's spiked wheels and jagged armor plating makes it far more resilient than a typical vehicle. A warwagon can carry up to 20,000 pounds of cargo but often carries troops instead.

ADVANCED VEHICLE RULES

While many vehicles in a *Legendary Planet* campaign operate using timeless technology, from mounts and draft teams to wind and water, a sword and planet setting also contains an array of esoteric technologies that power craft of every kind.

PROPULSION SYSTEM

A vehicle's propulsion system determines its speed and acceleration. Below is a list of various types of propulsion units. While a propulsion system isn't tied to a specific fuel, a more advanced system is typically run with more advanced and more efficient fuel.

Combustion (internal or external): Both of these engines convert the energy from combustible fuels into mechanical power.

Clockwork: This type of system consists of an arrangement of gears and sprockets that manipulate the movement of mechanical energy to make it more efficient.

Electrical engine: An electrical engine converts electricity into mechanical energy.

Magnetic pulse: A magnetic pulse engine converts an energy source into pulses of magnetic energy that push against the planet's magnetic field.

Pneumatic pulse: This system uses any fuel source to create highly pressurized gas that gets focused into a turbine or propeller and converted into mechanical energy.

Propeller: These devices use various fuel sources to create rotational power, which is converted into thrust.

Pulse detonation: Similar to a combustion engine the pulse detonator increases efficiency by mixing gases with combustible fuels to enhance their power and efficiency.

Ram jet: These systems are used to augment other propulsion systems and cease to function on a vehicle moving below medium speed. They increase the speed and efficiency of a moving vehicle when air is forced through their combustion chambers.

Steam turbine: This system uses a fuel source to create steam and forces it through turbine, converting into mechanical energy.

Wind catching: This system simple uses sails, blades, parachutes or similar devices to catch available winds, which then push the vehicle along.



TABLE 4: PROPULSION SYSTEMS

PROPULSION SYSTEM	MIN TECH LEVEL	SPEED
Combustion (internal or external)	industrial	slow to fast
Clockwork	pre-industrial	slow to medium
Electrical engine	industrial	slow to medium
Magnetic pulse	advanced	slow to fast
Nuclear propulsion	advanced	slow to fast

Pneumatic pulse	advanced	medium to fast
Propeller	industrial	slow to medium
Pulse detonation	industrial	medium to fast
Ram jet	advanced	fast
Steam turbine	pre-industrial	slow to medium
Wind	primitive	slow

TABLE 5: SAMPLE FUEL TYPES

FUEL	MIN TECH LEVEL	EFFICIENCY	TOXICITY	RISK
Alchemical (controlled reactions)	Pre-industrial	low to high	any	reactive to volatile (chemical or radiation)
Chemical (controlled reactions)	Industrial	moderate to high	moderate to high	reactive to volatile (chemical or radiation)
Combustible (natural, basic)	Primitive	any	moderate to high	stable to reactive (explosive or steam)
Combustible (natural, refined)	Industrial	moderate	moderate to high	reactive to volatile (explosive or steam)
Combustible (natural, advanced)	Advanced	high	low	any (explosive or chemical)
Combustible (alchemical)	Pre-industrial	moderate	moderate to high	reactive to volatile (explosive or radiation)
Combustible (magical)	Primitive	high	any	reactive (explosive or electrostatic)
Electro-chemical (battery)	Industrial	moderate to high	moderate	low to reactive (chemical or electrostatic)
Electro-static	Pre-industrial	low	low	stable (electrostatic)
Elemental (by type)	Primitive	high	none	stable to reactive (based on energy type)
Magnetic Field	Advanced	Moderate to high	none	stable
Nuclear (fission)	Industrial	high	high	reactive to volatile (radiation)
Nuclear (fusion)	Advanced	high	low	stable to reactive (radiation)
Solar	Industrial	any	none	stable
Steam	Pre-industrial	moderate	moderate to high	stable to reactive (steam)
Wind	Primitive	any	none	stable

TABLE 10-6: REACTIONS OF VARIOUS FUELS BY TYPE.

TYPE	EFFECT	DAMAGE	SAVE
Explosive	30-ft.-radius burst	1d6 fire*	Dexterity half
Radiation	5-ft.-radius spread	1d6 fire, 1d6 electricity and + 1 level of exhaustion*	Constitution half
Chemical	10-ft.-radius burst	1d6 acid*	Dexterity half
Steam	5-ft.-radius spread	1d6 fire damage *	Constitution half
Electrostatic	30-ft. line	1d6 electricity damage and Stunned for 1 round*	Dexterity negates

*This base damage is for Large vehicles; multiply damage by x2 for Huge, x4 for Gargantuan, x8 for Colossal vehicles.

SPEED

A vehicle's maximum speed is described as being **slow** (10-60 miles per hour), **medium** (60-100 miles per hour), or **fast** (100+ miles per hour). Speed also affects ramming damage, as a vehicle traveling at a fast speed (100+ miles per hour) deals double damage when ramming or in a collision. These speeds refer to a vehicle's maximum speed in overland travel and high-speed chases. When translating this speed into the kind of tactical movement typically used in adventuring, however, it is recommended that you substantially reduce the vehicle's true speed for the sake of better integration with creature movement on the battlefield. For land or water vehicles, as a general rule have slow vehicles have a maximum speed of **slow** (60 feet per round), **medium** (100 feet per round), or **fast** (more than 100 feet per round). Aerial vehicles can have maximum speeds of double this amount in feet per round. However, vehicles also may use the run action to move up to four times their speed in a straight line.

In order to move, of course, vehicles need some means of propulsion. Some drift on currents of air or water, and others are pulled or pushed by strong creatures, but most mechanical propulsion systems require fuel. Fuel can be gathered from numerous sources such as collecting energy from the sun, some sort of combustible mineral, magical diode crystals, or whatever. For game purposes, it's important to know two things about the fuel source—availability and cost. Use the following scale to determine the availability and cost of fuels: **common** (readily available and easy to acquire by anyone), **moderate** (most people can get it), **scarce** (most people can't find it), **rare** (people will kill for it). Another thing to note is the fuel's efficiency, or how long the propulsion unit can expect to work before it runs out of its fuel source. Determine a fuel's efficiency using a scale of **low** (a few hours), **moderate** (a few days), **high** (a few weeks), or **conditional** (which could represent a solar-powered flying ship that works provided there is sunlight). Lastly, make note of any other issues determined by the fuel and its use such as whether the fuel is a clean source of energy or horribly toxic.

RISK

Risk determines how stable or safe a vehicle's fuel is to handle in terms of its reactivity. It also determines the extent of damage (and any other side-effects) due to direct exposure or in the event a vehicle's fuel source is compromised or otherwise damaged by a crash or outside force. Stable fuels are safe to handle and their reaction to the effects of outside forces remains minimal. Reactive fuels are generally safe when handled properly, though when damaged or compromised they create harmful effects. Volatile require specific handling and special precautions—when damaged or compromised they create significantly harmful effects.

Whenever an engine, fuel tank, or fuel storage receptacle filled with volatile fuel takes damage greater than twice its hardness score, the target must make a DC 15 saving throw (using the vehicle's base saving throw). A driver or pilot of a vehicle that

is proficient with that vehicle type can add one-half of their proficiency bonus on this saving throw. If it fails, the volatile fuel combusts, dealing damage according to size of the vehicle or fuel receptacle.

Control System: The controls determine how easy it is for a character to maneuver the vehicle. First determine how hard it is for an individual to operate the vehicle. The difficulty can be described as follows: **Simple** (pretty much anyone can figure out the controls without a skill check), **Average** (+2 to the DC of any checks made to maneuver in combat), **Difficult** (+2 to maneuverability checks, +4 the DC of checks made to maneuver in combat), and **Complex** (+4 to maneuverability checks, +6 the DC of checks made to maneuver in combat).

Chassis: The chassis determines the vehicles remaining features such as its size, how many people are needed to serve as an operation crew, how well armored it is, its purpose (such as basic transport, hauling cargo, war, or more ambitious ships that might host entire floating villages), and if it's got some sort of secondary mechanical pieces like a crane arm, magnetic scanners, or artillery.

Space fantasy frequently incorporates unusual building materials in the construction of vehicles. Rather than provide a list of these substances, which in theory could be infinite—use the material's damage threshold to determine the vehicle's hit points using the table below.

TABLE 7: ESTIMATING HIT POINTS OF ALTERNATE MATERIALS

THRESHOLD	HIT POINTS PER SQUARE
0-4	10
7-5	15
8-10	20
11-15	25
16-20	30

Additionally, two more factors significantly influence a vehicle's design, level of technology and the terrain of the planet. A technologically advanced society creates more efficient designs that are easier to use and equipped with things like directional sensors, auto pilot, and laser sights. Strangely, on such worlds where advanced technology is common, such devices tend to be both readily available and cheaper than lesser transport on technically primitive worlds. Technological level can be described as primitive, pre-industrial, industrial, and advanced. Lastly, a world's general and dominant geographic factors limit the design of surface transport. For instance, wheeled vehicles are entirely obsolete on a planet covered with ice, sand, water, or mud. Likewise, flying airships would have difficulty in a world riddled by cosmic dust storms and frequent lightning, and thus would require adaptive technologies such as sonar or other types of sensors in order to navigate through such conditions.



SAMPLE AIRSHIPS

While most land and water vehicles in a Legendary Planet campaign world are not substantially different from those found in most fantasy campaigns, airships of various sorts are more common as they better suit the needs of worlds with a relatively inhospitable surface. The following sample airships can be used wherever your heroes travel among the planet and can be used as models around which to design your own similar vehicles.

AIR BARGE

Colossal industrial air vehicle

Squares 60 (20 ft. by 75 ft.); **Cost** expensive

DEFENSE

AC 2; **Threshold** 5

hp 900

Base Save +0

OFFENSE

Maximum Speed 80 ft. (40 mph); **Acceleration** 20 ft.

Ramming Damage 8d8

DESCRIPTION

Made airborne by internal buoyancy tanks that once filled with gases keep an air barge permanently aloft, so that like sailing vessels, it must be moored when not in use to prevent

it from drifting off upon the winds.

An air barge can carry up to 20 tons of cargo or 70 passengers.

Propulsion combustion (8 squares in the middle of the ship; threshold 10, hp 160)

Fuel advanced natural combustible; **Efficiency** high; **Toxicity** low; **Risk** reactive

Driving Check Intelligence (Arcana)

Forward Facing vehicle operator

Driving Device Difficult (a navigational dashboard that includes a series of levers that control the directional movements of flaps and rudders, and multiple throttles to control the balance and distribution of power between the central propulsion engine and smaller propulsion jets used to aid in steering)

Driving Space the eight squares around the navigational dashboard that located near the front of the ship

Crew 1 captain, 1 pilot, 2 co-pilots, 1 engineer, 4 gunners, and 10 general crewmembers.

Decks 3 (1 open deck; 1 sub-deck with living accommodations and engine room; 1 lower deck with storage as well as buoyancy tanks)

Weapons a single turret box mounted beneath each wing houses manual blasters. The blasters only fire out the sides of the wing they are mounted on but can be swiveled to fire toward the forward or aft sides of the ship.

CUTTER*Gargantuan pre-industrial air vehicle***Squares** 20 (15 ft. by 30 ft.; tail wings 10 ft.; 15 feet high); Cost expensive**DEFENSE****AC** 6; **Threshold** 8**hp** 360**Base Save** +2**OFFENSE****Maximum Speed** fast 200 ft. (100 mph); **Acceleration** 40 ft.**Ramming Damage** 4d8x2 +2d8 ramming blade**DESCRIPTION**

This open-decked airship is similar in appearance to slender war-galley with a massive curved blade extending from its bowsprit. Below the body of the ship extending from metal scaffolding on either side of the hull protrude large armored turbine engines, the engines power long, horizontal rows of great whirling propellers that keep the ship aloft, while two additional propellers set to vertical angles at the back of the armored engines create forward motions. Above the propellers, electrostatic generators charge metal-heating coils that wrap around chambers of compressed alchemical liquids which when heated create steam that powers their turbines. Fanning from the aft of the ship, extend four great wing-blades stretched upon lithe wood frames can be manipulated by the tillers aid in steering the ship.

Propulsion steam and propeller (4 squares each on either side of the hull; threshold 8; hp 80 each)

Fuel electro-static; **Efficiency** low; **Toxicity** low; **Risk** stable**Driving Check** Wisdom (Perception)**Forward Facing** vehicle operator

Driving Device Simple (Much like a traditional water vessel, the cutter is steered using a tiller connected to rudder, though the tiller can also be raised and lowered to manipulate the aft wings that cause the ship to climb or descend)

Driving Space one square centered near the aft of ship.**Crew** 1 pilot, a co-pilot, 10 general crewmembers, and 8 springald gunners.**Decks** 2 (top deck open air; lower storage deck)**Weapons** 4 rocket springalds, located top deck along each side of the ship**NOMAD***Colossal advanced air vehicle***Squares** 9,600 (300 ft. by 800 ft., 80 ft. tall); Cost expensive**DEFENSE****AC** 2; **Threshold** 5**hp** 96,000**Base Save** +0**OFFENSE****Maximum Speed** 40 ft. (20 mph); **Acceleration** 10 ft.**Ramming Damage** 12d8**DESCRIPTION**

Created upon a world whose surface is covered with dense toxic gases rendering it inhabitable, its populace was forced to take to the skies for survival. Here, the people live upon these huge multi-leveled flying vessels known as nomads that remain perpetually aloft. A typical nomad spans hundreds of feet in length. Slow moving, the great ships are difficult to maneuver, yet they remain entirely stable and are rarely disturbed by turbulence. They travel perpetually, in a slow orbit and generally follow long annual courses around the planet.

Nomads are crafted from a pliable and easily sculpted carbon-like mineral extracted from the surface geothermal lakes that hide beneath the dense and toxic clouds below. Because they never dock, the crew continually works on the ship, repairing and modifying the design. A nomad's buoyancy relies upon a series of massive superconductive ceramic rings wrapped with solenoids and suspended within huge tanks of a subzero temperature fluid. The bottom of the ship is covered with these devices that interfere with the planet's gravitational pull. Changing the temperature allows the nomad to elevate or descend. Forward thrust is provided by twenty thrust engines powered by a main fusion reactor and a back up reactor located within the rear of the ship. If not being operated the ship merely drifts at its base speed, in the direction it was last headed. A nomad can carry up to 10,000 tons of cargo or 4,000 residents.

Propulsion pneumatic pulse (20 engines located at various points along the length of the body of the ship, 8 squares each; threshold 10, hp 160 each). **Special:** the thrust engines run on stable nuclear fusion and do not explode if destroyed, however damaging the fluid tanks causes the liquid inside to burst as if it were chemical fuel. The burst deals cold instead of acid damage according to the size of the tank (8 squares each).

Fuel nuclear fusion; **Efficiency** high; **Toxicity** low; **Risk** stable**Driving Check** Intelligence (Arcana) or Wisdom (Perception)**Forward Facing** vehicle operators

Driving Device Complex (a broad command council with many sensors and dials as well as advanced communication devices to speak with engineers throughout the ship that control the temperature of the ceramic rings, operate the nuclear reactor, or control the thrust engines)

Driving Space A 20-foot by 60-foot chamber located along the rear of the upper deck.**Crew** 4 pilots, 10 co-pilots, 350 general crewmembers, 160 engineers, 80 artillery operators

Decks 6 (top deck enclosed contains main bridge and military quarters; deck 2 open deck, deck 3 closed deck living accommodations; deck 4 central deck engineering and backup generators plus gardens and food storage, deck 5

partially open deck containing defense systems, buoyancy chambers, more living accommodations; deck 6 lowest deck engineering and science labs plus more storage)

OITOC SKIMMER

Large advanced air vehicle

Squares 5 (10 ft. by 5 ft.; 6 ft. high; 15 ft. wingspan); **Cost** low

DEFENSE

AC 9; **Threshold** 10

hp 80

Base Save +1

OFFENSE

Maximum Speed 160 ft. (80 mph); **Acceleration** 40 ft.

Ramming Damage 1d8

DESCRIPTION

An Oitoc skimmer is a self-propelled low-flying vehicle that suspends itself by firing magnetic pulses into the planet's rocky, iron-rich surface. Constructed from a lightweight metal, its stunted wings are rounded and taper back about the body, giving the vehicle an oblate crescent shape. The cockpit sits towards the front of the central fuselage, with the pilot's seat upfront and a second passenger seat set directly behind it. The wings contain both pulse suspension units and the propulsion engines. The pulse suspension units allow the skimmer to freely float anywhere from 1 to 10 feet above the ground. The propulsion engines use electricity to power turbines.

Propulsion magnetic pulse (two drives, 1 square each wing; threshold 20, hp 30 each)

Fuel electro-chemical (common); **Efficiency** high; **Toxicity** none; **Risk** stable

Driving Check Wisdom (Perception)

Forward Facing vehicle operator

Driving Device Difficult (a small dashboard with two sticks, navigational equipment and numerous toggles to control the speed and vehicles magnetic response force)

Driving Space center front square

Crew 1 pilot, gunner

Decks 0 (small cockpit seats pilot and three passengers)

Weapons 1 static pulse gun turret located in the rear of the cockpit and aimed to cover for rear attacks.

PISCES

Huge industrial air vehicle

Squares 12 (10 ft. by 30 ft.; 20 ft. high); **Cost** expensive

DEFENSE

AC 7; **Threshold** 14

hp 300

Base Save +3

OFFENSE

Maximum Speed medium; 120 ft. (60 mph); **Acceleration** 30 ft.

Ramming Damage 2d8

DESCRIPTION

The sleek and slender body of this airship somewhat resembles a giant sunfish. To stabilize its motion, a long spiny dorsal wing crests the top of the ship, while two smaller stabilizing wings project from either side of the lower front section of the bow. The Pisces' prow extends into a long spike; however, the spike is used in navigation and is too frail to function as an effective ramming device in combat. These vessels are extremely noisy and inefficient, and while flying belch out a stream of black smoke from exhaust pipes protruding from the aft section of the chassis.

Propulsion combustion engine (5 squares on lower deck; threshold 5, hp 75)

Fuel refined natural combustible (rare); **Efficiency** medium; **Toxicity** high; **Risk** volatile

Driving Check Wisdom (Perception)

Forward Facing vehicle operator

Driving Device Average (steering wheel and hand throttle combination, with alternating foot pedals for controlling lift)

Driving Space two squares back from the front of the ship

Crew 1 pilots, a co-pilot, 8 general crewmembers, 24 riflemen

Decks 2 (upper deck sealed deck includes cockpit; lower deck engine room and riflemen stations)

Weapons 2 squadrons of 12 highly mobile sharpshooters armed with rifles posted on each side of the ship.

AIR BARGE

DIRECT FIRE WEAPONS	DAMAGE	RANGE	CREW	TYPE1	RELOAD	SPEED
Turret Blaster	2d8	20/80 ft.	2	P and B	3 rounds	stationary

OITOC SKIMMER

DIRECT FIRE WEAPONS	DAMAGE	RANGE	CREW	TYPE1	RELOAD	SPEED
Static Pulse Gun	2d6 lightning	50/300 ft.	1	B	1 round	stationary

CHAPTER 11: TREASURE AND EQUIPMENT

TABLE 11-1: NEW MARTIAL WEAPONS

WEAPON	PRICE	DAMAGE	WEIGHT	PROPERTIES
Deathbloom stamen	175 gp	1d8 piercing	7 lbs.	finesse, special, versatile (1d10)
Deathbloom nectar	150 gp	-	-	special
Razorang, zvarr	15 gp	1d6 slashing	3 lbs.	Special, thrown (range 30/60)
Spur rifle	100 gp	1d6 piercing	6 lbs.	Ammunition, special, ranged (100/400), two-handed
Tretharri trinity blade	25 gp	1d6 slashing	3 lbs.	Finesse, light, special

Deathbloom Stamen. This weapon is often harvested by chlorvians and used in ritualistic duels among their kind, but it has also found its way onto the black market and into the hands of various assassins. The deathbloom itself is a flower the size of a human head, resembling a cross between a rose and an orchid with deep purple petals edged and veined in crimson. The bloom sits atop a leafy stalk some seven feet in height, its end capped in a flask of nutrient fluid which feeds a deadly nectar into the flower's stamen. When harvested, these stamens harden into sharp piercing weapons, still containing a dose of the poisonous nectar within them. If you are proficient with the deathbloom stamen, you can break off the sharpened tip inside a victim, automatically releasing its venom. Once the venom has been used, the deathbloom stamen still functions as a weapon but can't be refilled with another dose of deathbloom nectar. The nutrient fluid inside a stamen can remain active for up to a week, or twice as long if kept partially submersed in water. The deathbloom stamen can be used with all the benefits of the Polearm Master feat.

Deathbloom Nectar (Injury). A creature subjected to this poison must make a DC 12 Constitution saving throw, taking 5 (2d4) poison damage on a failed save or half as much on a successful one. A creature that fails its save is poisoned for 1 minute, and it can repeat the saving throw at the end of its turn, ending the poisoned condition on a success. The collected venom from the deathbloom can be purchased separately from its weaponized stamens. Independent of the nutrients provided by the flower, it only lasts for 3 days before slowly losing its potency, lowering the poison's DC by 1 for each day thereafter, and finally becoming fully inert after 1 week.

Spur Rifle: Designed by the jagladine for use by their klaven footsoldiers, this ranged weapon fires thorny projectiles of a hard, resin-like substance, and may hold up to six spurs at a time in a self-contained case attached to the stock. As long as the rifle holds ammunition, its wielder can ready a new projectile as part of an attack, but loading a new case requires a bonus action. The jagladine grow the various components for spur rifles from organic biomass cultivated in the swamps of their homeworld, making them immune to spells such as *heat metal* and *warp wood*, but they still count as objects for the purposes of other spells and effects.

Spur rifles function underwater, though their range is reduced to 20/80 feet.

Poison: The spurs fired by a spur rifle are porous and easily poisoned, often bearing jagladine toxins used to incapacitate other species for capture, interrogation, and experimentation. The most common venom used in spur rifles is a neurotoxin extracted from klaven warbeasts or synthesized by jagladine to duplicate its effects.

Neurotoxin: The target takes 7 (2d6) poison damage, with a DC 11 Constitution saving throw allowed for half damage. A target reduced to 0 hit points within 1 minute of taking this poison damage falls unconscious instead of dying and is poisoned and paralyzed for 1 hour even if the damage is later healed, unless the poison is also neutralized.

Trinity Blade: This tretharri weapon resembles a punching dagger with a pair of curved blades projecting from the end of each of its horizontal handles. If you are proficient with the trinity blade and take the Attack action with it while also using a shield, you can use a bonus action to make an additional attack with the weapon at disadvantage. This attack does not apply an ability modifier to damage and is treated as a two-weapon fighting attack for purposes of fighting styles and feats. The four-armed tretharri often wield such weapons with deadly effect.

Zvarr razorang: Also called an *ekutar*, this is a metal version of a standard boomerang with a sharpened blade along its inner edge, the ekutar first appeared among the zvarr who created it as a thrown weapon for use while gliding. If you are proficient with the ekutar and miss on an attack roll with it, it returns to you at the end of the turn, even if you move after the attack. If the ekutar successfully strikes an opponent, it doesn't return, either remaining embedded in the victim, or falling in the same space where it hit. An ekutar wielder typically wears a heavy gauntlet with which to catch the returning weapon. Anyone without such protection, or natural armor, takes the weapon's full damage when catching it.

NEW TECHNOLOGICAL WEAPONS AND ARMOR

BIL'DJOOLI ARMOR

Armor, uncommon

Bil'djooli armor uses metal rings and seals to hold its components in place but is otherwise comprised of thin leather crafted from several breeds of animals and slaves. This armor has the same traits as normal studded leather but with a base AC of 14. Most suits of bil'djooli armor come with toxin vents and glassteel helmets to protect the wearer from its own poison. These extras are included in the standard uncommon item price.

BLACK RAY PISTOL

Weapon (pistol), very rare

A *black ray pistol* fires a cascading beam of disruptive energy that deals 6d6 necrotic damage to living creatures and 3d6 to corporeal undead creatures. Incorporeal undead, constructs, and objects are not harmed by a *black ray pistol*. The pistol has range 25/50 ft. and has 2 daily charges.

A creature reduced to 0 hit points by a *black ray pistol* is reduced to ashes (DC 15 Constitution save negates). A creature slain by a *black ray pistol* automatically fails this save.

DISINTEGRATION TORC

Wondrous item, very rare

A *disintegration torc* is a type of grenade crafted in a torus shape. When triggered and thrown, it erupts into a spinning ring of disruptive ionic energies that decays into unstable antimatter as it dissipates, leaving behind a sphere of absolute destruction. When thrown (range 20/60 ft.), it creates a 5-foot sphere dealing 10d6 force damage (DC 15 Constitution saving throw for half). This damage bypasses any damage thresholds. Creatures reduced below 0 hit points by a *disintegration torc* are disintegrated.

Force fields and objects made of force take double damage from a *disintegration torc*, and any non-instantaneous force effects that do not have hit points are affected by *dispel magic* that uses a +5 bonus as its spellcasting ability bonus. Creatures made of force also take double damage from a *disintegration torc*.

EMP PISTOL

Weapon (energy), rare

An *EMP pistol* emits a beam of electromagnetic energy that does 2d6 lightning damage and has a range of 50/100 feet and 6 charges. This beam cannot harm living creatures but deals terrible damage to robots. An *EMP pistol* can harm androids and creatures with cybernetic implants, but they take half damage from a hit. A construct that is critically hit by an *EMP pistol* and takes damage from that hit must succeed at a DC 15 Constitution save or be incapacitated for 1 round. Finally, an *EMP pistol* deals double damage to technological force fields (such as those used by many robots). It does not prevent the shield from recharging normally.

FORCE GLOVE

Wondrous Item, uncommon

This carbon mesh glove is covered with a thin layer of nanite composite plating. The wearer can activate the glove to discharge a jolt of kinetic energy at an opponent within 10 feet by making a punching gesture toward the target. Make a melee spell attack with a +6 bonus. On a hit, the creature takes 1d6 force damage. Wearing two *force gloves* offers no additional effect, as the technology interfaces on a neural level with the user and the guided force effect can only be generated through one device at a time.

GRENADES

Weapon (grenade), rarity varies

A grenade is a small, cylindrical device that is designed to be thrown as a splash weapon or fired from a grenade launcher. Before being thrown by hand, the grenade must be primed with a quick twist of a dial at one end and then armed with a click of a button at the center of that dial. Priming and arming a grenade is a free action; a grenade launcher primes and arms all grenades it fires. The grenade detonates at the beginning of the wielder's next turn, hopefully in the area targeted. Grenades affect a 20-foot sphere and have a thrown range of 20/60 ft. A successful DC 12 Dexterity save halves any damage dealt by a grenade.

The type of damage dealt by grenades varies widely and depends upon the nature of the specific grenade. The different types of grenades and the damage types they deal (along with any additional effects their damage deals) are listed below.



Antigravity Grenade: Deals 5d6 points of thunder damage, and creatures damaged by an antigravity grenade fall upwards 1d6 x 10 feet and are suspended in mid-air for 1 round, after which they fall back to the ground (taking falling damage as appropriate). If creatures hurled upwards by an antigravity grenade impact a solid barrier before they reach the end of their forced movement, they take 1d6 points of damage for every 10 feet that they "fell" upwards before striking that barrier.

Arc Grenade: Deals 5d6 points of lightning damage.

Atom Grenade: Deals 5d6 points of necrotic damage.

Bang Grenade: Deals no damage but stuns creatures for 1 round and deafens them for 1d4 rounds (DC 12 Constitution save negates).

Bio Grenade: Deals no damage but infects creatures who fail a DC 12 Constitution save with cackle fever.

Concussion Grenade: Deals 5d6 points of bludgeoning damage.

Corrosion Grenade: Deals 4d6 points of acid damage. Creatures failing their saving throw take an additional 2d6 points of acid damage on the following round (DC 12 Dexterity

save for half). Creatures failing the second save take an additional 1d6 points of acid damage 1 round later.

Dwarf Star Grenade: As a gravity grenade, but creatures adjacent to the grenade when it explodes take 1 additional point of damage per die and have disadvantage on their saving throw. If they are knocked prone by the grenade, they cannot get up unless they succeed on a DC 15 Strength check made as part of the move to stand.

Creatures adjacent to the grenade that fail their Dexterity save also have their speed reduced to 5 feet for 1 round.

EMP Grenade: Deals 10d6 lightning damage to robots and electronic-based gear, half damage to cyborgs and androids, and no damage to other creatures.

Flash Grenade: Deals no damage but blinds creatures for 1d4 rounds (DC 12 Constitution save negates). Blinded creatures can attempt a new save at the end of each of their turns to end the blindness.

Flechette Grenade: Deals 5d6 points of piercing damage.

Fragmentation Grenade: Deals 5d6 points of slashing damage.

Gravity Grenade: Deals 5d6 points of thunder damage. Creatures failing their saves are knocked prone.

Hallucination Grenade: Deals no damage, but creatures within the area are confused as *confusion* for 1 round (DC 12 Wisdom negates). Creatures failing their save must save again on the following round or the effect recurs, up to a maximum of 6 rounds.

Inferno Grenade: Deals 5d6 points of fire damage.

Plasma Grenade: Deals 4d6 points of fire damage and 4d6 points of electricity damage.

Radiant Grenade: As a flash grenade, but also deals 6d6 points of radiant damage to fungi, oozes, and undead. Undead can be blinded by a radiant grenade, and undead with light sensitivity, light blindness, or that are harmed or made powerless by sunlight also are stunned for 1 round on a failed save.

Shock Grenade: Deals 5d6 points of lightning damage.

Smoke Grenade: Deals no damage but fills a 20-foot-radius spread with smoke (treat as *obscuring mist*) that lasts 1 minute.

Sonic Grenade: Deals 5d6 points of Thunder damage; creatures who fail a DC 12 Constitution save are also deafened for 1d4 rounds.

Tear Gas Grenade: As a smoke grenade, but creatures who fail a DC 12 Constitution saving throw are poisoned. They repeat this save at the beginning of each of their turns. If they succeed, they are no longer poisoned.

Vacuum Grenade: Deals 2d6 damage, and creatures that need to breathe gain 1 level of exhaustion unless they succeed on a DC 12 Constitution saving throw.

Zero Grenade: Deals 5d6 points of cold damage.

KLAVEN SPACESUIT

Armor (splint mail), very rare

This airtight suit of synthetic polymers interwoven with

superconducting filaments includes a transparent, dome-like helmet that completely covers the wearer's head. As long as it is powered, a klaven spacesuit grants its wearer complete protection from radiation and exposure to vacuum, as well as all inhaled toxins and diseases. It protects its wearer from extremes of heat and cold, granting cold resistance and fire resistance. The suit can function for 25 hours before needing to be recharged at an appropriate ship or facility.

The suit's self-repairing polymer resin fabric automatically seals secondary punctures or tears created by physical attacks to the wearer and damage dealt specifically against the suit. As a free action once per round, the wearer can also trigger an active self-repair mode, expending one hour of charge from the suit's power supply to repair 4d6 points of damage. Restoring the suit to maximum hit points removes the broken condition. A spacesuit repairs damage to itself at the rate of 4d6 points of damage per charge consumed. If attacked directly, it has AC 15, damage threshold 6, and 60 hit points.

A *klaven spacesuit* is fitted with numerous small booster jets that grant the wearer a fly speed of 20 ft. in areas of zero gravity while the spacesuit is charged. The boosters impart no benefit in areas of high, low, or normal gravity.

The wearer can load up to two potions into the suit for later consumption through tubing even in zero-gravity situations. Consuming a potion in this way is an action, however, it does not need to be retrieved before consuming it.

Klaven spacesuits allow klaven to use their nanite exchange to communicate with other klaven even in a vacuum, and in fact the range of such communication is 10 times normal in a vacuum. Creatures without the klaven template attempting to wear a klaven spacesuit are considered non-proficient in its use, even if they are proficient with heavy armor.

PARALYTIC WEAPON

Weapon (any bow, crossbow, or melee weapon), rare (requires attunement)

A *paralytic weapon* delivers a pulsing electrical charge. On a successful hit it deals an additional 1d4 lightning damage. A creature that takes lightning damage from this magic weapon must succeed on a DC 13 Constitution saving throw or suffer disadvantage on attack rolls and ability checks until the end of its next turn. The creature has disadvantage on saving throws made against hits from paralytic weapons during this time, and if it fails such a save it is paralyzed until the end of its next turn. A creature that makes its saving throw is immune to these effects from that paralytic weapon for the next 24 hours. Unless it is immune to lightning damage, a creature reduced to 0 hit points by this weapon can be knocked unconscious instead of killed if the wielder chooses.

PHOTON BLASTER

Weapon (energy), uncommon

This technological ranged weapon deals 2d6 radiant damage and has a range of 50/100 feet. A target hit by the photon blaster must make a DC 18 Dexterity saving throw or be blinded for 1 minute. The creature may make a DC 18 Constitution save at the end of each of its turns to remove the blindness condition.

OPTIONAL RULE: CHARGES

Some technological items have limited charges. They regain 1d4 charges (up to their maximum) daily at dawn. If you expend an item's last charge, roll a d20. On a 1, the item burns out and is destroyed.

OPTIONAL RULE: RELOADING

Ranged weapons with the reload trait can be used a limited number of times [noted in parentheses] before needing to be reloaded, requiring an action and appropriate ammunition.



PLASMA JAVELIN

Weapon (javelin), rare

This slender shaft about 5 feet in length and weighing 2 pounds is crafted from a lightweight graphite-like compound and tipped with a pointed head of opaque crystal. Within this tip is a hyper-reactive gas that is highly combustible in sunlight. A plasma javelin is a thrown weapon (range 30/90) and when it strikes a solid object the tip shatters and the shaft instantly sublimates into a fiery burst of white-hot plasma. The plasma is so hot it can burn straight through shields, heavy armor, or even barricades. Whenever it strikes a target it deals 3d6 fire and 3d6 lightning damage before burning out and becoming useless, ignoring damage thresholds of less than 20 and dealing double damage to objects with a damage threshold of 10 or less.

PLASMATHROWER

Weapon (plasmathrower), very rare

A plasmathrower is a devastating weapon that fires blasts of superheated, electrically charged gas. The wielder can expend one charge to make ranged attacks (range 60/180 ft.) dealing 2d6 fire and 2d6 lightning damage, or spend 3 charges to deal the same damage in a 60-foot cone, or half damage with a DC 15 Dexterity saving throw. It has 10 charges.

PSYCHOKINETIC

Weapon (any reach weapon), uncommon

Upon command, a *psychokinetic weapon* glows from the inside with lethal psionic energy. The energy does not harm the hands that hold the weapon. Such a weapon deals an extra 1d4 points of psychic damage on a successful hit.

ROCKET LAUNCHER

Weapon (rocket launcher), legendary

A newly created rocket launcher contains its entire load of 10 rockets and energy charges. It cannot be reloaded, and once its final rocket is fired, the weapon is useless. A creature that takes a direct hit from a rocket cannot attempt a saving throw to reduce the damage taken. When a rocket strikes its target, it explodes in a 30-foot sphere that deals 6d6 fire and 6d6 bludgeoning damage to all creatures within that area of effect—a successful

DC 12 Dexterity saving throw halves the damage for all but the target. If it misses, the rocket explodes as above, but in a 30-foot sphere centered 1d6 x 10 feet away from the target. Some rocket launchers carry alternate loads, replacing the fire damage with electricity or cold damage, and there are rumors of rocket launchers capable of doing even more damage, firing gravity-based weapons or using radioactive payloads.

STUN BATON

Weapon (mace), rare

This slender mace has an insulated grip and a conductive tip. It adds 1d6 lightning damage to its normal damage on each hit. By activating a control in the handle as a bonus action, you can switch the attack between a nonlethal jolt (bludgeoning damage that leaves a target unconscious but stable if dropped to 0 hit points) and normal lethal damage. On a critical hit, the target is stunned for up to 1 minute if it fails a DC 15 Constitution saving throw. It can save again at the end of each of its turns to end the stun.

TECHNOLOGICAL DEVICES AND ALIEN SUBSTANCES

CRAFTING PHARMACEUTICALS

Several new types of treasure are introduced here. Pharmaceuticals follow similar rules to potions and other alchemical items such as antitoxin. However, they are normally impossible to produce without advanced technology, such as that possessed by the jagladine. Pharmaceuticals can be consumed but are usually held in a small auto-injector syringe that injects the drug into the user. Refer to chapter 9 of the official *5th Edition Guide for Game Masters* for rules on determining how to activate alien technology.

A medical lab is necessary to create any kind of high-tech medical equipment, including pharmaceuticals. A medical lab requires a massive amount of power to operate, power that is usually provided by a generator or batteries. To attempt one pharmaceutical creation, a medical lab requires 20 charges of power and one day of synthesis.



DRUG ADDICTION

Drugs offer many tempting effects to characters brave or foolish enough to take them. Some of these effects are mechanical, others produce pleasurable sensations that offer no in-game benefit. All drugs, however, come with a price: Addiction. Each drug outlines the saving throw and DC to avoid becoming

addicted after using a dose, as well as the consequences of addiction. An addicted character who goes 24 hours without taking a dose of their drug of choice can attempt a DC 20 Wisdom saving throw. If the character success three of these saves consecutively, they are no longer addicted. A *greater restoration* spell or similarly powerful magic can also break the addiction.

ADMIXTURE VIAL

Pharmaceutical (device), uncommon

Once per day, the user can spend 1 hour combining two different potions, elixirs, pharmaceuticals, or ingested poisons. When drunk from the *admixture vial*, both liquids take effect simultaneously. If poured out of the *vial* without immediately drinking them, both liquids are wasted without effect.

CARDIOAMP

Pharmaceutical (potion), very rare

This potent drug can revive a recently deceased creature. If administered within 1 minute of death, the creature may attempt a DC (11 plus 1 per round since death occurred) Constitution save. If successful, the character is restored to life as if by the *revivify* spell. Multiple doses can be administered to allow further chances of success. A creature subjected to multiple doses of *cardioamp* gains advantage on the second and subsequent saving throws.

ENERGY LEECH

Wondrous item, rare

An energy leech looks like a spool of insulated wire set between a pair of round magnetic disks. The spool has a small red button at one end. The device is typically used by unsavory or unscrupulous individuals to drain charges from an adversary's technology. To use the device, one magnet is placed on the device (typically near where the device stores its charges) while the other end is attached to a larger object or structure. When the button on the spool is depressed, a low energy field begins draining charges from the attached device at a rate of one charge per 10 minutes. Charges drained are simply dissipated and lost; they cannot be transferred from one device to another with an *energy leech*. This device is typically used to drain weapons or charges from vehicles so as to render them temporarily nonfunctional. Attaching and activating the device is an action. It can be removed with a DC 15 Dexterity check with thieves' tools, by a DC 15 Strength check, or by dealing 5 points of slashing damage. The leech is AC 17.

GLARE HELMET

Wondrous item, uncommon

This protective headpiece has a cylindrical shape with a flat top and a visible seam of rivets running down the back. A thin gold-colored panel covers the eyes while a circular metal inset covers the mouth. The mouthpiece is perforated with a diamond-shaped pattern of tiny holes. The inside is well padded and it has a comfortable leather chinstrap. A creature wearing a *glare*

helmet has advantage on saving throws against being blinded, gaze attacks, and any other spell or effect based on sight. A *glare helmet* does not function in dim light or darkness, except against instantaneous light-based effects.

HEPPAH

Pharmaceutical (drug), common

For 2 hours after inhaling a dose of *heppah* the user has advantage on Initiative checks and saving throws made against sleep and exhaustion. When the dose wears off, the user gains one level of exhaustion, and must succeed on a DC 12 Constitution saving throw or become addicted to the drug. When an addicted creature finishes a long rest, it becomes poisoned until it uses a dose of *heppah*.

KISS OF TSUNIS

Pharmaceutical (poison—injected or ingested), uncommon

A creature subjected to this poison must succeed on a DC 14 Constitution saving throw or take 10 (3d6) poison damage and become poisoned. The poisoned creature must repeat the saving throw at the start of each of its turns. On each successive failed save, the character takes 3 (1d6) poison damage for every failed save after the initial one (1d6 on the first successive failed save, 2d6 on the second, etc.). After three successful saves, the creature is no longer poisoned.

KLAIVEN'S BANE

Wondrous item, rare

Wisps of golden smoke swirl within this tiny bulbous flask sealed with a crystalline stopper. When opened or shattered the smoke fills a 5-foot sphere for 1 round before dissipating. During that time, any creature with the *klaven* template must succeed on a DC 14 Wisdom saving throw or be charmed for 1 round. While charmed in this way the *klaven* is incapacitated, its speed is reduced to 0 and it can't benefit from increases to its speed. A *klaven* charmed by this effect also forgets whatever happened while it is charmed and for 1 round prior. Additionally, the target has disadvantage on Wisdom (Perception and Insight) checks for 1 minute afterwards.

LIQUID CHARGE

Wondrous Item, rare

This small glass vial is filled with an azure-colored viscous fluid and is slightly cold to the touch. If the fluid comes in contact with organic matter it deals 1d4 acid and 1d4 cold damage. While the fluid is caustic, its true purpose provides an emergency fuel to power technological items. One vial of *liquid charge* contains enough energy to fill a 10-charge item or weapon to capacity. A vial of *liquid charge* can be used only once.

METEORITE FLARE

Wondrous item, common

This 18-inch metal rod has a thin, beaded chain protruding from one end, while the other end is hollow and sealed with wax. The hollow end has a vaguely metallic scent tinged with a hint of combustible residue. Pulling the chain on a *meteorite flare* launches sparkling pea-sized object hundreds of feet into the air, glowing like a shooting star. *Meteorite flares* can be used as emergency signals or to send secret messages, though the signal is quite subtle unless an individual is deliberately looking for it. Identifying a *meteorite flare* for what it is requires a DC 15 Wisdom (Perception) check; creatures specifically watching for a *meteorite flare* gain advantage on this check. A single flare tube carries a total of 10 flares. A *meteorite flare* can't be used as a weapon.

ORIUM

Orium is a space metal slightly harder than steel with a high melting point and the ability to hold a blade without sharpening, about twice as long as iron. Despite its base qualities, what makes orium so prized is its natural ability to absorb and store mental energies. The amount of psychic power an orium weapon can store depends on the version of psionics used. A mystic^{UA} can store 1 power point per level, a sorcerer 1 sorcery point per 2 levels, or a monk 1 ki point per 2 levels (maximum 1 point per 3 pounds of orium, up to 10 points). Points can be stored indefinitely and you can expend 1 stored point per round, but you must attune the item to expend its stored points.

Orium objects have an AC of 20 and a damage threshold of 12.

PARTICULATE SYNTHESIZER

Wondrous item, very rare

This 8-inch metal tube has four rotating chambers inset with small, softly glowing indicator lights that change their patterns when the chambers are rotated. A particulate synthesizer is capable of synthesizing small amounts of matter. While it can create only a few grams of such material at a time in the form of granular crystals, the device is highly prized by spellcasters for the creation of expensive spell components or magic item creation, up to a maximum component price of 500 gp.

The user must place a small amount of the original substance one wishes to synthesize and replicate into the top chamber, followed by some additional base matter (typically sand or rock) to another chamber, then activate the device. The transformation takes 8 hours, transforming the base matter into a salt-like compound that functions identically to the original material for the purpose of spellcasting. The original substance is not destroyed or damaged by this process. The volume of synthetic matter produced is affected by the complexity of the matter according to the table below.

COMPONENT COST	VOLUME PRODUCED
0-10 gp	x10
11-25 gp	x5
26-100 gp	x4
101-500 gp	x3
500 gp+	x2

The synthetic particulate matter created is completely inorganic and cannot be used as food or drink, nor can it be worked into finished products made of the original material. Attempts to further process or refine it, such as attempting to melt it down, cause the synthetic matter to revert to its original composition.

The *particulate synthesizer* holds 20 charges and expends one charge per use.

SARLU-AHQ OR "SCREEN"

Pharmaceutical (drug), uncommon

For 2 hours after ingesting a dose of screen, the user experiences intense euphoria that renders it immune to being frightened, but imposes disadvantage on saving throws against being charmed, and on saving throws and ability checks made to resist or discern the true nature of illusions. When the dose wears off, the creature must succeed on a DC 20 Constitution saving throw or become addicted to the drug. When an addicted creature finishes a long rest, it suffers unsettling hallucinations and becomes frightened until it uses a dose of screen.

STRALLETH

Pharmaceutical, uncommon

Strallesh comes from the respiratory organs of the dangerous conch tree, unique to Vareen's ocean floors. When the pulp is dried and alchemically treated, it yields a handful of bitter turquoise crystal. With practice, a creature can convert water to breathable air as it passes through the crystals. A single pinch of this crystal placed in a creature's mouth allows the creature to breathe air by taking in a mouthful of water for one hour.

The uncommon item price purchases a single pouch of strallesh, delivered in dry seaweed to preserve the crystals. A pouch contains four pinches.

TECHNOMANTIC COUNTERMEASURE

Wondrous item (technological), very rare

Technomantic countermeasures are small devices weighing just a pound that prevent magical meddling in electronic or mechanical systems. The DC of checks to magically alter or disrupt the target's function increases by 5. If an effect allows the machine to make a saving throw (including using the saving throw of its wielder or wearer), it gains advantage on that save.

A *technomantic countermeasure* can be connected to protect up to four technological or technomantic devices in addition to the first. However, all connected devices must be within 30 feet of the *technomantic countermeasure*, but the necessary wiring and technomagical connections cost an additional 500 gp and

requires an additional day of work for each additional piece of equipment it protects. A *technomantic countermeasure* can be connected wirelessly to devices within 30 feet, but this doubles the cost to 1,000 gp per connection and increases the time required to install by 1 week.

TOXIN FILTERS

Wondrous item (technological), common

Toxin filters use alchemical or mechanical devices to screen dangerous pollutants from breathable air. On Vairen, the Locathah use modified filters to explore potentially dangerous regions underwater, but cultures across the galaxy employ them in various forms. Regardless of the technology involved, *toxin filters* give you advantage on Constitution saving throws against inhaled poisons or diseases. This bonus only applies to the first save attempted.

TOXIN VENTS

Wondrous item (technological), uncommon

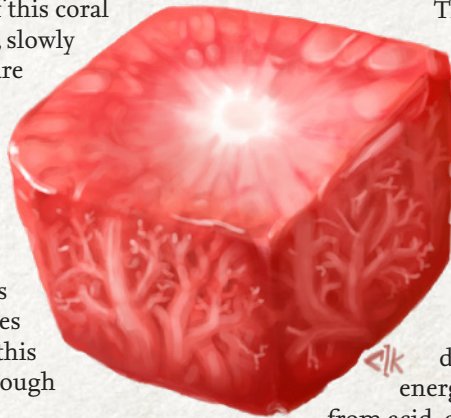
The bil'djooli version of a toxin filter collects blood- and waterborne contaminants and even drains their own naturally produced toxins away from their skin. Bil'djooli filters grant the wearer a +2 bonus on Constitution saves against poison. The poison collects in expanding sacs attached to the armor. Whenever an attacker scores a critical hit against you the sacs rupture and releases their pressurized contents, exposing adjacent creatures to the toxins unless they succeed on a DC 15 Constitution saving throw against the poison. Once any sac in a system of toxin vents bursts, the vents continue to filter toxins for the wearer, but can't spray additional poison until the suit is repaired.

VARINIAN CORAL

The locathah of Vairen cultivate a living pink coral that survives on the deepest ocean floor. Objects made of this coral regenerate 1 hit point per day in fresh water, slowly regrowing until cracks and severed edges are healed. The coral is resilient like bone, having AC 11, damage threshold 3, and 5 hp per inch of thickness. Each cubic foot of coral is worth 25 gp.

The locathah grow a porous version of this coral that absorbs and flushes water in response to electrical stimulus. Such blocks of coral are run through with small wires and treated with mild acids to encourage this feature. A cubic foot of water can drain through one block in a single round.

This porous coral is AC 8, with no damage threshold and only 2 hp per inch of thickness.



VIVE

Pharmaceutical (potion), rare

Vive restores the body at the cost of mental acuity. This pharmaceutical has an onset time of 1 minute. It eliminates all levels of exhaustion currently affecting the user, removes the poisoned condition, and cures all diseases afflicting the user. The first dose taken in a 24-hour period applies a -1 penalty to all Intelligence and Wisdom checks. Subsequent doses in the same period increase the penalty by 2, to a maximum of -5. A creature can resist the effects of vive with a successful DC 11 Constitution saving throw.

VOLATILE VAPORIZER

Pharmaceutical (potion), uncommon

When dropped into a potion of common or uncommon rarity, this magical lozenge turns the potion into a 10-foot-radius cloud of vapor. Every breathing creature in the cloud gains the full effect of the potion. A creature can choose to hold its breath to avoid the cloud. The cloud lasts for 1 round, then disperses. The pill and potion are destroyed in the process.

MAGICAL WEAPONS AND ARMOR

BIL'DJOOOLI ROD

Weapon (greatclub), very rare (requires attunement)

The traditional weapon of bil'djooli soldiers, this thick steel rod functions as both a melee and ranged weapon. In melee, the rod has the same traits as a greatclub and is considered a magical weapon. It does an additional 1d6 points of energy damage. When used as a ranged weapon, it fires rays of elemental energy with a range of 60 feet against a single target. These attacks deal 4d6 points of energy damage.

The rod fires rapidly, allowing you to take additional attacks as if it was a ranged weapon (treat it as magical shortbow). Alternatively, you can fire a single focused ray as an action that deals 6d6 points of energy damage, or half as much on a successful DC 15 Dexterity saving throw, to each creature it hits in a 60-foot line. This ability can only be used once a day and resets at dawn.

You choose the type of energy damage dealt by the rod and can change to a different energy type as a bonus action. You can choose from acid, cold, lightning, or fire damage, though more elaborate rods dealing thunder or necrotic damage do exist. Bil'djooli rods function perfectly well in open air, vacuum, or underwater, leaving thin trails of telltale magical energy such as thin lines of ice, and tiny bubbles of grey steam or yellow acid.

ENERGY BLADE

Weapon (special), very rare

When activated as a bonus action, an energy blade's elaborate handle projects a blade-shaped energy field. By adjusting controls on the handle as a bonus action, the wielder can change the length of the projected blade to match any straight-edged light or one-handed blade, sized appropriately to its wielder. This can be as short as a dagger or up to the length of a bastard sword, and includes a short sword, rapier, or longsword. An *energy blade* has a +1 bonus on attack rolls, and attacks made against creatures wearing armor gain advantage. The blade scores a critical hit on a roll of 19-20 and deals damage as appropriate to the shape of the weapon plus an additional 1d6 points of damage; half of the damage dealt by the weapon is fire damage and half is lightning damage. The wielder's Strength bonus does not apply to damage dealt by the weapon, but it can ignite combustible materials such as parchment, straw, dry sticks, and cloth. An *energy blade* has 10 charges, and each charge allows it to create a blade that lasts for 1 minute.

As an action, the wielder can expend 1 charge to fire a ray of energy with a range of 120 feet, dealing 6 (1d8 + 2) fire damage and 6 (1d8 + 2) lightning damage and scores a critical hit on a roll of 19-20.

GLABREZU'S CLAW

Wondrous item, legendary (requires attunement)

This gruesome artifact looks like the mummified, hollowed-out arm of a glabrezu. This graft contains an imprisoned parasitic demon that can be satiated only by mythic power (a character that has a boon or blessing or is level 20). To use the artifact, the user must place his own naked arm into the hollow graft, which then permanently bonds itself to his flesh and muscle. If placed upon the arm of a non-mythic character, the graft instead devours the limb, dealing 5d6 points of damage and amputating the arm. It grants the following abilities (all included in the appropriate area).

- +2 bonus to AC.
- Immunity to lightning and poison.
- Telepathy out to 100 ft.
- Truesight 60 ft.
- Glabrezu innate spellcasting ability.

Innate Spellcasting. The claw's spellcasting ability is Intelligence (spell save DC 16). You can innately cast the following spells, requiring no material components:

- At will: *darkness*, *detect magic*, *dispel magic*
- 1/Day each: *confusion*, *fly*, *power word stun*

ITHOSIAN GOLEM ARMOR

Armor, very rare (attunement required)

The elite warriors of the queen's guard of Ithos are easily identified by their elaborate *golem armor*. Members of the guard serve for life, and the articulated plates of dull crystalline mineral are permanently bonded to their flesh with an invasive surgical procedure requiring 48 hours and three consecutive DC 15 Wisdom (Medicine) ability checks. If one check fails, the procedure can be started over, but if two consecutive ability checks are failed, the candidate is deemed unfit for service and executed by incineration. Removing the armor requires 24 hours and requires three consecutive DC 15 Wisdom (Medicine) ability checks, with each failed check dealing 3d10 slashing damage, and afflicts the wearer with 1d2 levels of exhaustion. Each time *Ithosian golem armor* is removed, it becomes harder to reapply in the future, increasing the DC of future Wisdom (Medicine) checks by 2.

When properly applied, *Ithosian golem armor* provides the wearer with a base AC of 18, and in addition Ithosian golem armor is always at least +1 *armor* (very rare suits for high commanders of the guard might be further enchanted to +2 or +3). The armor is considered medium armor and gives the wearer disadvantage on Dexterity (Stealth) checks.

In addition to its protective qualities, *Ithosian golem armor* is fitted with two evenly balanced foot-long fist-blades protruding from each forearm and over the knuckles in a slight arch. These blades have a +1 bonus on attack and damage rolls with the blades. They are considered light weapons, dealing 1d8 points of piercing damage per hit. The wearer can use either or both blades to attack, can attack with one while using the other defensively as a bonus action, increasing the AC granted by the armor by 1 until the beginning of their next turn, or by 2 if the wearer does not attack and uses the Dodge action.

A creature wearing *Ithosian golem armor* cannot wear any other armor or wield any other kind of shield or weapon, and its manual dexterity is greatly hampered, resulting in disadvantage and a further -2 penalty on Dexterity (Sleight of Hand) checks or any other ability check requiring fine manipulation.

NULLBLADE

Weapon (any sword), rare (requires attunement)

This technological weapon scores critical hits on a natural 19 and 20, deals double damage to constructs, and is considered an adamantine and magic weapon for the purposes of overcoming damage resistances and immunities. As a bonus action, you can sheathe the nullblade, sheathing it in green technomagic energy, granting it a magical bonus of +1 until the beginning of your next turn. The first time you hit a target during this time, it must make a DC 15 Constitution saving throw or 1 random magic item or technological device worn or held by the target is suppressed for 1 minute and a random spell affecting the target (if any) is dispelled, as *dispel magic*, using the wielder's Charisma modifier.

POLARITY HAMMER*Weapon (warhammer), rare (requires attunement)*

This +1 *warhammer* warhammer is made of solid steel, with a haft that resembles two chains twisted together. As a bonus action, the wielder can command the *polarity hammer* to split apart, forming two +1 *light hammers* joined by a length of chain, or to join its two heads back into a single warhammer. When split apart, the two light hammers can be used for two-weapon fighting, or the wielder can hold one end of the *polarity hammer* and wield the other as if the weapon had the **reach** property.

The wielder of a *polarity hammer* can use its magic to attract or repel metal objects, granting a +1 bonus on Strength (Athletics) checks made to shove a creature in medium or heavy metal armor or using a metal shield, or a +2 bonus against creatures made of metal. When the wielder shoves such a target, she can choose to move the target 5 feet closer or 5 feet farther away, and if the wielder's Strength (Athletics) check exceeds the defender's check by 5 or more, he can choose to both knock the target prone and shove the target 5 feet.

When the wielder uses the Dodge action, she gains a +1 bonus to AC against metal weapons or opponents who are wearing medium or heavy metal armor, increased to +2 against attacks by creatures made of metal. This bonus also applies on Strength (Athletics) or Dexterity (Acrobatics) checks the wielder makes to avoid being shoved or grappled by such attacks.

STASIS GRENADE*Wondrous Item (technomagical), rare*

Stasis grenades warp time and space, effectively locking a small area outside the normal flow of time. It explodes in a 20-foot sphere dealing 28 (8d6) thunder damage, or half as much with a DC 18 Constitution save. Creatures failing to save are shunted into a timeless demiplane (as *banishment*), though an intangible image of them remains visible. Creatures reduced to 0 hp by this grenade are knocked unconscious, not killed. Each additional stasis grenade that explodes in the same square simultaneously increases the save DC by +1 and extends the duration of the stasis effect by 10 minutes. Multiple stasis grenades in the same square do not increase the size of the effect. Once detonated, a stasis grenade disintegrates.

STORM OF CHAINS*Weapon (spiked chain), legendary (requires attunement)*

A *storm of chains* is a Large +3 *spiked chain* (a weapon that deals 1d6 piercing damage, weighs 3 lbs., and has the Reach and Finesse properties) that is a weapon favored by many elite kyton warlords. The chains are infested with thousands of cruel many-barbed hooks carved to resemble biting kyton. When wielded, these mouths make an unsettling crying noise, like a demented vast alien horde of hungry insane babies, granting you advantage on Intimidate checks against any creature that can hear this grisly moaning. The storm can be hurled up to 30 ft. and becomes a *blade barrier*.



This ability can be used 3 times per day, and regains all 3 uses at dawn. You can choose the manner and size of the barrier but like the spell, the barrier is immovable. When the barrier is dismissed or the spell duration ends, the item returns automatically to your hand. Instead of hurling the *storm of chains* to create a *blade barrier*, you can instead activate the chain's power while using the Dodge action. As long as you continue using this action each round (up to a maximum of 1 minute), you are surrounded by a miniature *blade barrier* that protects only you, granting you three-quarters cover and dealing damage to any creature or object that strikes him as if it had passed through a *blade barrier* (DC 19 Dexterity saving throw for half). An attacking creature or object can take damage in this way only once per round. This effect ends immediately if you take an action other than the Dodge action.

WONDROUS ITEMS**ASSASSIN'S BAND***Wondrous item, uncommon*

This intricate, crystalline bracelet portrays excellent craftsmanship with a hinge and clasp to snap over the wrist. The bracelet has 3 charges. As an action, you can expend 1 charge to cause the bracelet to form either a light melee weapon of your choice or a shield, crafted of force. If you aren't proficient in shields, you are considered proficient with the shield created by the latter effect, while the former functions as a magic weapon of the type chosen. Neither the shield nor the weapon can be disarmed, stolen, or damaged, but they are vulnerable to spells and effects which affect force, such as disintegrate. Either effects lasts for 1 minute.

Once created, the object remains in its chosen form and cannot be changed, though you can deactivate the assassin's band as an action and reactivate it on a subsequent turn to produce a different form.

The bracelet regains 1d3 spent charges daily at dawn.

ATMOSPHERE VISOR*Wondrous item, uncommon (requires attunement)*

This transparent ovoid mask has an ornately sculpted electrum neck-guard engraved with spiraling tracery. When worn, the visor creates and continually refreshes a pocket of breathable air inside it. The wearer is immune to inhaled diseases or toxins (including *stinking cloud* effects) and can breathe underwater or in a vacuum. This item does not prevent pressure damage to the wearer from being deep underwater or in a vacuum. The curvature of the visor's faceplate distorts the wearer's vision somewhat, causing disadvantage on Wisdom (Perception) checks involving sight.

BELLIANIC CROWN*Wondrous item, very rare (requires attunement)*

This simple headband is adorned with a single reddish crystal that sits above the brow. These crowns were used by ancient missionaries of

the Bellianic Accord during their early years of exploration and aided them in safely approaching new species. The crown grants the wearer a continuous *sanctuary* (save DC 13); if the wearer attacks, the effect ends until the following dawn. As long as the *sanctuary* persists, the wearer also gains advantage on Charisma (Persuasion) and Wisdom (Animal Handling) checks. In addition, on command the crown can radiate a sphere of peaceful communication and negotiation. This functions as *calm emotions* (save DC 13), and in addition all affected creatures gain the benefit of *sanctuary* and can understand each other's speech as if using tongues. The effect lasts for 10 minutes, typically enough time for an Accord agent to make peaceful first contact with a new species. This power can't be used again until the following dawn.

CEREBRAL COLLAR

Wondrous item, rare (requires attunement)

This strange metal device combines a tight-fitting choker with a thin metal bar running up the wearer's spine and over the top of their head. A series of screws running along the bar are drilled into the wearer's head, permanently affixing this ghastly device. This procedure takes 1 minute and deals 3d6 piercing damage and afflicts the wearer with 1d2 levels of exhaustion, and the intended wearer must be willing, incapacitated, restrained, or unable to take actions. Removing a *cerebral collar* requires successful DC 15 Intelligence (Arcana), Dexterity (Sleight of Hand), and Wisdom (Medicine) checks made in consecutive rounds, and each failed check deals the same damage and exhaustion noted above. If any check is failed, the entire process must be started again.

Designed and employed by the Imyranes of Ithos to telepathically control their personal slave warriors, a cerebral collar deadens the wearer's ability to feel compassion, mercy, or empathy. The wearer becomes immune to the frightened condition and enchantments, and to any effects that give the charmed condition used by anyone other than the one who placed the collar. However, the *cerebral collar* gives disadvantage on any saving throws against such effects used by the one who placed the collar and doubles their duration. The collar gives the one who placed it advantage on Wisdom (Insight) and Charisma ability checks made against the wearer, and ignores any disadvantage imposed on such a roll. The wearer is unable to perceive the presence of the cerebral collar once it is implanted and cannot be compelled to remove it.

CHIMES OF WARNING

Wondrous item, common

These delicate crystalline chimes always come in pairs. When one chime is struck firmly (requiring an action), it creates no noise but unseen vibrations flow out toward the other chime, provided it is within 3 miles, at a speed of 6 miles per hour. When the vibrations reach the other chime, they cause it to ring loudly with a clear tone that has the same volume as an audible *alarm* spell. This resounding tone rises in pitch and after 1 round both chimes shatter into nonmagical fragments.

CONVOCATION STONE

Wondrous item, rare (requires attunement)

This dark gray, rough-hewn granite disk is 1 foot in diameter and 2 inches thick with chiseled symmetric runes on both sides. To activate the disk, two creatures with at least 3 Intelligence must hold the disk and concentrate for 3 rounds on a specific individual they both know, with concentration checks required to maintain concentration if they take damage or are otherwise distracted. If either creature's concentration is disrupted, the 3 rounds of concentration must begin again. If the concentration is completed and the creature they have chosen is on the same plane and within 900 miles of the disk, that creature receives a mental message with the names of the two creatures and a request that it be teleported to them. The target creature may ignore the request or may accept it as an action but must accept it within 1 round or the magic is wasted. If accepted, the target creature is transported to the location of the *convocation stone* (as *teleport*). If the target creature fails to arrive, the creatures that triggered the *convocation stone* receive no information about whether the creature refused their request, was out of range, or was otherwise unable to accept the teleport. A *convocation stone* can be used four times per day, and each attempt to contact a creature, whether successful or not, expends at least one daily use. A single daily use allows one Medium-sized or smaller creature (carrying gear or objects up to its maximum load) to teleport adjacent to the stone with no chance of error. If the area around the stone is unable to support the creature, the teleportation fails. Teleporting a Large creature costs 2 uses and a Huge creature costs 4 uses. Casting *teleport* on the stone restores one daily use, while casting *greater teleport* on the stone restores all four daily uses.

DARKSKULL

Wondrous item, rare

This hideous relic is crafted from the necrotically empowered skull of a fallen fiend. Any creature touching it gains the benefits of *protection from good*. In addition, an evil creature can meditate on the *darkskull* for 1 minute in order to create a *magic circle* centered on the *darkskull* that repels (or traps) celestials, lasting for 1 hour and moving with the wielder. This *magic circle* cannot be forced against a celestial; doing so causes it to collapse.

An evil creature with at least 10 Hit Dice can concentrate on the *darkskull* for 24 hours to create a *hallow* effect that repels celestials. This effect is stationary.

Using a *darkskull* requires no material components.

DAUNTLESS JACKET

Wondrous item, uncommon (requires attunement)

Edged with an understated trim, this long-sleeved garment is both elegant and functional. She gains a +1 bonus on all contested ability checks, such as Perception vs. Stealth or Insight vs. Deception.

Once per day, the wearer can reroll an opposed ability check or skill check after both the checks are rolled but before the results of the opposed checks are known. She must take the second result even if it is worse. If the wearer mistakenly uses this ability on a skill check that is not an opposed roll, this ability is wasted.

FIGURINE OF WONDROUS POWER, CHROME SCORPION

Wondrous item, rare

Upon command, this tiny mechanized scorpion animates for 2 hours and seeks out a single individual to sting, as designated by its owner at the time of activation. It has the statistics of a **scorpion**^{SRD} with the following changes: Its AC is 15 (natural armor), it has speed 30, its sting has a +5 to hit, and the saving throw against its poison is DC 15, and the target is poisoned for 1 hour on a failed save in addition to taking full damage. Once it has been used, the scorpion can't be used again until 2 days have passed.

GLASSTEEL HELMET

Armor (helmet), rare

These glass domes are magically strengthened and hardened. They are crystal clear and frequently fitted to suits designed to protect the wearer from environmental hazards. The glass of the helmet has a damage threshold of 2 and 10 hit points. While wearing a *glassteel helmet* you suffer no ill effects from deep water pressure or similar environmental conditions.



INK BLADDER

Wondrous Item (technomagical), uncommon

This preserved animal bladder mimics the escape mechanism employed by marine creatures. As a bonus action while submerged you can squeeze the bladder to create a pressurized blast of dark ink. A 5-foot sphere of ink extends all around you if you are underwater. The area is heavily obscured for 1 minute, although a significant current can disperse the ink. After releasing the ink, you can use the Dash action as part of the same bonus action. The ink bladder recharges at dawn.

IOUN STONE, COBALT PRISM

Wondrous item, rare (requires attunement)

You are immune to the stunned condition as long as this cobalt prism orbits your head. In addition, you have advantage on saving throws against effects that charm, frighten, or paralyze you, as well as effects that read your mind. If you fail such a saving throw, you can use your reaction to expend one of the stone's 3 charges to reroll the save. You must accept the result of the second roll. Once all the stone's charges are used, it burns out and becomes dull gray, losing its magic.

ORB OF VENERABLE MEMORY

Wondrous item, rare

An indistinct darkened core lies at the center of this fist-sized sphere of dull gray crystal. These orbs are said to hold the memories (though not the personality or soul) of revered elders, with the center of the orb now a distilled reflection of

their cognizant mind. When the bearer holds the orb and stares into it as an action he or she receives fragments of insight and acumen garnered over the long lifetime of this elder, granting a bonus on the next Intelligence or Wisdom she makes within the next minute. The orb has 6 charges, and the user can spend up to 3 charges with each use, gaining a bonus equal to the charges spent. The orb regains 1d6 charges at dawn.

If the orb is held, the wielder may invoke this insight as a reaction after making such a check, causing the bonus to apply retroactively to a single Intelligence or Wisdom check just rolled. She can spend up to 6 charges, gaining a bonus equal to one-half the number of charges spent. If this bonus changes the result of the check, the wielder gains new information as appropriate.

The bearer can spend 6 charges as an action to study a situation she faces and receive insight from the orb, gaining information as if someone with her memories had made an appropriate Intelligence or Wisdom check and achieved a check result of 20. Even in situations where a skill check might not provide answers the orb's bearer may, at the GM's discretion, still receive useful guidance.

PROJECTION PERIAPT

Wondrous item, uncommon

This polished obsidian sphere typically hangs from a fine chain or leather cord. While wearing the *projection periapt*, you can use an action to activate it. It seeks out a sentient creature with which you are familiar and creates an illusory image of you near it, allowing two-way communication. The creature must be within 1 mile, or else the attempt fails. You can speak through the illusion, as well as see and hear its surroundings. You are deaf and blind to your physical surroundings while using the periapt. You can maintain the illusory image for up to 1 minute. If the intended creature also wears a projection periapt, the range of communication increases to 10 miles, and the connection can last up to 10 minutes. Once you activate the *projection periapt*, it can't be used again until the next dawn.

REJUVENATION VINE

Wondrous item, uncommon

This leafy, green tendril extends only a single foot in length with a small, barbed thorn at either end. When wrapped around your wrist or neck, it provides increased healing properties over an extended period of time regardless of activity. Once the barbs pierce your flesh, the vine doubles the amount of healing you gain by spending Hit Dice, and you have advantage on saving throws against exhaustion, poison, and disease. The vine functions for up to 3 days before withering and becoming useless. If the vine is removed early, it immediately withers.

SKYSTRIDER HARNESS

Wondrous item, uncommon (requires attunement)

This lightweight body harness reduces the effects of gravity on the wearer, allowing you to perform amazing leaps. You can activate the harness for 1 round as a bonus action, reducing the effects of gravity on your person to one third of normal. While activated, the harness allows you to ignore any speed reduction from encumbrance and triples your jumping distance. If desired, you can also deploy air foils from the harness at the apex of your jump (a distance equal to half the original jump), thereby controlling your descent to the ground as if you possessed a fly speed, but you must land at the end of your movement. You can only control your descent if you activate the air foils mid-jump. The low gravity effect is limited to you and what you are carrying when the harness is activated. The harness can be used up to 10 rounds each day. These rounds need not be used consecutively.

WHISPER STONE

Wondrous item, uncommon

This palm-sized gray stone is carved with the ancient Bellianic symbol for peace, but often contain additional hidden messages, bits of prayer, knowledge, and simple advice. The stored message can be accessed with 10 minutes of meditation while a creature traces its fingers along the symbol, causing the message to be whispered into their subconscious. Each stone holds only a single message and each message is as unique as the elder that created it. The messages typically provide some sort of simple but eloquent insight that reveals something of interest about a single subject. The message is never more than a few short sentences (up to 25 words). If the user knows the subject associated with stone, she can listen to it to gain advantage on any Intelligence check made concerning that same subject.

WRAPPING OF VEILED ENCHANTMENT

Wondrous item, uncommon

This thin semi-translucent covering clings like a gentle film to its wearer. The wearer gains advantage on Dexterity (Stealth) checks. When a creature dons a *wrapping of veiled enchantment* any spells or magical effects currently active on the creature have their magical auras concealed. *Detect magic* doesn't detect these concealed spells, although more powerful divination spells do detect the concealed spells if the caster succeeds on a DC 11 Intelligence saving throw. The auras of spells cast on a creature while it is wearing a *wrapping of veiled enchantment* can be detected normally. Three times per day, the wearer can envelop an object up to 10 cubic feet in the folds of the wrapping to cast *nonetection* on that object; this effect ends if the wrapping is removed. The wrapping itself does not detect as magical to a *detect magic* spell unless a character trained in Arcana spends at least 1 minute carefully examining it and succeeds on a DC 15 Intelligence (Arcana) check.

ARTIFACTS

DARKSPHERE

Technological Wonder, legendary (requires attunement)

A darksphere is a small spherical object about the size of a human fist, covered in ancient symbols representing peculiar animals. The sphere is equal parts weapon and construction tool, able to create a temporary *sphere of annihilation* lasting 6 rounds before dissolving into nothingness, after which the darksphere must recharge for 24 hours. The *sphere of annihilation* may be moved with your concentration as normal for such an item, with control possible at a range of up to 40 feet. Note that a darksphere and the *sphere of annihilation* it creates are two separate objects; one does not become the other. If the darksphere is out of range of the *sphere of annihilation*, the latter winks out of existence immediately and the darksphere must be recharged. Activating a darksphere requires you to decipher the curious workings on the outer sphere with a successful DC 25 Intelligence (Investigation) check. A successful check allows you to activate the darksphere freely thereafter, but any other creature must succeed on their own check to be able to activate it. If given guidance and assistance by someone who has successfully decoded the sphere's markings, such checks have advantage.

NECROMANTIC BOX

Wondrous item, legendary (requires attunement)

The *necromantic box* is a potent magical receptacle designed to contain the bodily remains of a single dead creature. The box can hold only one creature's body, regardless of size. The box can be opened or closed and sealed as an action. However, the box cannot be sealed if there are more than one creature's remains within it. The interior and opening of the box magically resize to accommodate adding or removing a body of up to Gargantuan size, but it otherwise retains its normal dimensions of 2 feet wide by 4 feet long and 2 feet tall.

While sealed, the *necromantic box* and any remains inside it are protected from all divination spells. No divination spell except those employed by the gods can detect the *necromantic box* or the remains within it. Regardless of what it is constructed from,



a lich's phylactery or other object that contains a soul counts as bodily remains when placed in the box. Any other equipment or objects within the box which are not a creature's bodily remains can be detected normally. While within the box, any creature's remains are under the effects of a *gentle repose* spell.

If the body of a creature killed within the last minute is placed in the box and the box closed and sealed, the creature's soul is trapped in the box and that creature cannot be brought back to life until the box is reopened. If the physical remains of an undead creature which has been destroyed within the last week (including a ghost which has been laid to rest) are sealed in the box for 1 full week then the undead creature is returned to unlife at the end of the week, provided the creature's soul hasn't been restored to life in the meantime. The newly revived undead creature initially has a number of hit points equal to its current HD and loses all currently prepared spells or unused spell slots.

PHOENIX EGG

Wondrous item, artifact (requires attunement)

Crafted by the ancient Patrons of the Bellianic Accords, this ovular golden gem stands just over a foot tall and glows dimly from within. The alien stone is hollow, with implements for a specific ritual included inside. The interior of the *Egg* hosts a hollowed center, with six engraved cups carved from the same unusual stone. At the bottom of the *Egg* are several ounces of a thick liquid with a dark gold color.

The *Phoenix Egg* absorbs elemental energy of all types, giving all creatures within 30 feet energy resistance against acid, cold, fire, lightning, and thunder damage, as well as necrotic and radiant damage, and radiation within 30 feet is treated as two steps less severe. Creatures within 30 feet of the *Phoenix Egg* also are not harmed or impeded by extreme gravity.

The *Phoenix Egg* sheds light, increasing illumination levels to bright light within 20 feet. When effects dealing energy damage would enter the *Phoenix Egg's* protective aura, the *Egg* absorbs that energy and converts it into light. For every 50 points of any type of energy (in any combination) it absorbs, the intensity of illumination it radiates increases to the equivalent of daylight and the radius of its radiance increases by 10 feet, up to a maximum of 60-foot radius. This light fades at a rate of 10 feet and one level per minute once energy is no longer being absorbed.

Though potent, this protective ability pales in comparison to the *Phoenix Egg's* true purpose: its ability to convert life force into destructive force. In order to activate this power, the egg must be used to drain the essence of an immortal being (such as Enokk or Invidia, or the slurry or crystal golems that share their immortal essence). This awakens the *Phoenix Egg's* latent power and makes it receptive to storing additional life force in a dynamic hypostasis that can be unleashed with devastating potency.

In order to release this stored power, the instructions within the *Opus Aeterna* must be followed by three or more creatures of level 20 touching the *Phoenix Egg* simultaneously in the

place it was forged, in the heart of Faa Dlan. When placed into its receptacle by these creatures, the *Phoenix Egg* unfolds like a flower, revealing a collection of glowing vials holding the stored life force. Each creature must willingly take a vial and drink from the *Phoenix Egg's* stolen power, sacrificing one epic boon or divine blessing of their choice to bind their destiny to the *Phoenix Egg* and beginning its detonation sequence.

Each point of divine essence previously drained and each epic boon or divine blessing sacrificed to prime the *Phoenix Egg* grants it 5 points of life force. In addition, each round thereafter, any level 20 creature bonded to and touching the *Phoenix Egg* can sacrifice an additional epic boon or divine blessing as an action, adding 20 points of life force to the *Egg*. They also can sacrifice hit points, permanently reducing their maximum HP by 15 as a bonus action or 30 as an action, adding 1 point of life force per 3 HP sacrificed. This reduction in maximum hit points is not regained if the creature is later revived from the dead or otherwise brought back to full health. If a creature linked to the *Phoenix Egg* is killed or incapacitated within 60 feet of the *Egg*, as a reaction that character can release any or all of their remaining vitality into the *Phoenix Egg*, increasing its life force by 5 points time's the character's Constitution score. The character can use this reaction even if they already have taken their reaction during that round.

Treat the *Phoenix Egg's* turn as happening at initiative count 0. If one full round passes with no one donating life force to the *Phoenix Egg* once this process has begun, the *Phoenix Egg* closes and seals itself and focuses and concentrates its power, erupting one round later on its initiative count in a cataclysmic explosion of force energy. Life force implanted into the *Phoenix Egg* increases its power on a logarithmic scale, with each one-point increase on the Power Scale representing a tenfold increase in the explosion's magnitude, which represents both the number of hit points of force damage dealt to creatures and objects and the number of miles of the effect's radius. Immunity to force damage does not apply against the *Phoenix Egg* for any creature of less than god-like status.

TABLE 11-2: PHOENIX EGG EXPLOSION RESULTS

POWER SCALE	LIFE FORCE	MAGNITUDE
Level 1	10	1,000
Level 2	50	10,000
Level 3	100	100,000
Level 4	150	1,000,000
Level 5	200	10,000,000
Level 6	250	100,000,000
Level 7	300	1,000,000,000
Level 8	350	10,000,000,000
Level 9	400	100,000,000,000
Level 10	450	1,000,000,000,000
Level 11	500	10,000,000,000,000 (~2 light years)

THE UNBROKEN BLADE

Weapon (greatsword), artifact (requires special attunement, see text)

This legendary weapon has outlasted countless wars, a black hole, and even the god of war that forged it. Whatever its name was at its creation is lost and unknowable, but the blade is as heavy and sharp as ever. *The Unbroken Blade* is a +4 adamantine greatsword that can be drawn or otherwise readied without an action or move.

The sword's creator has no worshippers and is long forgotten, but it will bond with a character that survives a singularly destructive event (such as travel through a black hole, a critical hit that deals over 200 points of damage, or standing on a planet at the moment of its destruction).

Slayer of Gods: When wielded against a god, demigod, titan, demon lord, or similarly powerful foe, the Unbroken Blade grants advantage on all attack rolls.

Mythic Survivor: The wielder of the Unbroken Blade never suffers additional damage or extra effects from critical hits.

Indestructible: The Unbroken Blade cannot be destroyed. Even the application of world-ending power or apocalyptic destruction simply shunts it into a new universe.



pass on their clockwork augmentations to their kin, the craft of physical augmentations is still a time-honored tradition among the auttaine people.

Though most auttaine are miners first and foremost and have all but forgotten the origins of their “gears,” a number of auttaine artisans and smiths still practice the old ways of their homeworld, manufacturing prosthetics and body augmentations not limited solely to their species. Interstellar adventurers of all stripes turn to the auttaine when they find themselves in need of a prosthetic limb (a frightfully common need among the perils of space) or special physical augmentations to aid their galactic quests. Money is not the most difficult part of acquiring coveted auttaine body modifications—indeed, finding the means to travel to the Shattered Zone and locate a willing artisan is the biggest hangup for most interested buyers.

Physical augmentations created by auttaine for trade differ greatly from the gears that make up their own bodies. For one, these handcrafted prostheses are designed to be worn by any race with the proper limb to replace, not only auttaine. Secondly, the auttaine society's Geargiver does not preside over the creation or distribution of these goods—instead, small guilds within major auttaine cities determine the market and establish standards for crafting. Finally, while an auttaine's gears are fully integrated into her body, auttaine-crafted physical augmentations are, unless otherwise stated, mundane or magical items that must be equipped like standard equipment and thus occupy an item slot on the body.

WARP ENGINE

Technological Wonder, legendary

A *warp engine* is a massive device weighing 10,000 pounds and often costing 200,000 gp. It is integrated into a larger piece of machinery, usually a vehicle, able to support its immense mass. The *warp engine* enables a vehicle or object to warp through interstellar space by skirting the borders of inner and outer planes. A warp engine teleports the attached vessel and all creatures aboard it into a new plane of existence, arriving 500-5000 miles from a specifically intended destination on the new plane. The engine powers regular flight systems as well, doubling a space vehicle's normal fly speed.

A *warp engine* draws power from each elemental and both energy planes (negative and positive), recharging when its vessel is motionless or using its normal flight speed. It can use its *plane shift* ability twice per day. A larger engine costs and weighs twice as much and enables a vehicle of any size to *plane shift* up to four times per day.

AUTTAINÉ PHYSICAL AUGMENTATIONS

In the years leading up to the death of the auttaine's desert planet, members of that race devised hundreds of different kinds of body modifications and prosthetics to protect themselves from the magical storms ravaging their homeworld. Even though the auttaine home planet is long gone and the storms' magic has permeated auttaine parents such that they

MISSING BODY PART PENALTIES

As of the writing of this volume, there are no official rules for penalties associated with missing limbs or body parts in **5th Edition** (largely because the loss of such a body part is usually dictated by the GM under special circumstances or is an entirely optional element of a character's backstory). GMs interested in using the rules for auttaine physical augmentations in this section should use the following suggested rules to determine the penalty associated with a character or NPC's missing body part.

The GM may rule on a case-by-case basis whether actions not listed here are or are not affected by the penalty associated with a missing body part. The GM may also rule that certain actions are simply impossible for a character with a missing body part without an appropriate prosthetic replacement (such as a character with a missing eye trying to wink to his ally).

Physical augmentations created by auttaine for purchase by outsiders come in two varieties—prostheses and body modifications. These physical augmentations may be mechanical or magical in nature, though prostheses are for the most part mechanical (i.e., mundane) and body modifications are much more likely to be magical. Each of these physical augmentation types is covered in more detail on the following pages.

TABLE 11-3: MISSING BODY PARTS

MISSING PART	ASSOCIATED PENALTY
Finger	–1* penalty on attack rolls and Dexterity (Sleight of Hand) checks
Hand	Cannot hold or wield items in that hand
Arm	Cannot hold or wield items in that hand; –2 penalty on Strength- and Dexterity-based skill checks
Foot	–10-foot land speed
Leg	–20-foot land speed
Eye	–2 penalty on sight-based Wisdom (Perception) checks
Ear	–2 penalty on hearing-based Wisdom (Perception) checks
Tongue/teeth	10% chance of failure while casting spells with verbal components

* Per two fingers missing.

PROSTHESES

Prostheses are designed to replace a specific limb or body part, which must be removed from the host body before the prosthesis is installed. Unless otherwise specified, prostheses have the following rules associated with them.

Mechanical and magical prostheses reduce the penalties associated with the body part they replace. A mechanical prosthetic limb reduces the penalty associated with a missing limb by half; a magical prosthetic limb removes the penalty associated with a missing limb.

EQUIPPING AND REMOVING PROSTHESES

The owner of a prosthesis may equip a prosthesis in place of an appropriate missing body part; prostheses cannot be equipped in place of different limbs or missing body parts (for example, a prosthetic leg cannot be equipped at the shoulder to replace a missing arm). Equipping or removing a prosthesis is an action.

Other creatures may remove a prosthesis from an unwilling creature by succeeding at an attack roll contested by Strength (Athletics) or Dexterity (Acrobatics).

A prosthesis cannot be “overlaid” on top of an existing body part—it must replace the body part in question, which entails all the penalties associated with losing the functionality of that body part (see sidebar). Unless otherwise noted in the prosthesis description, a prosthesis does not resolve or negate the penalties associated with loss of body part.

EXAMPLE PROSTHESES

The following prostheses may be created by a humanoid of any race using the standard rules for crafting and magic item creation. Optionally, the GM may rule that a skilled auttaine crafter or other creature with such knowledge must teach the crafting of certain items.

PROSTHESES	PRICE
Glass eye	10 gp
Peg leg	1 gp
Silicone ear	5 gp
Steel finger	5 gp

PROSTHETIC WEAPONS

Blade Leg: This metal leg prosthesis features a sharp, curving blade where your shin and calf would be, allowing you to make slashing attacks with your leg as unarmed attacks.

Gauntlet Hand: This prosthetic hand is shaped like a gauntlet, and the fingers and palm of the gauntlet can be adjusted to hold a weapon or make a fist.

Hook Hand: This prosthesis is like the gauntlet hand, but it has a wide metal hook in place of the gauntlet. Hook hands generally do not interfere with routine activities, but you cannot use another weapon two-handed if you have a hook hand attached. You cannot use any type of weapon if both your hands are hook hands, and you may have trouble with routine activities.

Glass Eye: This ceramic orb fits under the eyelid of a missing eye and can be painted to match a variety of eye colors or even decorated for special occasions.

Peg Leg: Made of a simple wooden dowel that fits snugly over the knee of a leg amputee, the peg leg is a staple among pirates at sea as well as in space.

Silicone Ear: This simple prosthetic ear is molded from advanced plastic materials.

Steel Fingers: These hollow finger prostheses are made of light and delicate metal. Price listed is per steel finger.

TABLE 11-4: PROSTHETIC WEAPONS

SIMPLE MELEE WEAPONS	COST	DMG (M)	WEIGHT	TYPE	SPECIAL
Blade leg	30 gp	1d4	2 lbs.	Slashing	—
Gauntlet hand	5 gp	1d3	1 lb.	Bludgeoning	—
Hook hand	10 gp	1d4	1 lb.	Slashing	—

MAGIC PROSTHESES	RARITY
<i>Hand of Haymot</i>	rare
<i>Honing ear</i>	rare
<i>Instrumental limb</i>	rare
<i>Lucky eye</i>	rare
<i>Strongarm</i>	rare

HAND OF HAYMOT

Prosthesis (hand), rare (requires attunement)

This mechanical prosthetic hand is made of finely crafted steel and hardened brass, and complex machinery connects the digits, palm, and wrist. Once per day, the wearer may activate the *hand of Haymot* to transform the prosthesis into a +1 *hand crossbow* for 7 rounds.

The wearer may also cast the following spells, usable the indicated number of times per day whether or not the *hand of Haymot* is activated: At will—*mending*; 3/Day—*acid arrow*

HONING EAR

Prosthesis (ear), rare (requires attunement)

A *honing ear* is an enchanted prosthetic ear that gives its wearer supernatural control over their hearing distance and ability to tune out distracting sounds. At will, the wearer can tune out distracting sounds—such as a bustling marketplace or nearby roaring waterfall—and train her ear to single out other sounds—such as an ally whispering to her or a conversation across the river. This gives the wearer advantage on sound-based Perception checks to hear sounds she is trying to amplify and prevents her from hearing sounds related to the source she has deemed distracting. For example, using the *honing ear*, she may be able to hear the conversation across the river by tuning out the sounds of the water, but she would then also not be able to hear a log hurtling downriver toward her. This effect persists until the wearer ends it.

INSTRUMENTAL LIMB

Prosthesis (arm or leg), rare (requires attunement)

An *instrumental limb* is a magical arm or leg prosthesis (chosen at the time of creation) that grants a +2 bonus on Performance checks and may be played as a viol for the purpose of Performance checks. A compartment built into the limb allows the wearer to store a bow to play with the instrument.

Three times per day, the wearer can slide a bow along the highest end of the *instrumental limb* to create a high-pitched note that allows any allies within 60 feet to enter a state of deep concentration. As long as the wearer holds the note (an action each round), his allies gain a +2 bonus on skill checks. If an ally attacks or takes damage during this time, the effect ends for that ally; once the effect is broken for an ally, she cannot reenter the state of deep concentration until the next time the *instrumental limb's* wearer activates this ability.

LUCKY EYE

Prosthesis (eye), rare (requires attunement)

This magical prosthetic glass eye is painted to look like a simple clock face rather than an iris. Once per day, the wearer can wink as a bonus action to activate the *lucky eye*, causing the hand on the clock's face to spin and point toward a random number (roll 1d6 to determine the number). The wearer gains advantage on a specific action on the next turn, as determined by the randomly rolled number. The wearer forfeits the bonus if he does not take the specified action within 1 turn.

- 1-2 Skill check
- 3-4 Saving throw
- 5-6 Attack roll

STRONGARM

Prosthesis (arm), rare (requires attunement)

This leather-wrapped prosthetic arm is made of flexible metallic alloys that look and feel like human flesh, granting the wearer the benefits of the Lifelike Prostheses feat (see page 559) for this prosthesis only.

The wearer of a *strongarm* gains a +4 bonus to Strength for the purpose of determining the maximum amount of weight he can lift, drag, and push (see the SRD.)

BODY MODIFICATIONS

Body modifications can be equipped on top of existing limbs or body parts, and don't require the wielder to forfeit the functionality of their original body part to use. Auttaine body modifications often bestow magical abilities, though mechanical body modifications that alter bodily functions exist as well.

Like prostheses, body modifications occupy an item slot on the body. However, certain abilities, such as the Body Modification Attunement feat (see below), may allow modified individuals to wear magic items in the same slot as a body modification. Refer to the rules for each specific body modification for more information.

INSTALLING AND REMOVING BODY MODIFICATIONS

Body modifications cannot be easily attached or removed like prostheses. A creature cannot install or remove a body modification on its own body; body modifications must be installed or removed by another creature adjacent to the target.

A character can augment an unconscious or willing humanoid with a body modification by succeeding at a Medicine check. For mundane body modifications, the DC of this check is equal 10. for magical body modifications, the DC is equal to 15 for uncommon modifications, 20 for rare modifications, and 25 for very rare or legendary modifications. The check to remove an installed body augmentation is the same.

A failed check to install or remove a body augmentation deals a number of points of damage equal to the difference between the rolled check and the check DC to the augmented creature, plus 4d6 points of bleed damage. For example, if an augments rolls a 14 on a DC 20 Wisdom (Medicine) check to install a body modification onto an adjacent host, the surgery fails and the host takes 6 points of damage plus 4d6 additional points of damage.

Any time a new body modification is installed or removed, there is a chance that the host's body gets an infection. In order to avoid infection, the creature must succeed at a Constitution saving throw with the same DC as the Wisdom (Medicine) check DC to install or remove the modification (see above). A failed Constitution save causes the creature to become infected with the following disease.

GEAR GRIM

Gear grim is a disease commonly associated with the misapplication of body modifications, and the complex interactions between common metals and the medicinal agents used in installing them. The body part that is being modified is afflicted with gear grim when the creature fails their Constitution saving throw.

At the end of each long rest, a creature must make a DC 15 Constitution saving throw or spend that day unable to use the afflicted body part, as if it were a missing body part. Each successful saving throw decreases the DC by 1. If the DC reaches 12, the gear grim is cured.

The maximum number of body modifications a humanoid can have simultaneously installed is equal to its Constitution modifier (minimum 0). This number may be increased through the use of feats (see Physical Augmentation Feats, below).

EXAMPLE BODY MODIFICATIONS

The following mundane and magical body modifications can be purchased for installation from skilled auttaine body grafters. Mundane body modifications may be crafted by succeeding at a Wisdom (Medicine) check against the DC listed.

MUNDANE BODY MODIFICATION	PRICE	CRAFT DC
Iron knuckles	200 gp	16
Magnetic fingers	500 gp	20
Nictitating membrane	1,000 gp	20
Rubber joints	300 gp	18
Steel dentures	500 gp	22

Iron Knuckles: These fine metal plates are inserted beneath the user's hand's skin and wrap around the knuckles and finger bones. This modification grants a +1 bonus to damage with your unarmed strikes. The price listed is for a pair of iron knuckles.

Magnetic Fingers: Small magnets installed in the tips of your fingers grant you a +2 bonus on Dexterity (Sleight of Hand) checks with metallic objects, and you gain a +1 bonus on saving throws or checks to avoid being disarmed when you are wielding a metal weapon or object. However, you take a –1 penalty on attack rolls with ranged weapons that have metal components (including all crossbows and arrows with metal arrowheads).

Nictitating Membrane: This translucent "third eyelid" protects and moistens your eyes while allowing you to maintain vision. With this body modification, you gain advantage on Constitution saving throws against non-magical items, attacks, and effects that would blind you or impair your vision, and your range of vision is unhindered by murky water. This modification does not protect you against spells and magical effects that affect your vision.

Rubber Joints: This modification encases the joints in your knees and ankles with a synthetic rubber that reduces the impact of falls and tumbles. You may ignore up to 3 points of damage any time you take falling damage (reducing the damage taken to a minimum 0 points of damage).

Steel Dentures: This modification replaces the user's teeth with an artificial set that spans both the upper and lower jaw. If the creature does not have a natural bite attack (such as in the case of most humanoids), the wearer gains a natural bite attack that deals 1d4 damage for Medium creatures or 1d3 for Small creatures. If the wearer already has a natural bite attack, the damage dealt by this attack is increased by one step (for example, from 1d4 points of damage to 1d6 points of damage).

MAGICAL BODY MODIFICATION	PRICE
Adaptable scales	rare
Filtering gills	rare
Hand of all trades	uncommon
Iron gut	uncommon
Legs of springing	uncommon
Legs of springing, greater	rare
Silver tongue	rare

ADAPTABLE SCALES

Body Modification, rare (requires attunement)

These shining metal fish scales cover the wearer's body and defy description, shimmering a rainbow of colors depending on how the light hits them. The scales help regulate the wearer's body temperature in hot and cold environments, granting advantage on temperature related effects.

Three times per day as a bonus action, the wearer can force his scales to expand or contract to reflect different types of energy. The wearer gains resistance against cold or fire damage. This effect lasts for 1 minute. During this time, if the wearer selected cold resistance, the scales' temperature resistant effect does not protect against hot environments and conditions; if the wearer selected fire resistance, the temperature resistant effect does not protect against cold environments or conditions.

FILTERING GILLS

Body Modification, rare (requires attunement)

This augmentation allows the user to breathe both underwater and on land at will, as the *water breathing* spell. In addition, the wearer can extract oxygen from poisonous gasses while filtering out toxins, making him immune to inhaled poisons. This does not protect the wearer from magical gases or vapors, nor does it allow the wearer to breathe in a vacuum.

HAND OF ALL TRADES

Body Modification, uncommon (requires attunement)

This body modification integrates a number of small tools into the wearer's palm and fingers and makes the wearer's hand look like a patchwork of overlapping metal plates. A hand of all trades has 4 charges. Each day at sunrise, it regains 2 charges. As long as she is not holding anything in the hand, the wearer can expend 1 or more charges as an action to cause the *hand of all trades* to transform into one of the following tools. The tool remains extended for 9 minutes or until the wearer dismisses it. While using a tool created by the *hand of all trades*, the wearer cannot hold or wield other items or weapons in that hand.

- 1 Charge: thieves' tools
- 1 Charge: Grappling hook
- 2 Charges: instrument
- 3 Charges: Healer's kit

IRON GUT

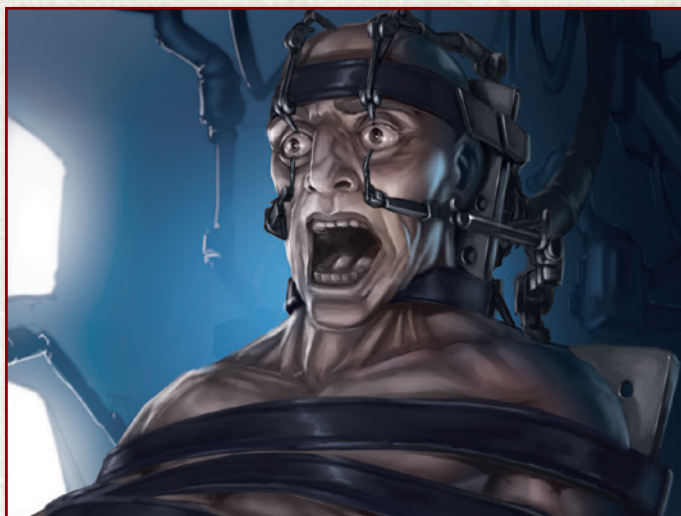
Body Modification, uncommon (requires attunement)

By replacing the wearer's stomach and intestines with this aramid sack of intricate machinery and self-sustaining microbes, the wearer becomes immune to food-borne illnesses. An *iron gut* grants the user immunity to ingested poisons as well as the effects of food poisoning and spoiled food or water. The user must still eat and drink to live (assuming she needed to do so before installing the *iron gut*), but she can stomach food that has significantly expired or rotted, as well as most food goods that usually require cooking or processing before consumption (such as curdled milk or raw meat). This does not grant the user the ability to chew foods she could not otherwise.

LEGS OF SPRINGING

Body Modification, uncommon (requires attunement)

This durable yellow elastic fuses with the muscle tissue in the wearer's legs, making the limbs look impressively lean but slightly sallow as well. *Legs of springing* allow the wearer to leap to greater heights and survive the impact of some falls. The wearer gains advantage on Acrobatics checks to jump. The wearer takes no damage from falls of 50 feet or less and takes half damage from falls from greater than 50 feet.



LEGS OF SPRINGING, GREATER

Body modification, rare (requires attunement)

The elastic in *greater legs of springing* is so strong and physically taxing to implement that it turns the wearer's legs a sickly shade of green. This body modification functions as *legs of springing*, except the wearer takes no damage from falls of 100 feet or less and takes one-quarter damage from falls from greater than 100 feet.

SILVER TONGUE

Body Modification, rare (requires attunement)

This body modification allows the wearer to speak with greater versatility in languages she knows, effectively enhancing her persuasive, coercive, and diplomatic skills. At will, the wearer can emulate any accent or dialect she knows, as long as the accent or dialect is in a language she can speak. The wearer cannot emulate accents or dialects she has never heard before; she must spend at least 1 minute listening to the accent or dialect, whether by overhearing townsfolk or speaking directly with someone, in order to emulate it using the *silver tongue*.

Once per day, the wearer can activate the *silver tongue* to gain advantage on Performance checks to sing or orate.

EXAMPLE BODY MODDERS

Body modifications can be installed only by skilled medical technicians called "body modders." The multiverse's best body modders come from the ranks of the auttaine, making the auttaine's home in the Shattered Zone a prime location to find new mundane or magical body modifications.

Each of the following descriptions includes the name of an example body modder, their location in the multiverse, a short description of the body modder, a summary of their relevant feats and skills (with bonuses from feats factored into skill check modifiers), adjustments (if any) to the price of body

modifications installed by the modder, and any special bonuses or penalties associated with augmentations installed by that body modder.

ARIN THE REMAKER

Rookie Auttaine Body Crafter

Location The Shattered Zone

DESCRIPTION

Arin “the Remaker” (his own term) considers himself an artist when it comes to crafting custom body modifications, but his exaggerated skills and absentmindedness make anything resembling “art” purely accidental at best. His detractors are many and sport misaligned or outright goofy body augmentations to support their claims of malpractice. Whether he’s installed a prosthetic eye of the wrong color or given a patient literally two left feet, Arin has knack for making his customers wish they’d sought a more practiced augments.

STATISTICS

Skills Medicine +5

Price Modifier —

CRAFTING

- 30% chance of installing a modification backwards or incorrectly (such as a hand with the palm facing up)

KATTICA PENETZ

Benevolent Human Surgeon

Location unknown

DESCRIPTION

When Kattica lost her own arm to infection after a botched body modification procedure, she dedicated her life to ensuring others did not suffer the same fate. Customers often come to her after their own ill-fated operations go awry, and many are reassured by her deliberate but gentle touch. She wears the stress of her occupation on her face and has the eyes of someone who has seen many tragedies, but she keeps her purpose at the forefront of her mind at all times.

STATISTICS

Feats Skilled Body Modder

Skills Medicine +10

Price Modifier +15%

CRAFTING

- Body modifications installed by Kattica have a 25% chance of gaining the benefits of the Lifelike Prostheses feat (see below)
- Patients gain a +2 bonus on Constitution saving throws to avoid infection

XERB HIFLORN

Four-Armed Auttaine Body Shopper

Location Shattered Zone

DESCRIPTION

A roguish brute who abandoned his own tribe to seek fortune as a mercenary body modder, Xerb is difficult to get along with even on the best of days. His greatest friend is his canine companion Ja'ma, who slumbers fitfully on the floor of the grimy workshop Xerb calls home. Customers complain of the rashes and infections they pick up after getting a modification in his ill-maintained workshop, but as long as they pay up front and their complaints don't negatively affect business, Xerb could not care less about his patrons' ailments.

STATISTICS

Skills Medicine +2

Price Modifier -10%

CRAFTING

- Patients take a -2 penalty on Constitution saving throws to avoid infection

PHYSICAL AUGMENTATION FEATS

The following feats may be used in conjunction with the rules for auttaine physical augmentations and missing body parts (see sidebar on page 554).

ABLE AMPUTEE

You are so accustomed to your missing limb or body part that it hardly hinders you at all.

- Any penalties you take for missing limbs or body parts are reduced by half (minimum penalty of -1), or eliminated entirely if you have a functioning prosthesis for that body part (excluding cosmetic prostheses like a glass eye).
- Increase your Constitution by 1 to a maximum of 20.

BODY MOD EXPERT

Prerequisite: Constitution 13 or higher

You are accustomed to having body modifications installed.

- You gain advantage on Constitution saving throws to avoid infection from a new body modification. You may install a number of body modifications equal to your Constitution modifier + 1 (minimum 1).
- Increase your Constitution by 1 to a maximum of 20.

BODY MOD VETERAN

Prerequisites: Con 15, Body Mod Expert

You are so used to body modifications that you hardly even notice them.

- You no longer need to succeed at a Fortitude save to avoid infection whenever you have a new body modification installed. The maximum number of body modifications you may have installed is equal to your Constitution modifier + 2 (minimum 2).
- You can equip or remove prosthetic items as a bonus action.
- Increase your Dexterity by 1 to a maximum of 20.

LIFELIKE PROSTHESES

Your prostheses are so realistic and your attunement to them so strong that onlookers scarcely notice the aids.

- You gain advantage on Sleight of Hand checks to conceal the properties of your prosthetic limbs or body parts, and creatures must succeed at a Perception check (DC = your passive Sleight of Hand +5) in order to identify a prosthetic you are wearing. Creatures farther than 15 feet away from you cannot identify your prosthetic body parts.
- Increase your Charisma by 1 to a maximum of 20.

SKILLED BODY MODDER

Prerequisite: Proficient in Medicine

Your experience and agility make you an able body modder for your patients.

- You gain advantage on Medicine checks to install or remove body modifications. If you fail a Medicine check to install or remove a body modification, the target does not take damage.
- Increase your Intelligence by 1 to a maximum of 20.

PLAYING APPROPRIATELY

Fantastical universes—including those of the most 5E campaigns—often play on themes of body modification and augmentation beyond the venue of reality. Amputation and prosthetics are also common themes in certain worlds, as anyone who has run a pirate-themed adventure can tell you. However, when playing with these themes, it is important to remember where to draw the line in terms of what is appropriate for roleplaying exploration and what is offensive to other members of the group.

“Appropriation” is a term that gets thrown around a lot in certain circles, but it is worth mentioning in this section due to the sensitive subject matter around which these rules revolve. Many people in the real world suffer from debilitating conditions that cause them to lose function of certain body parts. Keep this in mind as you create and play characters that have their own physical or mental limitations and be aware of how your depiction of these characters may impact the players at your table.

When creating a character with physical augmentations such as prostheses, consider the following questions: Is the character’s physical disability or augmentation his or her sole defining attribute? If I removed this element from the character, would he or she still be a compelling NPC? Does anyone at the game table have or know someone who has a physical disability or handicap? How would this player feel about how I’m depicting physical disability in our game world?

It is important to recognize when and why you are using rules for amputation, prostheses, or augmentations. Appropriation occurs when you carelessly portray real peoples’ experiences—especially experiences that dramatically affect their day-to-day lives in some way—for your own entertainment or gain. When in doubt, do some research on your own and read about the experiences of affected people. Though it may seem like a good idea to ask affected people you know about their experiences, put this thought out of your head—affected people, including people with disabilities or handicaps, are usually tired of explaining their circumstances to others, and should not bear the responsibility of reliving their experiences for your benefit, especially when so many resources already exist for you to gain a better understanding of the subject.

At the end of the day, consider your own limitations—physical, mental, or otherwise—and consider how you would hope someone portrayed a character with similar abilities. Chances are you’d like the role-player to appreciate and understand your experience and portray it with kindness and humanity. When you take the time to give characters more thought than simply “the peg-legged space swabby,” you may quickly discover that just a little bit of care goes a long way when it comes to writing compelling and creative characters in a sensitive way.

CHAPTER 12:

THE LEGENDARY PLANET UNIVERSE

Legendary Planet as a setting adopts an unusual conceit for a campaign inspired by science fiction, that the physical distance between planets and systems that comprise the main setting for the action does matter. In this universe, interplanetary migration does not and never has revolved around the use of conventional spacecraft to cross the endless voids of space from one system to the next. Instead, travel has always been by gateway and portal that made transit from one world to the next nearly instantaneous. The physical distance from one world to the next simply did not matter; instead, migration and trade from one planet to the next was almost more like a flow-chart than a map, with the only distance that mattered being how many jumps it would take to get from one habitable planet to the next.

For that reason, you won't find a stellar map in this book showing how life began on a single planet and slowly spread from there to nearby stars. The void is unimaginably vast, and equally unimaginably empty, and the *Legendary Planet Adventure Path* does not presuppose an exploratory geography of sending probes and missions out into the blackness in hopes of finding some sign of intelligent life. Instead, exploration is done with and through the gateways themselves. When research leads to the discovery of a new world, the portal network expands to link with that world by gateway. They are not an invention after the fact to connect worlds already explored physically; they are both the means and the method of finding and connecting with distant worlds.

The universe of *Legendary Planet* presupposes that the existing set of known worlds was linked in the distant past by the ancient Patrons and Principalities, and the gateway technology is itself immensely old and alien, its function understandable but its creation no longer understood. If you wish to make gateways and portals a more active part of what your characters can do and create to expand the universe, you can use the rules in the *Stargates* expansion from *Legendary Games* to do so, or you can simply rule that progress and expansion to worlds happens whenever it needs to for the purpose of the plots and stories you wish to tell. Contact to a new world you'd like your PCs to explore can be something that always has been available; they simply discover the route to getting there.

The Assimilation Strain prequel adventure works on this premise, that some stargate links the broader interplanetary universe to a world of traditional fantasy adventure, with characters drawn from there into a vast cosmic panoply of worlds beyond anything they ever imagined. Characters passing into other planes likewise may find a way through them into worlds very different (and very distant) from the worlds they once knew, though forging a road through Heaven or Hell just to get to another planet is a dangerous gambit. The *Legendary Worlds* companion series presents a great variety of ready-to-use worlds your PCs could visit at the far end of a stargate, each teeming with new creatures, developed societies, new character

options, and plot hooks to draw them into wide-ranging exploration of new worlds.

None of this is to say that spacecraft can't or don't exist in *Legendary Planet*. It's entirely reasonable within the context of a *Legendary Planet*-based campaign that they do, especially the kinds of spacecraft conceivable with modern or near-future technology that would allow for movement between planets and their satellites, within an asteroid belt, or even within the confines of a given star system. The key difference is that spacecraft are not the focus of a *Legendary Planet* campaign. Instead, it is the **planets** themselves that are the focus, the homes of strange aliens and stranger societies, with tons of adventure and opportunity to explore and find fame and fortune. This setting is not designed for space opera in the grand tradition; instead, it reaches back to the pulp roots of science fiction and blends it with fantasy into an unending series of new worlds of possibility, each more amazing than the last.

THE LEGENDARY PLANET PANTHEON

Countless worlds drift among the stars of the multiverse, some barren and ancient, while others are newly formed and teeming with life. Powerful beings strive to influence them, raising up civilizations as patron sponsors or tearing them down as hateful destroyers. Others maintain their distance, partaking in the interplanetary tug-of-war only as neutral observers, extending their power to safeguard ancient mysteries best kept from those who would abuse them. These entities arise from many places—some ascending from humble origins, establishing their legend as mortal champions before taking up a greater cause across multiple worlds, and others existing since the beginning of time, working to shape and nurture the birth of new species while literally playing god in a sandbox of limitless stars. And still more seek to wrest such toys from the hands of their rivals, creating strife which manifests in enormous world-ending cataclysms or interplanetary warfare.

As the deities of the *Legendary Worlds Campaign Setting* make their presence felt in the lives of their followers and petitioners, they have the potential to shape the destinies of entire civilizations and species, capitalizing upon such resources for good or ill in carrying out their designs on the multiverse. Bestowing divine power or favor on their greatest champions, they set in motion all new conflicts and changes across the passage of time. When necessary (or possible), they may even walk among the devoted, both to test their faith and guide it. Regardless, these beings hold a higher understanding of the multiverse than the mortals which live in it, and they deal with one another on a grander scale and stage than most will ever know.

INTERPLANETARY FAITHS

Different civilizations hold to a wide array of ideals and religious beliefs across the many planets of the multiverse, and where the demands of new worlds and environments diverge from one another, their faith soon follows. The next few pages

detail the faiths of the 20 core deities with the most direct influence on the *Legendary Worlds Campaign Setting*. While they represent the most common gods to impact multiple worlds, GMs should feel free to incorporate divine beings from other campaign settings which also have designs on other planets or stars. Some deities may also limit their attention to a single world and its inhabitants, simply awaiting discovery by off-world travelers before extending their faith through interstellar gateways to new planets. And mythic ascension may also inspire entirely new gods to foster a religious cult which follows them from world to world. Regardless, all the gods presented here follow the same general format, defining a general portfolio of concerns, the deity's alignment, domains, favored weapon, and in some cases, racial origin. A brief description of each god is then provided with additional insights into the activities of their followers, temples life, formal garb, holy texts, and beliefs.

ALRENJAE

Goddess of cleverness, exploration, kinship, survival

Alignment: CG

Domains:

Knowledge, Trickery

Favored Weapon: Scimitar

Racial Origin: Jaskirri



Alrenjae is brilliant, curious, and loyal. Having helped the jaskirri overcome deadly oppressive threats on their prior homeworld, she focuses now on making sure they survive as they spread to other planets. Beautiful and affectionate, she fiercely defends her worshipers, willing to suffer great injuries in order to protect them from harm. She also strives to learn more about the multiverse and use what she learns to protect and empower those who revere her. She remains cautious, but intrigued, by new things, devouring information and using it to probe and fortify her arguments and beliefs.

Alrenjae's worshipers study history and social behavior, dabbling in many areas of knowledge before finding one that appeals to them. They learn the ins and outs of local politics to serve as diplomats and scholars, using their sharp wits like steel to cut through ignorance and opposing arguments. A few prefer studying the natural world, and work as guides and researchers in strange ecologies or by charting new planets for future explorers.

Her temples are small, private sanctuaries (closed to those outside the faith), decorated in soft purple colors. Formal clothing is blue pants that do not restrict movement and a waist-length purple or maroon tunic. Her holy text is called *Life's Illusions*, and teaches how to understand the connections between all people, all things, and all lifetimes.

Alrenjae shows her favor to mortals with the sensation of a comforting gentle touch on the arm, the feeling of fingers running through the hair, or a fiery sensation in the belly that drives away fear and pain. Other signs include a powerful sense of self-awareness or recognizing a powerful, useful analogy in an argument.

CYSHRN THE GENTLE

Goddess of dominance, persuasion, psionics

Alignment: NE

Domains: Knowledge, Trickery

Favored Weapon: Quarterstaff

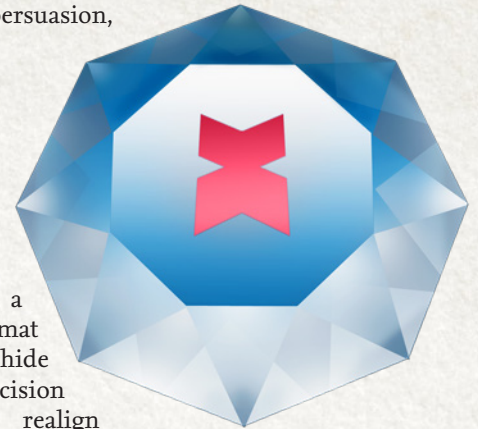
Racial Origin: Ultari

Cyshrn is a mediator, a peacekeeper, and a diplomat whose honeyed words hide the surgical, psionic precision she uses to cut and realign reluctant minds. In time, all creatures shall see things the way she wants, whether they do so willingly or as coerced through pain and mental onslaught. Her divine messengers are former demigods stripped of their power and independence, now puppets to her will as they joyously praise her name and relay her commands to the mortal world.

Cyshrn's worshipers are the subtle speakers whose velvet voices conceal dangerous steel. They are the schemers, the manipulators, and the power behind thrones, subtly altering allegiances with propaganda and psionics, and taking great pride in using the minimal amount of effort to achieve the greatest effect. Their appointed goal is to conquer and dominate the known multiverse, thereby enabling Cyshrn's triumphant return.

Her temples are places which put visitors at ease with subdued lighting, muted colors, and quiet music. Priests wear gray or neutral colors to avoid any contrast with their local temple's decorations, often in the style of diplomats or ambassadors, but sometimes with diamonds or clear crystals as accents and enhancements for their divine power. The goddess's holy book is called *Serenade the Mind*, and discusses her religious doctrine as well as ways to analyze and manipulate various races.

Cyshrn shows favor to mortals by unlocking or refreshing their psionic powers, offering moments of great clarity into the motivations of a rival or enemy, and extending the duration or effect of mental control. For non-psionic worshipers, she plants in their mouths the perfect words to say in difficult negotiations or to make listeners more gullible.



DAKORIAN ROTH

Deity of crafting, mutation, science, technology

Alignment: LE

Domains: Knowledge, Life

Favored Weapon: Dagger

Racial Origin: Jagladine

Dakorian Rooth is a mastermind of alchemy, biology, and engineering, capable of reproducing magical effects with pure science. Long ago, Dakorian experimented on itself to exceed its own physical limitations, now existing beyond flesh, beyond gender, and beyond mortality. Dakorian always seeks new life, lore, and technology to inspire and incorporate into its work, whether harvesting chemicals and organs from various creatures or applying bizarre energies to its latest inventions. Ever a perfectionist, Dakorian is never content with such work, always revising its inventions years or even decades later.

Dakorian's worshipers alter, combine, and dissect life and technology to create new outcomes. The church offers financial incentives for breakthroughs in various fields of study, which the faithful use to further independent research. Lacking sufficient resources, many of the clergy experiment on themselves, performing exploratory surgeries or dosing themselves with rare toxins and mutagens in hope of an unexpected result.

Temples operate like a hospital, laboratory, and slave pen, with priests sleeping in empty prison cells. Dakorian established a clear chain of command among its priesthood, although each individual receives time for independent research. Formal garb is a utilitarian shirt-cloak and belt with many pockets for holding devices, vials, and notes. The holy text is *Power to Change*, but each branch has its own variation with basic and intermediate information about different fields of knowledge.

Dakorian rarely intervenes in the mortal world, but sometimes creates a fortuitous "accident" which soon catalyzes a new discovery or mutates a worshiper in a minor way to facilitate their research. Among the jagladine, they believe Dakorian built a biological imperative into each of them to always aim for what-could-be rather than what-is.



ERONENEM

Goddess of magic and trade

Alignment: LN

Domains: Arcana*, Knowledge

Favored Weapon: Quarterstaff

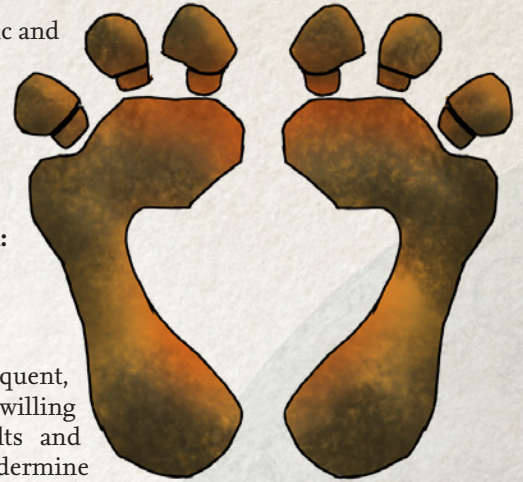
Racial Origin: Unknown

Eronenem is eloquent, patient, and willing to forgive insults and attempts to undermine her if she comes out ahead in her transactions. Her ability to remain stoic in the face of rage, flattery, or extortion is legendary, her thoughts hidden behind a placid expression and confusing, asymmetrical eyes. She loves bargaining and negotiation, the art of the deal, and extracting the highest value from any exchange. This also reflects her taste in magic, especially for conjuration and enchantment spells which can entice or influence others. She welcomes prayers from, and provides spells to, any sentient being who chooses her as their patron, seeing this as another way of brokering one resource for another. She thinks poorly of games of chance, as they rely more on luck rather than skill.

Followers of Eronenem are usually merchants looking for advantages in buying and selling, or arcane spellcasters seeking insight into how magic can influence minds, elements, and war. She encourages any tactic which advances profit or the utility of magic, including creating monopolies or destroying goods to inflate prices by creating artificial scarcity.

Temples of Eronenem are quiet, nondescript buildings with many small side chambers that allow for private discussion or study. Formal clothing is a tabard adorned with gems and metal tokens representing the wearer's significant accomplishments; most followers wear thin rings of copper, silver, and gold on multiple fingers. Her holy text is *Unshackled Marketplace*, which mixes aphorisms and advice on doublespeak, fine print in contracts, embargoes, and other underhanded tactics.

The goddess doesn't believe in "tipping her hand" by giving mortals something for nothing. Her intervention only occurs upon a success, not merely being on a favorable path.



GAR-PERU

God of crafting, loyalty, perseverance

Alignment: LG

Domains: Knowledge, War

Favored Weapon: Warhammer

Racial Origin: Divymm

Gar-Peru appears to be a divine entity requiring the consciousness of the divymm race to function. He vanished for a time during the Great Departure when all surviving divymm became inactive, but reappeared when the Accord reawakened them. All divymm, as worshippers or not, are connected to him, united as if Gar-Peru were a paragon of their race. He can create more of his kind, alter them, or manufacture devices out of his own substance at will, and grows anxious if prevented from doing so, as if kept from his primary purpose. Oddly, Gar-Peru remains unconcerned with how he or the divymm were created, stoically encouraging other beings to accept their fated purpose in life, even if that means they remain a tiny cog in a larger machine.

Gar-Peru's followers (no matter what race) are driven to build and create, whether that means weapons and armor for soldiers, tools for developing civilizations, or earthworks and fortifications for settlements. They have a strong sense of duty, respect fair authority, and endure hardship (but not cruelty) to promote the greater good.

Temples function as a blacksmith shop or foundry where items are crafted as an act of worship. Because his followers come in many shapes and sizes, they have no standardized formal clothing, although bands of linked stone or metal bearing his holy symbol are common adornments used in sashes, belts, or necklaces. His holy text is *Timeless Patience*, which includes songs and incantations to pass the time when performing tedious tasks.

Gar-Peru shows favor to mortals by relieving fatigue and exhaustion, repairing broken tools, creating exceptional goods out of mediocre materials, and noticing critical structural flaws at the right moment.



HAYMOT STEEL-ARM

Goddess of metal, transformation

Alignment: LN

Domains: Arcana*, Knowledge, War

Favored Weapon: Crossbow

Racial Origin: Auttaine

According to legends, Haymot is the union of two souls: the first auttaine child born of a human woman, and that child's own mother, fused—after their heroic mortal lives ended—into a divine entity greater than the sum of its parts. She is the champion and guide of the auttaine, and can create or hide any clockwork parts she needs upon her own body, thereby representing all her people regardless of their augmentations. She encourages others to reinvent or better themselves as needed, making progress toward a perfect form (called the “eidos”) which varies from individual to individual. This is usually a physical transformation, but may include an intellectual or spiritual change as well.

Followers of Haymot spend time each day trying to identify or achieve their eidos, whether through meditation, exercise, surgery, or enhancing their clockwork components. Some see their eidos as achieving a perfect style with a weapon or tool, and use this time practicing a professional craft or martial technique. Temples serve as blacksmithies, clockworkshops, and hospitals, with specialized wings extending outward from a central hub. Formal clothing is a rich brown, fitted garment (often soft leather) cut to purposefully reveal the wearer's clockwork enhancements. Her holy text is *Reaching For the Eidos*, which also explains basic surgical procedures and techniques for clockwork alteration, implantation, and removal.

Haymot shows favor to mortals by giving skin the hardness of steel, granting a vision of the next step toward one's eidos, repairing or accelerating a clockwork implant, or transforming an improvised weapon or tool into a fully-functional one. She may even instantaneously create new clockwork parts on any person, although this almost never happens for non-auttaine, and always proves temporary.



IDNISKOW

Goddess of adaptability, air, earth, fire, survival, water

Alignment: N

Domains: Nature, Tempest

Favored Weapon: Shortbow

Racial Origin: Loran

Idniskow teaches that life always finds a way to continue, even in extreme environments. Even a “dead” world ravaged by plague or magical disaster still contains life too small for the eye to see, and, given enough time that life will grow, thrive, repopulate, and eventually change into something different. She’s been known to leave especially hardy, simple creatures (such as fungi and lichen) on barren worlds and large asteroids, returning thousands of years later to view with delight what has become of them.

The followers of Idniskow are driven to colonize and terraform new worlds to make them more hospitable for life. Not necessarily explorers, they usually arrive soon after a new world becomes common knowledge. If an enemy currently controls or lays siege to such a place, her people volunteer to use their physical gifts as a means of leveraging a fast victory or to lend quick aid to its defenders.

Temples are usually round and made of stone or other local durable materials, and used as community shelters and meeting halls. Four alcoves always represent the material elements of air, earth, fire, and water, but a central pedestal also symbolizes adaptation. Formal clothing is very simple—a loose robe decorated with the goddess’ holy symbol on the chest or stomach—as the faithful place more interest in nurturing living things than abstract rituals. Her holy text is *The Element of Change*, and gives advice on surviving dangerous weather and strange environments.

Idniskow shows her divine favor by shielding a person from dangerous effects, especially if they are protecting other living things, and manifests this protection as a tattoo-like wheel of her symbol on the person’s skin.



KYTHEKLO

God of deception, light, psionics

Alignment: CG

Domains: Knowledge, Light

Favored Weapon: Longsword

Racial Origin: Yllosan

Kytheklo resembles the distracting glimmer at the corner of one’s eye and the seed of doubt vexing a tyrant’s mind. His influence proves subtle but long-reaching, like the falling pebble which triggers an avalanche that buries an enemy camp. His power has dwindled since the decline of the yllosan, but he actively recruits followers from other races to extend his presence in the multiverse, granting power only to the strongest and most determined who carry out his plans.

The god’s followers form close-knit communities, supporting each other regardless of race or homeworld. They also safeguard younger civilizations, assisting and guiding their emergence or travel to new worlds. His faithful manipulate and misdirect the less scrupulous, especially those descended from the ancient Principalities like the Hegemony, carefully measuring their words and deeds to avoid risking themselves or their god’s larger plan, while still using supernatural means to conceal and carry out his work.

Most temples of Kytheklo are discovered rather than built, usually including several large crystals to enhance psionics and make it easier for yllosan to communicate with corporeal beings. Such temples usually reside in caves or simple structures built around standing stones. Non-yllosan worshipers wear layers of gauzy white cloth and clear, crystal jewelry that catches the light. His holy text is *The Presence of One*, which yllosan record on tiny, psionic crystals.

Kytheklo shows favor to mortals through encouraging words whispered so quietly they’re easily mistaken for the imagination. Often, these messages can only be understood at exactly the right time, or require a priest’s interpretation for further clarity. Rarely, Kytheklo sends an immaterial projection of his angelic form, usually when there’s no time for such subtlety.

LIANTHUS

Goddess of nature, plants, symbiosis

Alignment: NG

Domains: Life, Nature

Favored Weapon: Spear

Racial Origin: Chlorvian

Lianthus represents chlorvian society, nurturing plants, positive relationships, and finding the proper balance between nature and civilization so both can thrive. She's the bounty of the wilds, the reward for tending crops, the nurtured friendship with a wallflower, and the very bond between a chlorvian and its chlorva. She embraces compassion and realism, understanding that some things must die so others can live, seeing the cycle from seed to plant to flower as a metaphor for all eternity. Though she focuses on plants more than animals, she understands their interdependency and encourages deeper understandings of ecology rather than ignorant attempts to eliminate predators or pests.

Followers of Lianthus respect nature and all its blessings, directly tending useful plants and relying on them for commerce and survival. Stories of other worlds attract their interest as they seek new plants and seeds to distribute, hoping to crossbreed them to create stronger, hardier foods and textiles.

Most of her temples include large, natural areas, while others are woven shelters made of vines and fallen branches, insulated with soil, and then topped with grass or moss to create a thriving ecosystem. Formal clothing is a knee-length robe or tunic in earthtones, sometimes embroidered or knitted with spring or autumn colors on the neckline and sleeves. Her holy book is *Wisdom of the Green*, which doubles as a catalog of useful medicinal and food-bearing plants.

Lianthus shows favor by causing plants to help in minor ways, such as a tree limb intercepting a fall or long grass tripping a pursuer. To a chlorvian, she might strengthen their bark-like skin, change the seasonal color of their hair, or manifest an unusual bloom along their path.



LURN SHADOWHAND

God of murder, night, terror

Alignment: CE

Domains: Death, War

Favored Weapon: Shortsword

Racial Origin: Unknown

It is said that Lurn was discovered drifting between worlds, a blurry, giant corpse, and those who found him were absorbed into his dark essence, leaving only one survivor as his first priest tasked with spreading his teachings to other mortals. Lurn is the fear of shadows, the quiet terror on long voyages through the great darkness, and the evil deed hidden by night's embrace. He claims all souls killed in his name, and even the followers of other gods wonder if this is merely a boast or actual fact. He cares not for glory in battle or honorable combat, just the act of killing and the horror that every victim feels the moment an unexpected blade strikes a vital organ and they recognize the moment of their death.

Lurn's followers are murderers, thieves, assassins, stalkers, those who enjoy sowing fear by hunting in the night. His cult includes an unusually large number of vampires, and many groups are led by vampire cultists or another night-dependent undead.

Lurn's temples always exist as hidden chambers behind false walls in otherwise normal-appearing buildings. Black candles provide illumination, either in wall niches or small skull-shaped holders with red lenses in their eye sockets. Formal clothing is a complete set of flat black garments and either a red monocle, red goggles, pince-nez, or spectacles. His holy book is *Fear and Souls for the Shadowhand*, a remarkably direct set of parables and propaganda to inspire the faithful.

Lurn shows favor to mortals by guiding their weapons to places that silently incapacitate a victim, snuffing lights to prevent detection, enhancing vision in dim light and darkness, and causing opponents to flee into deadly harm.



MACULATU THE SLY

God of stealth, survival, trickery

Alignment: CN

Domains: Trickery

Favored Weapon: Shortsword

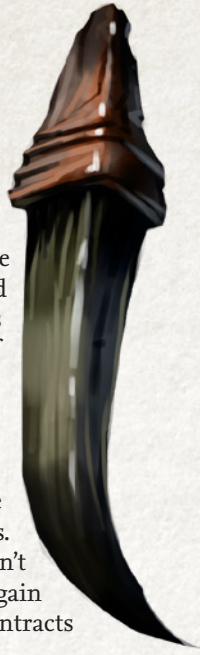
Racial Origin: Zvarr

According to the zvarr, Maculatu was once a very ambitious mortal who committed the perfect crime—he stole another god's divinity, assuming their role as the lord of stealth—after which he spent several years escaping attempts to reclaim that power. Now firmly entrenched in his divine status, Maculatu watches over the zvarr and other sneaky folk, helping them hide from enemies and survive ridiculous odds. Prone to greed and taking things which don't belong to him, he still respects a fair bargain and keeps his word when it comes to contracts and negotiations.

Followers of Maculatu are typically thieves, sneaks, spies, smugglers, gossips, eavesdroppers, and similar folk who rely on stealth and misdirection. As a god of survival, he also serves as a patron to those praying in foxholes, gamblers hoping for long shots, refugees looking to evade turmoil or capture, and anyone who lives through terrible danger by the skin of their teeth.

Maculatu's temples are usually tall buildings with small interior spaces, walls that are easy to climb, and concealed exits on upper floors, allowing the faithful to escape through an upper window to a nearby roof. Formal clothing is a snug but non-restrictive dark shirt with many pockets that can hold small tools and emergency supplies, as if the priests expect to have to flee for their lives at any moment. His holy text is *Never Be Seen*, which also has tips for sneaking across noisy floors and how to live on just bugs and rainwater.

Maculatu shows divine favor to mortals by darkening their flesh, blurring their outlines to make them harder to see, softening falls, presenting easy stealing opportunities, or negating hunger and thirst.



NILOTICUS THE EXPLORER

Goddess of ambition, colonization, conquest, pride

Alignment: NE

Domains: Trickery, War

Favored Weapon: Battleaxe

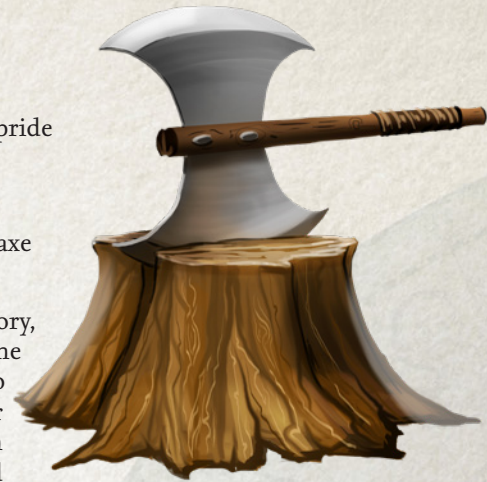
Racial Origin: Zor'ess

Niloticus craves territory, power, and acclaim. She wants the zor'ess to carry her faith to better worlds, populate them with many offspring, and live in decadence. Never satisfied with what she has, she believes destiny has prepared her for greater things because she's the most beautiful, fierce, and intelligent of her kind. Niloticus uses her presence and physicality to seduce or dominate potential rivals for the sake of proving her superiority.

Followers of Niloticus strive to be the best at whatever they do, whether in politics, battle, charm, or crafting. They admire those with superior talents, hoping to someday earning similar renown while showing off their skills to inspire lesser creatures to try harder. Her most ardent worshipers include explorers who find (and conquer) undiscovered tribes, despots whose subjects display the perfect mix of fear and awe, and individuals whose rags-to-riches adventures prove breeding and station are secondary to determination and ambition.

Her temples have triangular chambers for worship, always including a large statue of her with all architectural features directing the eye towards that point so the goddess remains the center of attention. Formal clothing is a fine-quality, green shirt with elbow-length sleeves, and a flat metal holy symbol the size of a dinner plate worn over the heart. Her holy text is *Gripping Destiny*, containing many platitudes about believing in an idea so strongly that the multiverse must comply to make it true.

Niloticus shows favor by indicating the correct path with a green outline or mark in the shape of a zor'ess eye, causing rivals to stumble or commit gaffes in view of others, and enhancing strength or physical appearance to overcome obstacles. Though now nearly extinct, the few remaining zor'ess nonetheless hold tight to their faith in Niloticus' teachings that one day they fill find their glory again.



NIMSHARU

God of art, creation, empathy, multiplicity

Alignment: N

Domains:

Knowledge, Life

Favored

Weapon: Mace

Racial Origin:

Tretharri

Nimsharu bears an enigmatic, patient, wise demeanor, always seeking to understand another's perspective to better understand himself, his allies, and his enemies. He steadfastly examines every solution to a problem before settling on a final course of action, but also refuses to entertain opinions which only lead to ignorance and stagnation. This makes him an excellent mediator for arguments between divinities, but also means he's more likely to introduce additional viewpoints before working toward a final solution. He holds this approach in all pursuits, whether in art, philosophy, or warfare, frequently using different gestures, tools, or weapons in all four hands in a bewildering dance to explore all possibilities at an incredible pace.

His followers embrace his philosophy of balancing multiple perspectives. A diplomat might alternate between soothing words and gentle threats, a warrior might shoot a bow at one opponent and bludgeon another with a mace, or an artist might create a portrait in charcoal while highlighting the background with oils. They confront stereotypes, question their own beliefs, and challenge others' assumptions on a regular basis.

Temples are square or rectangular, with arched doorways and multiple side rooms for crafting, meditation, and training. Formal clothing is a light gray vest and calf-length pants, often decorated with embroidery or badges representing the many activities the wearer studies or has mastered. Nimsharu's holy text is *The Fourth Hand Speaks*, a deeply philosophical book that discusses alternative views without having to accept that they have equal validity.

Nimsharu shows favor through sudden epiphanies about another's position, bursts of empathy that explain others' motivation and goals, episodes of near-maniac creativity, and the ability to perform multiple difficult actions at the same time.



OLALIS

God of knowledge, precognition, will

Alignment: NG

Domains: Arcana*, Knowledge, Light

Favored Weapon: Quarterstaff

Racial Origin: Elali

Olalis is an all-knowing shepherd of younger races, giving them the tools and information they need to uplift them into interplanetary politics and arm them for the conflict against the descendants of the Principalities. He is an ancient entity and a master player in the long game, never showing his strategy until the last possible moment. Even his most ardent supporters wonder if they are merely pawns in a grander scheme, but trust in Olalis's dedication to benevolence and good will. He's been more active in recent decades, as if sensing the Patrons' conflict—or his role in it—will soon come to an end, and he wants to make sure good wins over evil, even if it comes at great cost.

Followers of Olalis look for patterns and signs that indicate fortuitous people and circumstances can be brought together for a greater effect in the cause of the Patrons. They are studious, trained to recognize untapped potential, and determined to succeed at their goals.

Temples of Olalis are much like libraries, with history books on various races and planets available to all members of the faith. Mirrors and ornamental windows are common decorations, many of which are set in eye-like frames, and some even proving suitable for use as scrying devices. Ceremonial robes are pale lavender with starburst clasps at the neck and wrists. His holy text is *The Silver Path*, which includes prophecies about the discovery and role of several younger races—some yet to be discovered.

Olalis shows divine favor to mortals by giving glimpses of likely future outcomes, fostering courage in the frightened, providing moments of clarity during mental duress, and inspiring timely solutions to unusually threatening problems.



QARN THE TWICE-ETERNAL

Deity of life, death, undeath

Alignment: N

Domains: Death, Life

Favored Weapon: Trident

Racial Origin: Unknown [Mythic being who can grant spells]

Qarn is a mysterious, genderless being embodying both positive and negative energy, as well as the fine line in between. Its faith arose on a harsh world where a group of colonists were left to starve. Some embraced undeath, acting as guardians, laborers, and mentors so the others could breed and survive. Over generations, this culture created a stable dynamic where people live, die, and become undead to continue contributing to their community. Qarn represents the balance between the needs of the living, the dead, and the undead—and that the latter can peacefully coexist among the living.

Followers of Qarn are advocates for peaceful interaction between living and undead communities. They mediate disputes among civilized, living creatures as well as intelligent undead, while collecting and conscripting mindless undead for cheap labor and dispatching any such creatures who refuse to abide by treaties. They also defend harmless undead and dhampirs against angry mobs and overzealous hunters.

Qarn's temples are squat, sturdy buildings which can survive extreme weather, always including places where individuals or families can retreat, and a crypt or tomb underneath for allied undead to live within (which usually includes secret escape tunnels for temple residents to use in an emergency). Formal clothing is dark gray robes with a black stripe and white stripe running horizontally from shoulder to shoulder. Its holy text is *The Winding Gray Path*, which also serves as a lexicon on various types of undead.

Qarn shows divine favor by turning aside fatal attacks, making hostile enemies lethargic and indifferent, or even spontaneously raising a slain person as a free-willed undead in order to complete one last task.

RARMEZARN

God of armor, honor, honorable combat, strength

Alignment: LG

Domains: Light, War

Favored Weapon: Morningstar

Racial Origin: Krang

Rarmezarn is a force of righteousness who defends the weak and confronts evil. The willfully ignorant and complacent anger him, but he keeps an iron control over his temper, saving his wrath for those who harm others. Rarmezarn teaches that

leading by example and delegating authority to those who are capable—whether they realize it or not—can empower a person to do great things. He dislikes underhanded dealings, those who exploit oaths and codes of honor, and those who prey on the weak. It is said he can summon or dismiss his armor and weapons with a thought.

Rarmezarn's followers are knights, crusaders, vigilant champions, guards, and soldiers serving a good cause. They remain cautious about swearing oaths but strive to uphold them if they do. It is common practice for worshipers to grow long beards and tie metal rings into them for every honorable oath sworn, every honorable duel won, and every honorable act recognized. Beardless members of the faith usually grow out a lock of hair or braid a leather cord for a similar purpose.

Temples of Rarmezarn are squat, defensible buildings with wide double doors, thick interior walls, and spare armor and weapons. Formal clothing is ceremonial or functional armor covered with a brown, black, or red tabard bearing the god's symbol. His holy text is *Deep Breath, Iron Hand*, which explains measured responses to martial, mental, and spiritual threats.

Rarmezarn shows favor to mortals by enhancing their strength, moving inanimate objects to shield them from attacks, or shrouding them in spectral weightless armor that protects as well as full plate. Especially honorable and righteous mortals might temporarily gain paladin powers to overcome a foe.

SIORAATTU

God of ecology, extinction, nature

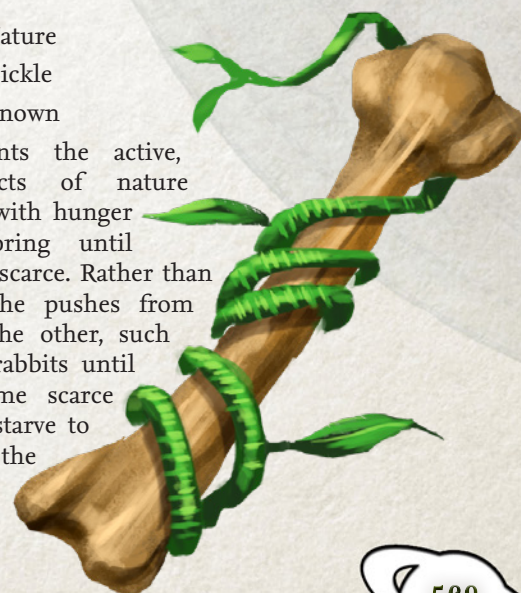
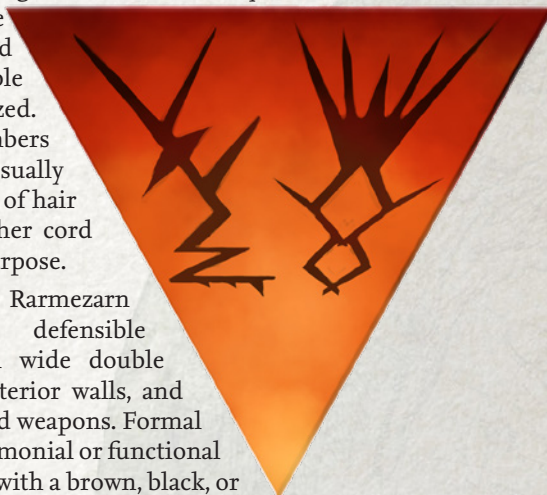
Alignment: N

Domains: Death, Nature

Favored Weapon: Sickle

Racial Origin: Unknown

Sioraattu represents the active, consuming aspects of nature pressing forward with hunger and many offspring until resources become scarce. Rather than seeking balance, he pushes from one extreme to the other, such as wolves eating rabbits until the rabbits become scarce and most wolves starve to death, allowing the



rabbits time to repopulate and continue the cycle. Sometimes these extremes cause extinctions, especially when other factors tip the balance too far. Sioraattu has seen ecosystems collapse dozens of times on many worlds, but so long as some creatures remain, life finds a way to adapt, survive, and reclaim the empty spaces.

His followers study and emulate wild beasts, using this knowledge to overwhelm their enemies. For example, a wolf priest might lead a group of bandits, teaching them stealth and teamwork to take down wealthier prey. Some are more relaxed in their attitude and focus instead on breeding hardier livestock to survive winter, famine, or disease.

His temples are either native buildings decorated with a beast theme, or large animal lairs converted for humanoid use, often with dangerous animals as guards or semi-tame pets. Formal clothing is a leather vest and sturdy leather boots or sandals decorated with animal fur. Bones, teeth, and ivory find common use in jewelry and ceremonial items. His holy book is *The Strong Must Eat*, and explains animal husbandry and dangerous predators across different terrains.

Sioraattu shows favor by enhancing others with animal powers, including unnatural strength and agility, defensive abilities like porcupine quills, poisonous frog skin, or a reptile's ability to sense heat. A minor transformation appropriate to the blessing (such as cat eyes, wolf ears, or snake fangs) lasts as long as the effect.

THRAXES THE WARLORD

God of conquest, invention, nobility, warfare

Alignment: LE

Domains: Tempest, War

Favored Weapon: Longsword

Racial Origin: Onaryx



Warlord Thraxes is an apex predator, using skill, intelligence, physical prowess, magic, and technology to destroy his opponents. Garbed in mithral armor, his hunched, gangly form appears awkward, but can bend like steel and snap back into position faster than a bowstring, striking like a snake and using his momentum to propel him to his next foe. He views chaotic, open warfare as a waste of resources, and believes the easiest way for achieving victory is to kill an enemy's officers to demoralize their troops and leave them without orders.

The Warlord's followers consider themselves superior to common soldiers, gifted with a mix of arrogance, charisma, and ambition which makes them effective military leaders. A few act on their own or in small groups, becoming assassins, saboteurs, and spies, but many have a personal code forbidding them from killing noncombatants or civilians, and they've been known to adopt enemy war orphans to raise as their own within the church.

Temples to Thraxes are built like watchtowers, with one secure entrance at ground level, defensible windows on the upper floors, and onaryx statues adorning the roof and outer walls to confuse enemies as to how many defenders await. Formal clothing is a gray or brown uniform-like garment that buttons on one side, often augmented with small pieces of light-weight armor and a fierce-looking helm. Thraxes's holy book is *War Wings*, which gives advice on large-scale warfare, personal combat, dueling, and negotiating terms.

Thraxes shows his favor to mortals by closing wounds, extending a weapon's reach or range to hit a dangerous foe, improving the morale of common troops, and routing enemy forces even when outnumbered or outskilled.

WOL'PI'LO FIVE SHELLS

Deity of armor/protection, fear, volcanoes, water

Alignment: CE

Domains: Light, Tempest

Favored Weapon: Spear

Racial Origin: Bil'djooli

Wol'pi'lo is a terrifying creature of tentacles, ornate horns, and protective shells covered in patches of lava hot enough to boil the ocean around it. It rends holes in the sea floor to create geothermal vents to bask in, directs scalding bursts to kill prey, and crushes enemies beneath its great bulk or impales them on its horns like trophies. Wol'pi'lo wants to colonize all worlds capable of supporting aquatic life, sending the bil'djooli to terraform them, while using other planets as sources for raw materials and slaves.



Wol'pi'lo's worshipers bear the colonization doctrine like a flag of war, bringing paralarvae with them to release into new oceans by the thousands. Only some of these spawn survive and adapt to their new environment, with the rest becoming food for those which remain. Bil'djooli faithful inject themselves with fertilized eggs before entering battle, so that even if slain, their young will hatch days later, feasting on their corpses to grow strong.

Temples to Wol'pi'lo are large and spacious, mixing volcanic rock and organic shells which prove useful as simple armor in emergencies. Rather than specialized clothing, bil'djooli priests inject glowing ink into their bodies, allowing them to create lava-like patterns on their skin at will. Priests decorate their armor with images and carvings of lava and thermal vents. Their holy text is *The Seething Tide*, usually memorized in oral form, but sometimes represented in abstract pictographs.

Wol'pi'lo is usually indifferent to worshipers, but rewards those who achieve a notable goal by tearing off one of its regenerative limbs and sending it to a temple so the faithful may consume it, temporarily gaining additional power and increased fertility.

YAJAAN THE WORLD-DREAMER

Deity of cycles of life, stargates, space travel

Alignment: CN

Domains: Knowledge, Trickery

Favored Weapon: Scythe

Racial Origin: Unknown

Yajaan is a mysterious deity who seeds life on worlds, demiplanes, and even abandoned humanoid bases between the stars. It leaves these experiments for decades, centuries, or millennia, only returning to study the resulting lifeforms and environment, collect samples, and then eradicate or abandon them. It marks locations it visits with seven-starred pylons or stone arches resembling Patron gateways, but doesn't explain its motives to other beings or what it does with its collected samples. Yajaan avoids interacting with other divine beings and their agents, preferring to magically shift away rather than debate, parley, or battle.

Yajaan's followers study all kinds of living creatures, often visiting exotic worlds to witness their deity's handiwork, and bringing detailed records back to civilization for discussion. They revere and maintain gateways to other worlds, considering them holy relics of Yajaan's power (even if they were originally operated by the ancient Patrons or Principalities).

Temples to Yajaan are rare, and usually little more than a large chamber or library on a world with multiple interplanetary gates. The entrance is always a rounded doorway decorated with seven stars, and the interior has landscape paintings of many strange worlds. Formal clothing is a many-layered robe in contrasting shades of pale gray and brown. Its holy text is *Catalog of the Third Cycle*, which includes tales of many seeded worlds and alternate dimensions across time and space.



ARGOSA, WORLD AT THE CROSSROADS

"Zel-Argose ain't for the faint of heart, lass, nor the timid. She's the wonder of this world and a few others besides. Dozens of currencies get exchanged on her streets every day, but there's one coin that'll trump them all—power. To have it, you gotta know the right people and the right places to go. Or, you gotta have enough steel in your spine to stare down the worst monsters and misfits you've ever seen. 'Cause other cities and planets all have their aliens, true enough, but Zel-Argose is packed with 'em. Stinks to the high heavens with 'em! And behind every pinch-faced set of bug-eyes, there's an agenda you know nothing about. They all say they come to buy and to sell, or to take the next gate to someplace else, but that ain't the half of it. No ma'am. One way or another, they're also comin' for you and me. That's because we're all scratchin' and clawin' for an advantage in this multiverse. And, one day, your eyes will open, and you'll understand what I mean..."—Zanin Gaf-Hanen, traveling merchant of Argosa

Within the Legendary Worlds Campaign Setting, Argosa represents a rare hub world, which means it supports multiple gates to other planets and holds tremendous value as a vibrant nexus of trade and transportation. Argosa's unusual abundance of interplanetary gates traces back to a time before living memory, when more ancient cultures shaped its future. Scholars and archeologists have surmised that life nearly disappeared on Argosa millions of years ago, presumably in the aftermath of the ancient wars that raged between the Patrons and their evil counterparts, the Principalities. The gates were among the few structures to survive that time, proving almost indestructible despite the forces unleashed around them, or the erosion of time. Given eons to recover, Argosa eventually healed, and many of the now native inhabitants believe the Patrons evolved their race to survive the conflict, making them the inheritors of everything left behind. But the elder races which traveled to Argosa—such as the elali—know the truth. At some point, interplanetary

explorers reopened the gates to Argosa, returning to resettle its lands, and most without fully understanding the bones left behind by the much greater culture of the Patrons. But these opportunistic squatters readily reaped the benefits of that legacy by seizing control of the gates reaching the wider multiverse.

While very Earth-like in size, gravity, and length of day, Argosa still has its own unique, physical identity. Two major continents comprise its livable surface, excluding various island chains. A large portion remains covered by ocean, and rising sea levels have covered some of the coastal ruins once belonging to the Patrons. The planet's climate and terrain also vary, with thick jungle and forested shores giving way to an inner desert claiming most landlocked areas. Sustainable soil exists primarily near sources of frequent irrigation, such as rivers and the few remaining swamps along the coastland. Scientists among the elder races surmise the interior desert results from an ongoing ecological weapon detonated long ago during the ancient conflict—one which has lost potency over the intervening years.

Argosa has no singular government representing the entire planet. Instead, civilized factions formed many different political systems over the years, each heavily influenced or controlled by interstellar empires establishing their own fiefdoms or embassies on the planet—with most of them in its largest city, Zel-Argose. While the local economy includes abundant mineral resources and unique agricultural products, the planet's still-functioning gates to other worlds remain its greatest attribute. These networked portals comprise a vital interest to those who control them and their access to the greater multiverse, and the ruling authorities always tax any goods passing through gates they control. In addition, Argosa conceals several ruins once belonging to the Patrons, most hidden deep underground or just offshore. These locations often attract outside interest, from scholars and tourists to representatives of the Ultiari Hegemony and Bellianic Accord. Native interests on Argosa control access to these sites as strictly as the gates, reluctant to grant exploration rights lest they be cheated out of important and valuable discoveries they can leverage for greater power and influence. But most Argosans would rather leave the past buried than awaken new dangers or surrender such treasures to outsiders.

ARGOSAN NOTABLE LOCATIONS

Bay-Livaar: For centuries, many believed no Patron ruins survived on Argosa, but eventually reliable reports convinced a local explorer to capture Bay-Livaar's likeness on an ancient recording device, and the museum in Zel-Argose now displays several images of it. The ruin itself appears infrequently, and at multiple different locations, on the planet's surface. Only consistent and regular landmarks among its remaining structures can reliably identify it, and the site has come under frequent scrutiny by agents of the Accord and the Hegemony. If anyone has actually entered the ruin and returned, they've yet to prove such claims. After a century of research—and the expenditure of no small fortune—the initial fervor over Bay-Livaar has gradually diminished to that of a curiosity, once more dismissed as an optical illusion or an unfathomable dream.

ARGOSA'S INDEPENDENCE

Argosa maintains an independent stance from larger, interplanetary empires such as the Bellianic Accord and Ultari Hegemony. While external factions war over the greater multiverse, powerful forces on par with the ancient Patrons and Principalities continue to secretly influence Argosa. In fact, while the star titan Torgrimm maintains his colossal stronghold in the remote mountains, an elohim named Zephaniah rests deep within its innermost chambers. This powerful outsider has yet to announce its presence on Argosa, nor its reasons for dwelling on the Material Plane. Instead, Torgrimm serves as its ever loyal guardian, herald, and seneschal.

Agents of the Accord and Hegemony have long resented Torgrimm's influence over Argosa, and suspect the star titan can obtain starflight velocities (similar to a mi-go or shantak) to visit other worlds. While unconfirmed, these suspicions are correct. Like his master, Torgrimm requires no interplanetary gate to deliver swift and terrible vengeance on those who displease his master. To the titan and elohim, Argosa represents a strategic treasure beyond all reckoning, one which they seek to sustain in honor of the Patrons who first shaped the world and brought the multiverse together. As such, Torgrimm has retaliated against past invasions of Argosa on Zephaniah's behalf, crushing those seeking to conquer and control the revived hub-world. Yet, they also ignore the Accord and Hegemony—as well as the larcenous Coteries—as long as such factions maintain Argosa as a neutral, mercantile crossroad and melting pot.

Most elder races of Argosa maintain an honored respect for Torgrimm, taking advantage of the star titan's protection even as some suspect he answers to a master greater than himself. They withhold these suspicions from Argosa's current leaders, fearing what immature races might do if they learned the truth. Some worry Torgrimm or his master might accept worshipers to exert an influence beyond Argosa's gates. Others believe the titan may be called upon to take radical action to ensure his master's seclusion. And some elder sages even suspect the kaulvrex may exist as a manufactured army should the cosmic entity decide the planet requires a sweeping, ecological adjustment.

Castle Torgrimm: Home to the famous star titan of the same name, this awe-inspiring structure is scaled to colossal proportions, overwhelming those of lesser stature who dare to approach. The castle makes an impressive landmark even from miles away, built into the side of a mountain within Argosa's badlands. The star titan Torgrimm turns away uninvited guests, as many Hegemony spies have discovered over the years, but stories still circulate about those meeting him under unexpected circumstances and offered great riches in exchange for services on distant worlds. Torgrimm maintains a non-partisan political position, enforcing Argosa's neutrality at the



center of the multiverse and allowing the various factions of Zel-Argose to engage in commerce while he pursues his own inscrutable goals off-world.

Kaulvrex Hives: These strange ruptures and boils in the earth give birth to an unusual insectoid species known as the kaulvrex. These three-armed humanoids claim no history on Argosa, but Hegemony emissaries steadfastly disavow knowledge of their origin. The earliest kaulvrex appeared less than two centuries ago, and hunters swear they've become smarter with each encounter. Wardens of Zel-Argose and the surrounding wilds fear the bug-men have tapped into latent psychic abilities allowing them to study other cultures and learn at a rapid rate. Scholars and seekers of Patron artifacts have proposed the kaulvrex may have escaped from one of their underground complexes—taking advantage of ancient technology to evolve and advance their culture. So far, no expedition has penetrated the nesting grounds of a kaulvrex hive to confirm such suspicions.

Pol-Nephair: Pol-Nephair is an undersea city resting on the continental shelf of Argosa's most populated continent. Primary access to Pol-Nephair (other than deep sea diving) is possible through a gate to the aquatic world of Vareen. Explorers believe the original ruins were not underwater and existed long ago as a Patron stronghold. Most of Pol-Nephair's current aquatic residents—all immigrants from Vareen—believe a cataclysmic event caused a shift in Argosa's coastline and flooded the city. The would-be colonists now use the gates as an interplanetary trade with their homeworld.

ZEL-ARGOSE: THE GATEWAY CITY

ZEL-ARGOSE

N metropolis

Corruption +4; **Crime** +6; **Economy** +6; **Law** −5; **Lore** +4; **Society** +1

Qualities magically attuned, notorious, prosperous, rumormongering citizens, strategic location, tourist attraction

Danger +20

DEMOGRAPHICS

Government secret syndicate (represented by rival coteries)

Population 175,379 (16,891 auttaine, 13,594 humans, 12,337 chlorvians, 11,448 tretharri, 10,119 jaskirri, 10,551 zor'ess, 9,773 zvarr, 9,212 dwarves, 8,752 krang, 8,512 loran, 7,527 bahgra, 6,333 half-orcs, 5,785 tengu, 5,540 vishkanyas, 4,993 merfolk, 4,677 elves, 3,882 gnomes, 3,568 klaven, 3,117 half-elves, 2,774 halflings, 2,533 strix, 2,117 nagaji, 1,938 jagladine, 1,679 vanaras, 1,428 tieflings, 1,217 elali, 1,098 dhampirs, 813 fetchlings, 661 aasimars, 537 ratfolk, 450 yllosan, 374 onaryx, 269 queborrin, 218 divymm, 166 hetzuud, 105 ultari, 67 bil'djooli; 1,187 other)

NOTABLE NPCs

Auditor Jahera Fire-Eyes (LN female human sorcerer)

Barrana, Mistress of the Battle Pits (NE female tretharri fighter)

Tyreene Thanex (NE male human fighter)

The Azure Syndic (NG female yllosan cleric)



Zim-Zim, Chief Instigator of the Juggler's Guild (CN female jaskirri rogue)

MARKETPLACE

Spellcasting Services Available 8th-level spells

Uncommon Items Any; Rare Items 4d4; Very Rare Items 3d4

CITY STAT BLOCKS

The stat blocks provided in this chapter use the rules found in **Ultimate Kingdoms** from Legendary Games. If you do not have that book, you can simply use the information provided here as narrative guidance in describing each city and the people that live there.

Several nations and empires maintain representation on Argosa, most establishing embassies in Zel-Argose or working to influence local factions to serve as proxies for their interests. Typically, they build their compounds near any gates they can control, especially those which already bridge between worlds they've colonized or conquered. Other, private interests also command certain gates, but these groups seldom control more than a few, at best, and many gates still prove non-functional or damaged in various ways. Zel-Argose contains no less than twelve actively useful gates fostering trade across the broader multiverse. This also makes the city a centerpiece for travel, interspecies diplomacy, and communication. As the largest city of an otherwise independently neutral world, Zel-Argose makes for a cosmopolitan and decadent locale where even hated enemies have occasion to meet and establish common ground, even if only temporarily.

HISTORY AND SOCIETY

Built on the ruins of an ancient Patron city, Zel-Argose has grown in population many times over by adding a continuous stream of immigrants through its many gates connecting to other worlds. Lost records can no longer identify the direct descendants of Argosa's original inhabitants, but Patron ruins clearly point to that ancient civilization's influence in crafting so many gates to the multiverse and fostering the development and evolution of many different species. One popular theory suggests these powerful benefactors established their capital here, attracting, uplifting, or otherwise transporting other species to join them on Argosa. In its more recent history, however, the contemporary city of Zel-Argose struggled to sustain a healthy, self-determined culture. Gangs, which rapidly transformed into criminal merchant cartels called Coteries, immediately seized the various planetary gates as chief cornerstones in their rise to power. Their fractured rule and petty rivalries eventually gained an unsteady equilibrium which has remained the status quo since the city's reoccupation. While Argosa's citizens rigorously pursue current events, no institution exists which makes chronicling ancient history a major priority. Indeed, Zel-Argose has many different cultures comprising its societal norms, and nearly all of them favor the almighty coin of commerce over the legacies of the past.

Over the years, a constant influx of aliens and outside influences has further shaped Argosa's society, investing in an effort to rediscover the mathematics, science, magic, and technology the Patrons used to build the planetary gates. As a multicultural melting pot, all manner of goods, services, and advancements have found their way into its markets. Further trade works and crafts have evolved out of the planet's mineral resources, as well as scavenged components from Patron ruins. Although Zel-Argose has a distinct culture and a handful of its own traditions, at its core lies a patchwork conglomeration of dozens of foreign influences. Outsiders seeking a rich, deep heritage typically find the Gateway City holds thousands of cultures, each identified by their own unique factions centered around whatever gate brought their ancestors to Argosa.

Like its multicultural underpinnings, Zel-Argose also presents an array of religious communities, both locally established and brought from afar. Wherever the poor and oppressed gather, there are those who still turn to the gods for comfort and protection. Some of the city's rulers also seek spiritual guidance, but just as many perpetuate false religions to garner supporters and followers, many bilked of their hard-earned coin for promises of eternal rewards in the afterlife. A faith which wishes to maintain a chapel or temple in Zel-Argose must obtain property like any other business, as well as the means to sustain and defend it. This requires tithes and offerings not merely of coin, but also talent, manpower, and time, leading many to ally with one another to secure such things provided they share similar goals and beliefs.

LAW AND GOVERNMENT

Auditor Jahera Fire-Eyes (LN female human sorcerer) serves as Zel-Argose's nominal autocrat. Publicly, she receives nomination from various merchant houses and support from Zel-Argose's ranking citizens—though she gained office through no organized public election. This portrayal is completely fictional, and one of Zel-Argose's less well-kept secrets. The true string-pullers in the city are the nine Coteries. These criminal cartels evolved from what were essentially thieves' guilds which ascertained the value of Argosa's gates during the planet's recolonization. Although the Coteries style themselves as nobility, they adopt only a veneer of aristocracy, still operating as ruthlessly as their cutthroat origins. The Auditor position acts as an agreed-upon figurehead and arbitrator who governs only at their behest—though she's proven a skilled politician in her own right, manipulating leaders of certain Coteries to secretly play one against another through the activities of agents and saboteurs.

Separate from the Auditor's influence, each Coterie maintains an estate which secures their control over one or more gates, which they strive to protect from external threats. These estates serve as waystations for travelers, who often have to pay a toll or tariff for passage into the city or to other worlds. The Coteries usually receive first choice of imports before traders are cleared to enter the marketplace and ply their wares. Collectively, the secret leaders of the nine Coteries are known as the Peerage. And, it's the Peerage which allows Zel-Argose to run itself as overseen by the Auditor. The Auditor is then an appointed position, someone without affiliation to any single Coterie and forever denied adoption into one after their appointment expires. Each Coterie controls at least one gate, with the Abaar, Nambrin, and Thanex coteries controlling two each. Each gate affords a Coterie one vote among the Peerage (called to order when the Coteries wish to intervene directly in a matter), with the Auditor authorized to cast a vote only in order to break a tie.

Under this arrangement, the Coteries have enjoyed a long history of discreet friendship with outside interests from other worlds, including the Ultari Hegemony (ironic because the Peerage is well aware of the Hegemony's predatory nature and inclination towards conquest). The Coteries also foster ties to the Bellianic Accord however, just to maintain equilibrium. The Coteries suffer no political gamesmanship which threatens their collective stranglehold on the city through their Peerage, and their second-worst threat to off-world cultures is to block transit through their gates, whereas their most dire threat is the actual destruction of a gate. The Bellianic Accord once feared the Hegemony might overwhelm Zel-Argose, and so it gave them the secret to permanently disabling the gates to other worlds. Three hundred years ago, the Hegemony tested that resolve under the belief that no Coterie would set aside its own greed to sacrifice such a valuable asset—but the Peerage proved them wrong. At one time, Zel-Argose had 13 active trade gates, but the Thanex Coterie sacrificed one of three in their possession to bring the Hegemony to heel. This matter earned Thanex a reputation for ruthlessness as well as a combination of fear and

admiration. Thus, the Auditor acquired its tie-breaking vote to ensure no other Coterie acted in such an independent manner. No interstellar faction has tested the Peerage or attempted direct conquest of Argosa since.

Few laws govern what transpires on the streets of Zel-Argose, but one remains paramount in the eyes of every citizen and the Auditor's enforcers—"Do nothing to interfere with commerce." The gates ensure an astonishing number of exclusive, exotic, and even weird commodities reach the city's marketplace, and everyone prefers that trade continue to flow. Aside from traditional goods and products, drugs, slaves, and uncommon bits of technology can all be found for sale. A local motto among traders states, "Wait long enough and someone will sell it." This assertion proves true more often than not, sometimes leading to exceptionally decadent transactions among the morally bankrupt. When such matters require arbitration from a third party, the Auditor's office typically steps in to deliver swift and non-negotiable resolutions—supported by a contingent of permanent mercenaries at her beck and call. Surprisingly, this system works. Zel-Argose maintains its safety by any means necessary, relying on the vast resources gleaned from its unique power over trade, as well as the self-regulating nature of competing interests and factions running the city.

It's worth noting that the Coteries do maintain one prohibition on well-paying visitors from off-world. The city has seen the Hegemony's assimilation strain before—a virulent disease crafted by the scientific-minded jagladine in service to the ultari. Evidence of the virus is grounds for shutting down a gate to quarantine any outbreak while the city purges the infected. Likewise, xoraphond carriers are among the few prohibited imports as potential sources of the disease. Klaven however, are considered Hegemony slaves (and extremely obedient ones) and the Coteries deem them lawful enough that they tolerate their presence—though much of the citizenry harbors great fear and prejudice towards them and their jagladine masters.

THE COTERIES OF ZEL-ARGOSE

The nine most prosperous factions controlling Zel-Argose had their early beginnings as thieves' guilds and street gangs. Lacking the manpower and resources to fully conquer the entire planet, they maintain a tenuous truce primarily focused on defending Argosa from outside interests which might seek to usurp their control. Even as erstwhile allies, however, every Coterie defends its own interests and jealously guards its gates and votes among the Peerage, always looking for new opportunities to gain influence and leverage over one another.

Avaar (Coterie of Light): The holdings of Avaar are bathed in a glowing sourceless illumination, and the upper echelons of the Coterie's membership always carry that light with them wherever they go. While Avaar's minions don't share this proclivity, the higher up in Avaar society an individual ascends, the more they crave the light and disdain the darkness. Despite these obsessive efforts, legends tell of elite Avaars seen in less than perfect illumination, their shadows

writhing disconcertingly behind them as they attempt to bring the lighting conditions back to full. Avaar controls two of Zel-Argose's 12 gates as well as several high-end casinos and luxury retreats for the wealthiest off-world clients.

Casticar (The Red Coterie): Casticar holds the most well-traveled gate in Zel-Argose positioned in the middle of its otherwise impregnable citadel. The Red Coterie heavily taxes commerce through the gate—this commerce proves so essential that the only upper limit on the imposed tax is what the other coteries will allow before joining forces and wiping out Casticar leaders. As a result, Casticar holds a majority of the wealth in Zel-Argose and puts most of its resources into improving the defenses of the Red Citadel in the event such an uprising ever occurs. Based on the foundations of a Patron ruin as old as the gate itself, the Red Citadel is rumored to harbor many secrets in its lower chambers. Beyond their tax income, the Red Coterie also controls much of the organized gambling which takes place in the Battle Pits.

Dorgelf (The Muscle Coterie): A small Coterie controlling a relatively unimportant gate compared to its peers, Dorgelf makes itself useful by providing mercenaries of unimpeachable loyalty to other factions in the city. Dorgelf hirelings have a reputation for superior skill, utmost professionalism, and absolute loyalty—the only exception being that any information they glean while working for their temporary masters secretly flows into the nexus of Dorgelf information brokers. For this reason, other coteries make sure to avoid working with third parties which employ Dorgelf mercenaries, only trusting primarily outward facing business interests which keep their operations far from the inner precincts of Zel-Argose.

Lath-Tom (The Exchange Coterie): Lath-Tom's gate is set near the base of the Skytalon where the airships of Argosa bring produce and goods from across Argosa to its many gates. Countless currencies are used in the interplanetary trade that results from the influx of off-world traders, and Lath-Tom excels in sniffing out the proper exchange rates. While a communal market construct, no single entity can control all moneychanging in the city, but Lath-Tom exerts substantial influence by recruiting and organizing them into a powerhouse guild, then raising rates to control significant elements of the local economy while they skim a percentage off the top for themselves. The Exchange Coterie still has to work out the ideal rates based on supply and demand, but they can temporarily alter the rates and balance sheets to benefit themselves or destroy their competition. Of course, such a trick would only work once against its peers before they united against them, and at permanent detriment to Lath-Tom's prominent position in the city.

Nambrin (The One): Nambrin is an ultra-inclusive coterie which grants membership even at its highest levels to any off-worlders (no matter how alien) willing to invest enough personal assets to climb their ranks and assure the Coterie's continued success. Each member defines their ranking by their overall net worth as determined each year by the ruling council's accountants. This period also results in a tax of such assets to maintain the Coterie's operations for the coming year. As a

result of this practice, Nambrin tends to include a number of significant off-world investors who have bought their way into power, and other Coteries view them with suspicion, always on guard against Hegemony agents and other malign influences attempting to infiltrate the Peerage and the upper echelons of Argosan society. Aside from its two gates and diverse influence on multiple species, Nambrin has no end of off-world funding for its endeavors and proves quite nimble in manipulating local politics to the advantage of its members.

Surrat (The Dagger in the Dark): Surrat is a shadowy coterie controlling their gate through misdirection and intimidation more than force of arms. They provide trained assassins for many enterprises in Zel-Argose and even export such resources across the multiverse for lucrative missions on other worlds. Surrat assassins are well-known for their effectiveness—especially with extortion, intimidation, and untraceable murders—and the Coterie looms large in the calculations and private fears of any aspiring Argosan power-player.

Thanex (The Blood Coterie): The coterie of Zel-Argose each have their own chop, a complicated symbol which they imprint onto documents to prove their provenance. While most coterie use traditional wax seals, Thanex higher-ups have their own disconcerting process which marks their documents with blood. Magical and mundane analyses of the Thanex Mark indicate this blood all comes from the same source, an individual creature whose blood matches no known species. Thanex controls two active gates, as well as a now-defunct portal to a famed tomb-world which they closed in a demonstration of power to stymie a Hegemony invasion many years ago. The Blood Coterie also represent most of the administrative labor (and taxation) associated with the slave auctions in the city's Stockyards.

Vervos (Coterie of the Damned): Guarding a gate to a world overrun by the legions of Hell, Vervos deal-makers are synonymous with contract devils ready to extract every ounce of value from any arrangement—including the buying and selling of souls. The coterie's properties are tall and brooding in a monumental style that speaks to an eternity of tyranny and pain, but also opulence and decadence beyond mortal understanding. To the extent that the summoning arts are tolerated in Zel-Argose, Vervos has a hand in almost all such acts, and Vervosan conjurers keep a close eye on all who break or bend the rules of engaging in deals with extraplanar outsiders and entities from beyond the void.

Zomskane (The Anonymous Coterie): The Zomskane coterie portrays two different faces to the outside world. One face presents the grand compound which guards its lucrative gate and the seat of its considerable political power. But the other champions the downtrodden of Argosa by administering to them in ways which unite and marshall their manpower to raise riots, block boulevards, expose or blackmail officials, and contribute to a dense network of spies, informants, errand-runners, and muscle to carry out their wishes. Few such individuals even know the true identity of their masters, as the Coterie's nimble politicians avoid any but the most

circumstantial evidence of involvement in the actions they undertake. Though the existence of Zomskane's network is well-known and often consulted, it has no open association with the Coterie and secretly applies its efforts to sussing out and crushing rival networks that attempt to leverage Zomskane or the Peerage for their own purposes.

NOTABLE LOCATIONS

The Auditor's Spire: This gleaming needle-like tower is an intact remnant from the ancient ruins of Zel-Argose rebuilt many times over the years. Like the gates themselves, the building is nearly impregnable. If not for its lack of a gate, the Coterie themselves would envy it. The spire's central location, however, also makes it an ideal symbol of power for their chosen law-keeper and intermediary, Auditor Jahera Fire-Eyes. Rumors persist of large dungeons underneath the structure, but only the city's most powerful citizens know for sure.

The Battle Pits: This large coliseum features not only a central battle arena but is ringed by several smaller amphitheaters. On "war day", the main stadium attracts large crowds for the main event, however, for a mere handful of copper coins, an attendee can observe a smaller match between less known opponents. Wealthy attendees can also purchase an all-day pass and stroll to whatever fight piques their interest. The Battle Pits feature combat between freefolk and slaves. Both may earn prize money, but the latter's winnings go to their masters.

Commarch's: One of Zel-Argose's most unusual venues, Commarch's is essentially a coffee and tea shop once the rumors and hype are stripped away. While innumerable bars and disreputable dives exist to strike shady and nefarious deals in Zel-Argose, only Commarch's reliably enforces neutrality within its walls. Here, die-hard Hegemony and Accord representatives can actually meet and converse under the watchful eyes of its efreeti proprietor, his discreet guards, and various technologies recovered from a nearby Patron ruin.

The Bestiarium: Many Argosan factions place restrictions on unusual creatures and livestock imported through the gates, citing ecological concerns and potential biohazards. At the Bestiarium, however, any number of exotic animals, mounts, and livestock appear for sale with a posted sign from the Office of the Auditor plainly stating the city holds no liability for unmanageable purchases, and that the current owner of any animal must take responsibility for its care and actions.

Chapel of the Blue Radiance: Zel-Argose has many chapels but few true temples. Despite its modest name, this mid-sized religious stronghold has sustained itself on tithes and offerings in both good times and bad. Its primary clergy eschews any overt spirituality, serving instead as the residence and ministry of The Azure Syndic, an incorporeal yllosan which manifests a physical presence whenever trouble comes to her sanctuary, while other clergy administer to the chapel's adherents. Although the priests promote a benevolent message and offer food and sanctuary to the city's impoverished children and homeless refugees from other worlds, many distrust their mysterious motives and inscrutable deity, Kytheklo.

The Juggler's Guild: This guild of jugglers, street magicians, and bards has their meeting hall here. The guild's dues grant members a place to practice their skills, access a job board for possible performance opportunities, and share their concerns. Secretly, it also serves as a front for a thieves' guild which lives in the shadow of the Coteries and preys upon their operations. Beneath the hall, a warren of underground passages and tunnels run the length of the city, many also providing access to unexplored ruins of the Patrons.

Morpheus Street: This causeway in the Artisan's Quarter caters to upscale iniquity and exotic services, including drug dens which offer a unique escape through transcendental experiences and magical tattoo artists whose ink animates in unusual and arcane ways. Most of the garishly decorated two-story buildings act as a residence and place of business, including a local brothel and boarding house whose prostitutes engage in tantric rituals that unlock past life recursions. Morpheus Street also hosts one of the city's few reliable exorcist guilds, as well as a psychic detective agency.

The River Zeph: This deep river originates from a spring atop nearby Mount Hyram. At its peak, the mountain remains above the snowline and captures moisture in the otherwise arid terrain. The natural spring combines with seasonal runoff, feeding the Zeph River which bisects the city. An underground plumbing system, perhaps Zel-Argose's greatest native technological achievement, diverts water to various public cisterns in every quarter. The river eventually flows into Toil Town and diverts into man-made irrigation ditches thereafter which snake out from the city for miles. These ditches provide the much-needed water to grow crops in Argosa's dry, but otherwise fertile fields.

Skytalon: This structure was once a massive archway towering over the city during the height of the Patrons' influence on Argosa. Sundered during the war with Principalities, it derives its name from its appearance as a massive animal talon jabbing at the sky. In the centuries since then, the weaker half of the monument was pulled down when smiths learned to cut its strange black metal and repurpose it in smelting forges. The other half of the arch retains its structural integrity and contains a working elevator powered by an unknown energy source. It now serves as a landing pad and mooring point for zeppelins and smaller airships which venture further into the hinterlands, carrying passengers, delivering freight, and collecting goods for off-world trade.

The Stockyards: Although the Coteries themselves do not traffic wholesale in slavery, Zel-Argose has no law against it, and many of them benefit by taxing such transactions. The Stockyards provide the city's slave market. Shaded pens of wrought iron are rented (or licensed for up to a full year) to slavers and are situated around numerous public auction blocks. On a busy day, three to four auctions might take place—two in the morning, and one or two more in the evening. It's a buyer's market when they accidentally occur simultaneously, as canny buyers may haggle with auctioneers between two different offerings.

Toiler's Square: Despite its uncharitable name, this massive open-air market is where free farmers, fishermen, and tradesmen ply their goods in Zel-Argose. The "toilers" as the Coteries derisively refer to them are heavily watched here by the Auditor's enforcers, as arguments and fights run counter-productive to fostering active trade in the city. Ironically, their presence encourages most vendors to police themselves, augmenting their stalls with mercenaries for added security.

A PRIMER ON GATES

The many gates created by the Patrons and the Principalities present a complex network referred to on most worlds as "The Weave." The gates often connect to the next closest gate, but countless factors come into play when the entire network is examined. Planetary rotation, gravity wells, and other cosmological and even magical forces govern where, when, and how far the gates can open. For example, some may only function under specific conditions, such as an eclipse or certain planetary alignments. And others may require certain keys, knowledge, or intrinsic qualities in those attempting to access them.

Gates vary in functionality and external appearance but adhere to some common elements. They universally accommodate a creature of Large size or smaller, though some are considerably larger giving rise to rumors of titans striding between worlds. They're almost always found where humanoid creatures dwell, either in the present or the ancient past. The Patrons and the Principalities created various species with a basic humanoid design in mind, believing it to be the perfect form for interacting with the unique environments of the multiverse. Gates may have singular or multiple connection points, although many are also fixed and unchanging. The actual entrance to a gate is always circular, whether perfectly round or oval or partially buried as an arc. All apparently operate in sync with the orbit of their homeworld around its given star, tapping into the gravity wells of this relationship to power and extend its reach to other solar systems and galaxies. Each gate is a minor artifact and physically indestructible—with one caveat. They *can* be rendered inoperable, but the method required to sabotage a gate is a closely guarded secret within the Bellianic Accord—the biological descendants of the ancient Patrons. Once sabotaged, a gate is rendered inoperable even if it remains indestructible, making them a precious resource to all who use them.

Beyond those basic qualities, gates vary greatly in function and outward appearance. A vertical upright metal ring is a common configuration, but numerous other gates have been found created from stone and set into ground. Some permit two-way traffic, while others are strictly one-way. Some gates are consistent and reliable, while others prove temperamental and fail from time to time. A few even require certain conditions to be met before they can open, such as a full moon, an eclipse, or a clear night to better read the heavens. A temperamental gate is often "ignited" with some form of intense energy to better stabilize it. Select gates even alter those who pass through them to acclimatize them to their destination. Stories also circulate that certain "chosen" individuals manifest amazing abilities

upon arrival on other worlds, a morphic manifestation which changes each and every time they pass through a gate.

The placement of gates often defy reason, but the time since their creation spans thousands of years and no extant species fully understands the secrets of their manufacture or the mystery behind their operation. Elder races realize there may once have been a context to their arrangement which no longer exists or became altered due to planetary upheaval, orbital changes, or the rise and fall of various civilizations tasked with maintaining them. As a result, the Gateway City of Zel-Argose is a mystery unto itself, and the many portals among its ruins may lead to more Patron enclaves where answers can be found and then applied to reaching even more worlds among the Weave of the multiverse.

THE VENDEL SOLAR SYSTEM

Home to Argosa, the Vendel system is a binary system boasting a handful of other planets and oddities orbiting one or both of its stars. The unique combination of a yellow main-sequence star and pulsar, and Argosa's figure eight orbit around and between them, may be the primary reason Argosa is blessed with such a concentration of gates.

Becedar: An ordinary yellow star in all respects, Becedar is seen by Argosa's inhabitants as a benevolent protector, keeping them safe against the treachery and chaos of its highly radioactive partner—the binary pulsar Palomb. The name Becedar means “The Witness” or “The Learner” and the star has often served as the chief god of earlier civilizations in the Vendel system. Certainly, the ancient ruins associated with the Patrons viewed Becedar as the more benign of their two suns, a purveyor of warmth and fertility.

Palomb: Palomb is by far the smaller of the two stars in the Vendel system, a gravitationally powerful pulsar which tore into the orbital range of Becedar many eons ago, shredding the orderly and ordinary star system and replacing it with something far more unique. Bits and pieces of ancient lore describe Palomb as “The Interloper” or “The Intruder,” blaming the pulsar for tricking Becedar into sharing the system with it and creating planetary cataclysms and near-extinction events in the process. Palomb often serves as an ill omen identified with trouble and misfortune, and the Argosan seasons affected by Palomb are characterized by cold and violent storms, contributing to its grim reputation.

Argosa: Argosa and its three moons orbit Becedar and Palomb in a figure eight orbit. The planet is protected from the harshest rays of Palomb by a dense upper atmosphere full of heavy elements and rare gases, as well as an orbit which avoids the pulsar's highest radiation. The unusual orbit and high levels of gravitational and cosmic energy unleashed on Argosa help explain the presence of so many gates on its surface, but scholars have never fully identified the link. Most of the sunlight which energizes Argosa's biosphere comes from Becedar, with Palomb contributing mostly harmful, high-energy rays deflected by Argosa's upper atmosphere. Thus, the planet's long orbit around its twin stars includes long and varied summers as it orbits Becedar, followed by a diverse set

of winters as it orbits Palomb. Argosa's weather is generally warm and calm during the long summer, but cold and stormy during the long winter, kept alive only by the weak radiance of Becedar from across the system, as the sheer energy pumping from Palomb contributes more light and turbulence than heat.

Styp: The largest of Argosa's moons, Styp is verdant and oblong, occupying a strange orbit 15 degrees off the planet's poles. The moon has a thick atmosphere that belches from the planet's hot springs, supporting lush thriving jungles full of hardy flora and fauna simple enough to survive Palomb's constant bombardment. Lacking Argosa's atmospheric protection, creatures that visit Styp for any length of time must bring protective suits or other means of shielding themselves from the pulsar's hostile rays.

Oppa: The smallest of Argosa's moons, Oppa is a small globe of gas surrounding a tiny metallic core that must be very dense indeed to hold the atmosphere together. The swirling orange and peach of the “surface” hides the core from all but the most rigorous inspection. No life or any features of note can be discerned on Oppa, though anything could be lurking out of sight below the surface.

Hepa: Once a planet in its own right, bright blue Hepa was captured by Argosa when Palomb hurtled into the system. Intelligent life thrives on Hepa, uniquely capable of withstanding the intense solar radiation of Palomb, but that life proves xenophobic and warlike, breathing an atmosphere entirely incompatible with most non-native species. So, most Argosans know very little about their neighboring moon and none of its planetary gates seem to reach it.

Xylla: Xylla closely orbits Palomb, enduring a deluge of x-rays making it difficult to study or explore. The planet's proximity to the pulsar has caused it to form into a diamond-like mass and it is unlikely that anything other than elementals or shielded constructs survive there. The crushing gravity, deadly radiation, and lack of a breathable atmosphere have kept Argosan explorers from paying a visit despite the discovery of an active gate in the hinterlands capable of reaching it.

Chrong: Chrong follows a distant elliptical orbit around Becedar, 40 degrees off the ecliptic and never nearing Argosa or its sister planets. Before the advent of Palomb, the thermally active planet harbored intelligent life, but according to the cryptic records left by the Patrons, only ruins now remain. Argosan astronomers have deduced the existence of life on the planet to this day, presumably warmed by geothermal sources, but no one knows what form that life could take so far from the light of Becedar.

Revan: Appearing in Argosa's skies once every 10 orbital cycles, Revan is a gargantuan comet whose unpredictable course frequently brings it through the system into dangerous proximity to the other bodies orbiting the binary stars. Every time it nears one of the planets, however, some property of the gravitational forces involved keeps a collision from taking place. These near collisions keep the comet's orbit unstable, and its strange cycles have significant effects on the functioning, smooth or otherwise, of Argosa's gates.



RYTHES, THE ONE-WAY WORLD

"Not everyone likes offworlders here, friend. The gates always let 'em through, but they get pretty upset when they realize they're just stranded here. After that, it all becomes a game of survival. The strong take what they want, and the weak die out. After that, those who remain get stronger by banding together, huddled around the gates 'cause life's more sustainable there. That's how the Barons came about. They control everything. Except one another, of course. But if you ask me, the real danger lies out there...in the Outlands. Anything that can survive the desert is far worse than what you'll find here. I know, 'cause that's where I live. And if you want to go there...to explore the ruins of the Ancients buried in the sand...you're gonna need a guide." —Sesek, wasteland wanderer of Rythes

Once-proud Rythes is one of the greatest casualties of the war between the Patrons and the Hegemony, its surface scoured and wracked when its own interplanetary gates, the Tears of Eternity, were turned against it. The Tears had been designed to bring health to the world and long life to its inhabitants, but when corrupted instead into engines of disease Rythes as a habitable world was nearly destroyed under the strain.

Over the long centuries, the detonated Tears of Eternity have been working to repair themselves, with the results just beginning to manifest. The areas around some of the Tears have become fertile again, with scrub and hardpan giving way to more verdant plant life, painstakingly tended and encouraged by the locals. A community has claimed each of these oases for its own, some simply trying to keep themselves fed but others trying to remake civilization one oasis at a time. These baronies are beacons of civilization on Rythes, and their reach continues to expand as the Tears become more powerful.

The scouring of Rythes was thorough, however, and involved the corruption of nearly every gate on the planet. In recent years, however, the power of one of the healing Tears has brought a singular gate to life again, but it only works one way, allowing outsiders to reach Rythes but gives no hope of a return passage.

With the oases of healed land expanding from the Tears and new blood trickling in through the solitary gate, Rythes is starting to change. Can the planet overcome its past and become great again?

PREHISTORY

Centuries ago, the garden world of Rythes was hub-world, one of the jewels of the Weave constructed by the far-reaching Patrons. With many gates leading to far-flung worlds, it served as a regional capital for its creators. An already clement world was made a paradise by the Tears of Eternity, powerful artifacts which granted abundance and long life to all who dwelt near them. The war between the Patrons and the Hegemony was not kind to this artificial Eden, as the Hegemony devised the means to corrupt the Tears of Eternity, inverting their life-giving power to instead spread plague, famine, and desolation across the planet. The gardens withered and death stalked the land. This corruption of their true purpose caused many of the Tears of Eternity to implode under the stress, creating an eruptive cataclysm whose impact and aftermath raised entire mountain ranges and shattered the landscape, wreaking devastation on top of the calamity brought on by the corruption spread by the tainted Tears. The energetic backlash of this event purged the corruption that had engulfed the land, but in the same stroke it scoured the gardens and leveled the temples, palaces, and gateways to other worlds. Nothing was left but a few bewildered survivors, scattered across the face of a nearly dead world.

While many desperate survivors descended into brigandry and barbarism, some tried to gather the remaining vestiges of technology and culture together to preserve them for future rebuilding. These preservationists formed monastic orders to keep the knowledge of the past alive. In the peninsula now inhabited by the broken baronies, some of that preservation ethic was focused on the *Opus Aeterna*, a magical codex that contained the knowledge and power necessary to repair gates. However, in the chaos following the desolation, the pages of the *Opus Aeterna* were scattered to the four winds. Many pages have been gathered together once more, though the knowledge of their significance has largely faded and they are venerated as holy icons and relics in and of themselves, but with little understanding of what is preserved within them.

CLIMATE

Once tightly controlled by the Patrons to turn the planet into an unrivaled garden, the climate and weather of Rythes are now profoundly broken. In the past, rains came when and where they were needed, cloud cover was an aesthetic to be turned on and off according to plan. If the detonation of the Tears had destroyed the entire climate control system, the planet would have been able to heal itself in time, developing a new homeostasis. The break was not so clean, however, and the weather control systems remain operational but the elegantly balanced system that controlled them is no more, with no skilled engineers around to maintain it or manage it to ensure that all parts of the system work in harmony. Instead, much of the world lies under the thrall of dessicating systems that keep water from evaporating from the sea and forming clouds. The only area near the Broken Baronies that seems to have a functioning system is the mountains to the north, though whether that is due to a completely broken system that allowed nature to reassert itself or a functioning system that provides precipitation as needed is unclear.

SECRETS OF THE PATRONS

Even the terrible destruction of the Tears of Eternity could not efface all evidence of the Patrons from the surface of Rythes. Some artifacts were shielded from the detonations and the worst of the following catastrophe, either by their location or their own defenses. When these are found on the surface, they are usually viewed with suspicion and are avoided.

While the surface of the Outlands has been blasted and eroded into naturalistic barrens, occasionally erosion or landslides will open up passages below the ground, leading into installations sufficiently hardened or deep enough underground to survive the cataclysm. Locals treat these discoveries much as they do the surface artifacts and often attempt to collapse entrances they find or otherwise make them impassible. Unblockable entrances to the underworld are surrounded by warning signs to keep the curious away from the real or imagined dangers that lurk beneath.

The suspicions of the populace are easily aroused, and they have not yet moved beyond guilt by association. Offworlders who interact to any significant degree with artifacts and ruins may find themselves taking the blame next time disaster befalls the nearest barony.

One question that has surely crossed the mind of every explorer stranded on Rythes is whether there are oases anywhere else on the planet or whether they're restricted to the peninsula of the Broken Baronies. The locals eschew sea travel entirely, citing run-ins with terrible sea monsters, and there are no stories of anyone traveling off the peninsula by land and coming back to tell the tale. It is possible that the entire planet beyond the peninsula is just a desert of scrub interspersed with hostile mountains, but perhaps more oases await exploration.

GEOGRAPHY

Rythes retains a few small vestiges of its former garden glory, and the general shape of the continents and seas remains familiar to those consulting ancient maps, but most of the planet's geography has been altered beyond recognition. Rythes was highly urbanized before the desolation, with expansive parks, reserves, and hanging gardens connecting cities spread across the face of the land, save only in the high mountain peaks. Those urban areas, however, were where the Tears of Eternity were kept, and much as they reaped the Tears' bounty during the halcyon days of the planet's history, so in turn they suffered the most grievous destruction of all when things went terribly awry. The lowlands now harbor the few oases around which the Baronies have grown, but otherwise they remain desolate wastelands of scrub, hardpan, and broken rock.

Outlands: The formerly verdant lowlands of Rythes have become the Outlands. These dusty barrens hide the shattered ruins of dozens of fallen cities that sleep in crumbled heaps

beneath the feet of desert travelers. So complete was the devastation of this region, that most of the cities were utterly flattened by the cataclysmic shockwaves that reverberated from the imploding Tears of Eternity. In few places, however, what lies beneath the surface is faintly evident to the trained eye, as eerily regular hills, slopes, and canyons mirror the structure of the long-gone city buried within.

The Patrons' building materials, where they survived the cataclysm at all, typically fused into a distinctive schist, a brown stone veined with purple. Many of the baronies mine this stone from the Outlands and use it for construction, not knowing that they are building with the bones of the past.

Baronies: The Baronies have sprung up around the oases growing around the healing Tears of Eternity. These small verdant zones are largely similar to the wastes that surround them in terms of sitting atop ancient structures, and massifs of the fused brown and purple rock. The baronies are, of course, far more fertile than the surrounding terrain, though the extent of this fecundity varies wildly based on how far a given Tear has progressed in repairing itself and other aspects of the surrounding terrain and native plant life.

The ancestors of the people inhabiting the baronies were raiders who settled down as agriculture became possible around the oases, but they are many generations separated from that life now and generally see themselves as more civilized. This is a matter of context, however, and visitors from the urbane worlds of the Weave may find the baronies' version of civilization rough and crude. Each of the baronies on the peninsula has developed an autocratic monarchy, whether officially or *de facto*, and the notion of civil authority not derived from the use of force is a concept still in its infancy here.

Mountains: Mostly untouched by the past cataclysm, the mountains of Rythes are largely uncharted, aside from occasional seismic and tectonic shifts. The Patrons left the mountains in their natural state, and few installations or artifacts were ever located there. The mountains harbor far richer biodiversity than the wastes below, but many of the creatures found there are inimical to humanoids. The mountains see much more rainfall than the outlands, draining through rivers either to Hargo Lake or out to the sea. Strangely, according to records kept by the monastery of St. Stoneheart, the rains began only a few centuries ago, around the same time that the oases began to spread in earnest across the baronies.

Monasteries: While the baronies are the economic lifeblood of the peninsula, the various monasteries represent its strongest connection to its glorious past. The monasteries attempt to keep that past alive through worship and preservation, though their success in this endeavor is uneven. They also look to the future, believing that their worship and veneration are necessary for God to heal the world by spreading the oases. Each monastery reveres a different saint and each has radically different systems of worship, but all claim to ultimately worship the same god and are all preoccupied with the grand mission of healing a broken world.

HISTORY AND SOCIETY

The history of Rythes since the fall is largely a matter of speculation, as what few records remain in the monasteries are unreliable and often written centuries after the events they record. It was long after the destruction that society began to rebuild itself, and the earliest hints of civilization's return are accounts of the oases drawing local survivors into closer community and once again tending the land as their legendary ancestors did. Once the baronies became large enough to attract notice, the reclusive monasteries made contact with those nearby and began trading with them, slowly increasing their commerce for their mutual benefit. The monasteries helped further civilize the baronies through remnants of reclaimed technology they had unearthed, as well as providing the secrets of engineering, basic science, and magic. In return, the baronies supported the monasteries with tithes of foodstuffs, tools, labor, and new recruits to swell their ranks and replenish their anemic numbers.

As the baronies connected with each other, forming trade and pilgrimage routes between monasteries, the peninsula began to take on greater character as a unified civilization. With this development, the lawless wastes receded to current boundaries established by each baron. Immigrants have added

IMMIGRATION

With the gate in the Barony of Dust enabling one-way traffic again, an erratic trickle of offworlders arrives through it from the hub world of Argosa, generally a dozen or so travelers a year. Few of these immigrants realize the gate is only one-way or that no other gates can take them off planet to a different world. Hence, immigrants generally come as explorers and historians with adventure, knowledge and profit in mind; or as unfortunates forced through the gate, or passing through it without realizing what they're getting into, and often expecting a civilization on the other side much like the one they have just left, realizing to their dismay how very different things are on Rythes.

The explorers and historians arriving here were at least prepared for the adversity they would face, even if they did not know there was no return trip in store. Hence, they have spread across the Broken Baronies, often searching for more functioning gates but also making the best of their situation by exploring and excavating the ruins seeking ancient artifacts and structures. The more numerous unprepared immigrants, once they overcome their initial bewilderment, generally do their best to blend into the local population, filling various niches in the baronies or fleeing into the Outlands. Offworlders of either stripes often die before they get their feet under them in this new hostile world, but their slow but steady in-migration has led to nearly 10% of the total population of the Broken Baronies being offworlders or their descendants still striving to fit in among the native-born.

to this mix, bringing knowledge to the locals of an entire multiverse of worlds that awaits on the far side of the gates, even if they cannot currently reach them again. This realization is not universally welcomed, however, and most barons remain suspicious of offworlders, even as they covet the technologies and treasures they bring with them.

RELIGION

The monasteries of the Broken Baronies follow several different creeds, and the rules of worship within each stronghold are so varied as to be mutually incomprehensible. Those creeds all boil down to worship of a single all-powerful god, and the centerpiece of their worship is a belief that if this god is pleased, it will heal Rythes once again. There is no theological agreement on whether the wrath of this deity caused the destruction of the world in the first place, but all can clearly see that the world is continuing to heal via the ever-expanding oases, and that hope keeps the monastics going forward with zeal where their predecessors were more often driven by the rote preservation of ritual, knowledge, and other esoteric pursuits.

Outside of the monasteries, religious beliefs are as rough and ready as the rest of society, with occasional aberrations such as the extreme anti-arcane absolutism of True Veleate. In most cases, religion is simply used to encourage the positive impulses already present in the baronies, such as the emphasis on agriculture in the Barony of the Bloom.

LAW AND GOVERNMENT

Legal systems on the peninsula of the Broken Baronies are rooted entirely in the authority of each baron personally, and the rule of law exists only in the most attenuated form in the Outlands. To the extent that all of the baronies share the basic laws of humanoid societies across the Weave, these laws are likely to be enforced somewhat equally across the peninsula. A traveler assaulted halfway between the Barony of Dust and the Barony of Merebec can request the same justice whichever way she goes for aid. That said, justice is generally recumbent and reactive—while the leaders of any Barony will exert themselves enough to lock up a criminal in their own communities, they're unlikely to send a posse out into the wastes to bring them in. On those rare occasions when the arm of the law is extended into the wastes, it usually executed by hired mercenaries or thief-takers rather than constables or guards, as few people with options choose to tempt fate by tracking criminals into the wastes.

This system results in a halo of criminals and ne'er-do-wells ringing the outskirts of each barony, living just outside the reach of the law, remaining on the fringes of the Outlands to avoid its dangers with infrequent trips into the more settled regions as their business demands. A penumbra of law thus shades the periphery of the baronies, but even this penumbra falters just a few miles out into the wastes.

The law of the Outlands is simple: Do whatever you have the power to do. While most waste-dwellers are raiders who revel in plunder and slaughter, a fair number of travelers, outcasts, and adventurers of less predatory nature also call the wastes home.

Survivors in the wastes understand that looking for trouble leads to a short life, so outlanders are generally polite but standoffish, wary of raiders in dissembling guise. Their caution and savvy keeps them alive, but if befriended an outlander can provide a treasure trove of survival knowledge. However friendly, though, those who dwell in the outlands are seen as outsiders to polite society, and those letting their social ties languish in the baronies in favor of friendships in the outer rim are eventually ostracized by those they once knew, reduced in their eyes to just another dusty-faced raider.

The law in most baronies is utilitarian and summary. None of the barons are wealthy enough nor stable enough in their authority to allow much leniency without emboldening their rivals, and most serious crimes lead to exile or death. Often the penalty for lesser crimes has more to do with individual connections than justice, and it is typical for disputes to be settled by money changing hands.

THE BROKEN BARONIES

Barony of Dust: The Barony of Dust is the least verdant and least developed of the Broken Baronies. The oasis around which the Barony is based is underwater, and while this has created an abundance of sea life, none of it is edible but the bitter seaweed. Nature's bounty in the barony mostly takes the form of the chag, a chitinous giant beetle used for meat and a source of chitin for armor, weapons, and tools.

The only settlement of note in the barony is the small town of Buckle, an unimposing fortress filled with a handful of tents and crude structures. The "baron" of the Buckle is a rodent-like humanoid named Wuli who runs the local watering hole and keeps his grip on power mostly through the collective apathy of the populace and his status as an ale-fueled information nexus; his loose-lipped patrons ensure that he knows everything happening in the region.

Aside from being a source of chag-shell armor, the Barony of Dust also is the location of the one working gate on Rythes and thus is the entry point for all immigrants. Wuli has yet to capitalize on this phenomenon, aside from guarding against dangerous newcomers and putting peaceful immigrants to work doing dangerous odd jobs for him.

Barony of Merebec: Unlike the Barony of Dust, the Barony of Merebec a prominent oasis, with a prodigious growth of climbing, clinging, and draping moss everywhere. The ubiquitous green shrouds and carpets are kept clear of the roads and squares mostly by dint of foot traffic. Cultivation and breeding of the barony's moss is the central fact of life in the major settlement of Trebelbet, which has grown wealthy off the many uses for the moss, from food to textiles to pungent Mossbeard Ale.

Trebelbet is much larger than Buckle, with 20-foot-high walls surrounding many buildings, including the Mossbeard Alehouse, Craebin's General Store, and the palace of Baron Yacob. The Baron rules Merebec with a light hand and is a hereditary ruler who seems to be going through the motions primarily because there's nobody else better qualified.



While outwardly cosmopolitan in some ways, under the surface Merebec is far less trusting of strangers than the humble hamlet of Buckle. Merebec is surrounded by raiders, and their constant depredations have largely exhausted any goodwill the people once had. The residents of Merebec are generally religious and revere St. Albat of the Soil, to whose intercession they attribute the fecundity of their local plant life.

The Blue Barony: Off the major trade routes, the Blue Barony occupies the island and mainland around a nearly enclosed bay on the peninsula's coast. The Tear sunken in the middle of that bay supports a proliferation of sea life, including vibrant coral reefs and teeming shoals of brightly colored fish, and fishing is the most common occupation here by far. While some few farmers and fisherfolk make their living on the coast of the peninsula, that area is seen as the domain of the reckless or desperate since raids from the interior occur there more often. All who live on the coast have a boat at the ready in case of trouble, and several watchtowers line the edge of the wastes, manned by the monks of St. Oolaav, standing ready to light the beacons in case of attack.

Most of the population of the barony live on the beautiful Lazuli Island, whose unusual blue rock cliffs give the barony its name. The landward side of the island is riddled with artificial caves from the bayside to the summit, cunningly constructed with the excess bluestone creating jetties and quays for the fishing fleet.

The advanced engineering marvels of the Blue Barony, from the tall watchtowers to the exquisite blue caves of the city, are all due to the monks of St. Oolaav, also known as Oolaav the Builder. Oolaav represents the creative spark that God instilled in its creations, and the Oolaavine monks have husbanded numerous engineering and crafting projects through the

centuries. They willingly share this knowledge with the people of the Blue Barony in exchange for a secure position near the top of the barony's government. While Baron Resker runs the civil administration of the barony, the Oolaavine monks run their own affairs and are shown considerable deference by the Baron and everyone else in the barony.

Barony of Veleate: The Barony of Veleate encompasses the newly fertile lands on the northern edge of Hargo Lake, as well as the luminous Island of Orange, an island prison from which orange light pours forth day or night. True Veleate is the capital and largest settlement in the barony, but other smaller settlements dot the slowly expanding oasis.

The citizens of the barony worship God in its guise as the Bountiful Morrow, believing that pious lives and good works will please God and cause it to heal the world. Unfortunately, Veleate was a late-blooming oasis, and as they saw other baronies grow lush while theirs lagged their faith was sorely tested. The current leader of True Veleate is Onkat-Oun, the Tiller of Souls, an ecclesiast who believes that use of arcane magic is either impeding the planet's recovery or offending God to the point where the foreordained healing is being retarded or postponed. Since the spread of the oasis has coincidentally increased since Onkat-Oun's passed these new laws, the citizens of True Veleate have come to believe that banishing arcane magic is working as their spiritual shepherd intended. In Onkat-Oun's True Veleate, law is maintained by the Witchbreakers, who hunt down arcane magic users and make sure the citizenry cooperate in maintaining the ban on such practices and reporting violators to the monks for proper punishment.

True Veleate is a sizeable city by Rythes standards and stretches up the hill from the dock, but its most striking feature is the Dockmaster's Hall. This is the seat of power for the Tiller of Souls, and all newcomers entering True Veleate are checked here for arcane magic before being allowed to enter.

Barony of the Bloom: The Barony of the Bloom is an idyllic island that nearly kisses the peninsula at the Jenjac ferry, while its seaward tip is crowned by Mount Blossom, home to the monastery of St. Ioh. The island is dotted with cenotes, water-filled sinkholes that provide irrigation to the nearby farms. The entire island is a riot of plant life and the population, save for the monks, is almost entirely given over to farming. Unlike the rest of the Broken Baronies, who farm mostly for food, the Barony of the Bloom sets aside much of its labor for decorative trees and flowers. The abundance of the barony means there is a ready surplus of food, and the citizens are generous and welcoming to outsiders.

The Barony of Bloom, citizens and monks alike, is unified in its reverence of St. Ioh, who taught them how to irrigate and bring many beautiful, useful, and exotic plants into bloom. The monastery's hierarchy and the government of the Barony are one and the same, with the Grandfather of Flowers at the top, literally and figuratively, looking down from his greenhouse monastery at the top of Mount Blossom.

While the Barony of the Bloom is a cornucopia of food, the distance and danger between the island and the rest of the baronies keeps the island's surplus from benefiting the rest of the peninsula. Nestled in their agricultural utopia, the monks of St. Ioh have shown little enthusiasm for increasing trade along the treacherous route to their neighbors. Once the island is fully cultivated, perhaps they will expand their reach, and their agricultural success will surely win over those wishing to curry favor with them.

THE OUTLANDS

Outside the baronies, life on Rythes is hard and the privations of the environment cruel. The Outlands fall outside the healing powers of the Tears of Eternity, ranging from scrub desert to blasted plains of dust, with little to no arable land. Those that live in the Outlands match the terrain—tough, inhospitable, and frequently murderous. The animal life and even the sparse plant life are each lethal in their own way, from giant scorpions to thorny relatives of the assassin vine guarding the few meager sources of moisture.

The Outlands contain the same mix of humanoids that live in the baronies, including the flotsam and jetsam coming through the planet's sole functioning gate blended with the scattered descendants of pre-cataclysm Rythes. Sometimes these outlanders are lone wanderers, explorers, and scavengers, but often they form into gangs of raiders that plague caravans and even launch barbaric forays into the heart of the baronies themselves.

Raider groups in the Outlands run the gamut in terms of size, organization, and style, from berserkers who charge into battle against anyone they identify as an interloper, to wily ambushers

who set traps in narrow canyons to snare the unwary. Some groups are bloodthirsty killers, but just as many will merely strip victims of useful supplies and leave them to die in the desert or stagger in desperation back to civilization to tell tales of the raiders' ferocity.

One legendary raider group is the Night Caravan, a mounted troop of scavengers who ride hardy local camel-like creatures. The Night Caravan has no home base, with camels carrying all of the raiders' possessions as well as their families. As their name suggests, they never attack during the day, and nobody has ever claimed to have seen them in the light. The Night Caravan attacks during moonless periods, sweeping down on caravans that have already bedded down for the night. The vanguard sweeps through the encampment, slaying any guards, while the rest surge through the camp menacing anyone who would fight back but otherwise focusing solely on stripping the victims of their valuables and supplies. Unlike some raiders, the Night Caravan does not steal or kill pack animals and always leaves its victims with enough supplies to survive. As soon as the looting is complete, the raiders leap back on their camels and the Night Caravan is gone as quickly as it arrived, leaving scattered supplies and dead guards in its wake.

As unpleasant as a visit from the Night Caravan is, it is far preferable to being caught by the Cottonmouths, a gang of raiders renowned for wasting nothing of their victims. When caravans that have been hit by the Cottonmouths are found afterward, nothing remaining but the skeletons of their victims and pack beasts alike, often missing their skulls or other bones. The rare survivors of the Cottonmouths tell tales of bestial raiders adorned with skins and skulls, slaughtering every living thing in their path for meat, sinew, and blood.

While most raiders are of the same mix of races as the citizens of the baronies, there are a few sentient species that make the Outlands their home exclusively. The two most prominent examples are the hairless Rythes gnolls and the reptilian syaandi (see page 706).

Rythes gnolls are fearsome fighters who ride wild boars into battle. They are well-adapted to the desert and are the most serious threat to the baronies. While other raiders seek out soft targets unable to protect themselves, Rythes gnolls frequently launch raids against well-defended caravans and travelers. Rythes gnolls are nigh fearless in battle, driven by the ever-present need for sustenance that the desert cannot provide. When not actively raiding, Rythes gnolls tend to wander in large nomadic groups, husbanding their herds of boars and teaching their young the ways of the desert. The gnolls congregate near the major sources of water, primarily Hargo Lake and the Peakborn River. Beyond these homelands, any Rythes gnoll encountered is likely to be part of an active raiding party.

Syaandi live in small family groups, generally keeping to themselves. They occasionally engage in raiding but are equally likely to extend a diplomatic hand to those who need aid and prove themselves worthy of it. Syaandi survive by learning the ways of their desert homes, where water and edible plants can be found and where the few game animals can be hunted. While

syaandi generally leave the baronies alone, they've been known to augment their stores by opportunistic attacks on caravans and rival raider groups alike. Syaandi are generally hesitant to help outsiders, but each syaandi family group is closely tied by bonds of blood and history with each other group. Hurting one set of syaandi is likely to provoke a deadly blood feud as word of the attack spreads until every syaandi group in the area is out for vengeance. This penchant for solidarity works well to dissuade others from molesting them, and even Rythes gnolls think twice before attacking a syaandi encampment unless they think they can leave no survivors to tell the tale and no trace of who did the deed.

In addition to the often-hostile sentient races of the Outlands, the ordinary flora and fauna of the wastes is lethal to those who don't know how to comport themselves. Typical desert dangers abound—from uncountable vermin of every size, with scorpions and ant lions the most fearsome, to an array of other desert predators and carrion scavengers that eagerly stalk small groups of travelers. The rare sources of water are the epicenter of thriving ecosystems of danger, from thorny assassin vines lying in wait to poisonous cacti and succulents that lure the unwary to their doom and then leach their blood out of the dust. For those who know the signs, however, these creatures provide signposts pointing to precious water. Experienced denizens of the Outlands know how to avoid most of the hazards, most of the time, and know which plants and animals provide the best source of sustenance and which are deadly. Aside from mere survival, certain plant species of the Outlands also point to more esoteric rewards, with some only growing adjacent to special materials and deposits left by the Patrons. Only the most experienced and knowledgeable outlanders know the patterns of life that lead to ancient installations and abandoned tunnels, and they guard that knowledge jealously.

THE MONASTERIES

Abby of St. Oolaav: The Abby of St. Oolaav sits at the peak of Lazuli Island in the Blue Barony. The monks of St. Oolaav are intimately involved in the lives of their barony, providing engineering expertise and guidance on everything from public works projects to individual dwellings. The abbey's library contains many great reference works of science and engineering which the monks assiduously copy and preserve.

St. Albat of the Soil: The monks of St. Albat live in caves in the Songwheel River basin, living ascetic lives copying an ancient sheet of complicated diagrams handed down to them by St. Albat. None of the monks have any understanding of these diagrams other than their holy nature, content to simply preserve them for future generations. When the monks are not copying their treasures, they are covering themselves in the mud of the river in an attempt to return life to themselves by bonding with the still-healing land.

Sacred Caves of St. Menande: The monks of St. Menande used to travel all across the Broken Baronies to spread hope that the prophesied rebirth would happen soon. The monks, all halflings, gnomes, and other small races, have recently become

more reclusive and no longer leave the areas near their caves. Flower-bedecked statues and songs of praise give the area a festive atmosphere.

St. Stoneheart: Of all the monasteries, St. Stoneheart's is the farthest off the beaten path. While the rest of the monasteries guide baronies from within or sit on the major trade route of the Songwheel River basin, St. Stoneheart's is nearly inaccessible, high in the mountains beyond the Mercaedur Mines. The monastery can only be reached by hugging the banks of the Peakborn River all the way from Hargo Lake, through wastes of deadly raiders and then dangerously steep mountainous terrain.

Visitors who make it to the monastery find the monks friendly but reticent, as St. Stoneheart's is a repository of artifacts from before the destruction, and St. Stoneheart taught her followers that those artifacts would trigger further destruction if given into the hands of the unworthy. The monks of St. Stoneheart wait, marking time until the lowlands advance enough to be worthy of rediscovering the secrets of the past.

St. Ioh: The monastery of St. Ioh is a garden monastery, sitting among the clouds on the highest reaches of Mount Blossom. From its perch it guides more than rules the Barony of the Bloom. Monks of St. Ioh tend plants and teach others how to do the same, spreading St. Ioh's religious strictures and practical advice. The holy of holies of the monastery is a shimmering greenhouse that holds the most exotic, fragile, and beautiful plants on all of Rythes.

THE HYRAX SOLAR SYSTEM

Rythes's star was called Hyrax by the Patrons, but the latterday locals on Rythes just refer to it as the Sun. This sun is a typical middling yellow star of the type favored by the Patrons and is generally unremarkable. When Rythes was still an important hub world at the center of the Weave, Hyrax was ringed by small orbital stations researching ways to harness solar power to communicate across the vast gulfs of space. Abandoned after the destruction of Rythes, most of these stations eventually fell into the star's gravitational pull, but one station remains, its orbit as perfect as when Rythes fell. Invisible from any of the planets due to Hyrax's brightness, Station Conductor 4 shows no sign of habitation except for its improbable, well-maintained orbit.

Gerrocene: The innermost planet of Hyrax's system, Gerrocene is a rocky, small inner planet, zipping quickly around its star, tidally locked with a meltingly hot day side and a frozen night side. The termination zone where day meets night is ringed by Patron installations connected to each other in an unbroken chain of tunnel and conduit except in one location, where a starburst of char marks an ancient explosion. The ring installation was originally intended to power a giant gate structure in the middle of the night side of the planet.

The Glitter Cloud: The orbit between Gerrocene and Rythes is full of enough mass to form a mid-sized planet. The planetesimals are machined into strange arcane shapes, and many are large enough to be seen from Rythes with the naked eye on a clear night, when the shiny faces of the shapes

catch Hyrax's light. Known to the astronomically minded as the Glitter Cloud, these objects might once have been a planet deconstructed utterly by the Patrons or some other powerful force for who knows what reason. Whether any of the planetesimals harbor life or anything of interest is unknowable from the planet's surface.

Rythes: Rythes, the third planet from Hyrax, is an improbable world of oceans and deserts with little else. The planet has almost no cloud cover, and what cloud cover there is seems to rise and disperse over specific areas without moving farther afield.

In orbit around Rythes, below the level of its two moons, are a multitude of artificial satellites in geosynchronous orbit. Built to serve a multitude of purposes in the time of the Patrons, these satellite stations have been abandoned for ages. Some still function, interacting in complex ways with the Tears of Eternity on the planet's surface. Many of the stations are weather control machines, prepared to return Rythes' original ecology with the necessary rain to sustain a healthy global ecosystem, and wait only for someone to reboot the system.

Semnis: Rythes' larger moon rotates the planet sedately, providing Rythes with moderate tides and a guiding light in the night. Its surface is shaded with narrowly set furrows that trace around the moon in elaborate motifs of amplification and interference. The surface is airless and no Patron installations are in evidence, despite the seemingly purposeful surface architecture.

Gurjis: Rythes' smaller moon zips around the planet at a much lower orbit, doing little to influence the tides. It is red in coloration and not entirely spherical. As the red egg of Gurjis passes between Semnis and the planet below, the shape occludes various grooves and intersections on the larger moon from different points on the planet, possibly as a form of divination or just high concept art.

Emerald: A bright green point in Rythes' sky, Emerald is a world under glass. The Patrons put in place a force field high in the planet's skies which holds in the heat, allowing what would ordinarily be a cold planet to run riot with life. The landmass that surrounds Emerald's small seas is green with life, mostly tall canopied dense forests where the density of life is matched only by its danger. On Emerald is imprisoned the descendants of the Jaezhan, a species that once warred with the Patrons. The remnants of the Jaezhan were put on this metal-poor prison planet in hopes that over the millennia they would learn the ways of peace and cooperation. They've certainly learned to cooperate with each other if nothing else, building their way back from savagery with little memory of their lost heritage and beginning to look again to the stars.

Sorpose: The largest planet orbiting Hyrax by a factor of 10, Sorpose is an angry red gas giant, the ochre swirls of its storms giving the planet a beautiful but sinister appearance. It has dozens of small moons as well as an intermittent ring system. Two of the moons are large enough to be spherical—Galsi is an ice moon, perfectly smooth, while Rofecti is torn into seismic chaos by Sorpose's gravity, with volcanoes constantly recycling

its molten core onto its surface. Strange crystalline matrices of unknown origin can be found among the icy rings of Sorpose, which seem to be slowly organizing the rest of their rings into the same pattern. A Patron installation originally intended to monitor the matrices sits among them, its bulkheads encrusted by crystalline growths that seem intended to connect the aberration into the complex symmetry of the whole.

Pasich: Pasich is the farthest planet from Hyrax, a planet of brilliant crystal. From space the planet presents a fuzzy affect, the surface being less a hard limit and more a gradual attenuation of the density of the crystal structures. The Patrons never had a presence around Pasich, and its crystalline surface is unmarred by anything.

KYLORN, THE SUNSET WORLD

"Do you think me a fool stranger? You claim to come from a land where the sun moves across the sky. The sun never moves, it rests in the same position in the firmament as it always has! If it were to move to hang over us then the land around would surely turn barren, wither, and die. Yes, if you were to travel far enough sunward then you would reach the Daybreak lands and then eventually the Daylands but that would be because you would have travelled much closer to where the sun actually is. I think maybe you have been to the deserts of the Sun Lands and the endless burning heat and blinding light have scorched your brain and driven you mad. That, and the well-known fact that those who dwell on the edge of Daylands are all notorious for being thieves, brigands, and liars, like you!"

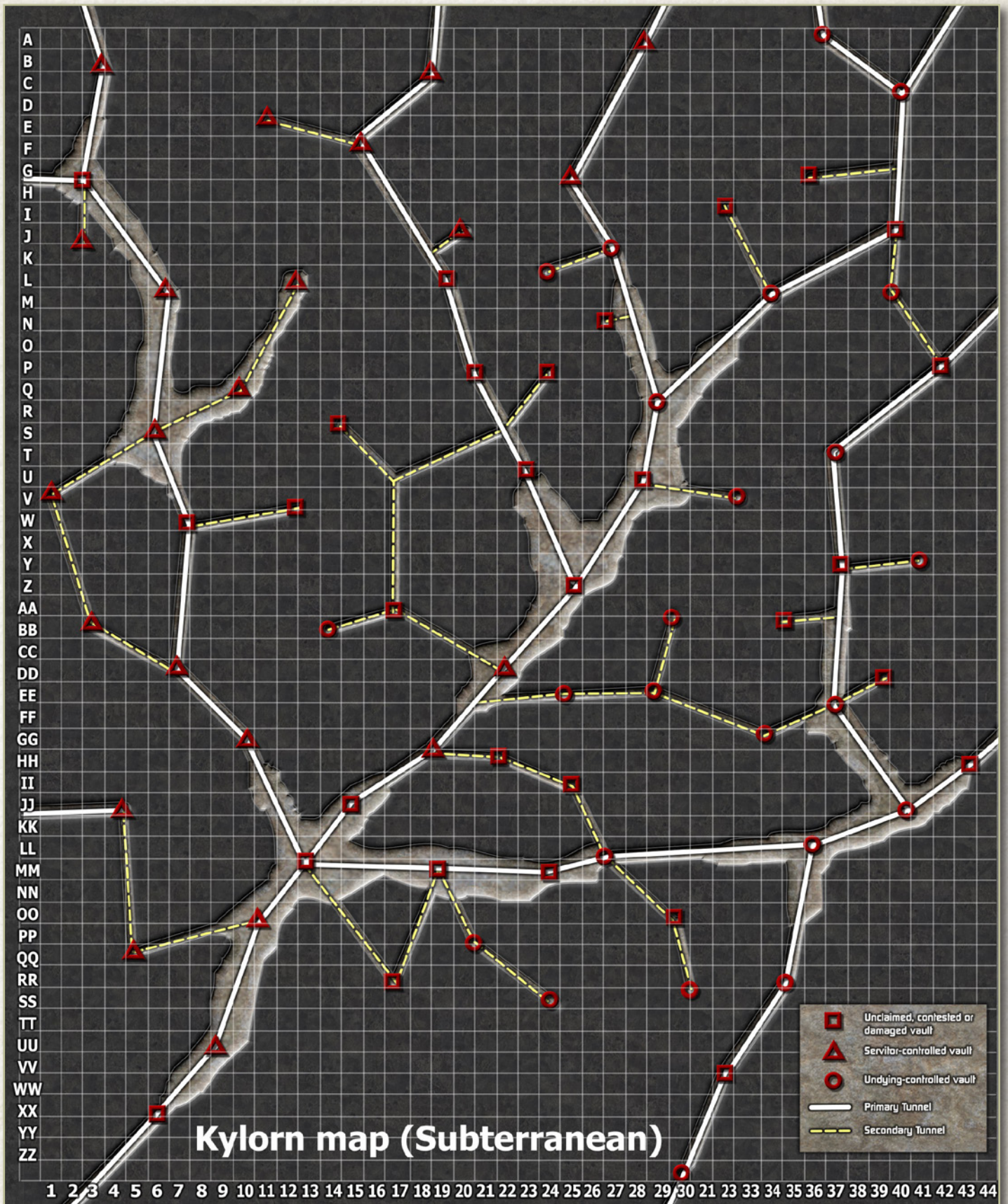
That said, your skin is a strange sickly color, not a healthy mauve like ours. So maybe you're a disease carrier, or perhaps some kind of filthy spy from a barbaric Night Lands tribe, in any case you are under arrest and are coming with us!" - A first meeting with Captain Rhiach of the Ryvanian Imperial Patrol

At first, a stranger to Kylorn might only see the idyllic Sunset lands where the constant light from an eternal sunset produces glorious ever-changing skylines of myriad hues and shades of color. Looking further afield quickly reveals that one side of the planet is a burning desert, continually scorched by sunlight, the other a frozen wilderness of unending night.

However, there are still dangers in the fertile habitability zone which lies between day and night, living bioweapons and other vestiges of a long-forgotten war, a war which climaxed when ancient weapons of unimaginable power were used to halt Kylorn's planetary rotation. Beneath the planet's surface lie seemingly endless tunnels and vaults from this time. Deep underground there are sealed vaults holding potent knowledge and powerful technologies. Here can also be found the keepers of these vaults: highly intelligent guardian automatons still following ancient directives as well as the undying remnants of the original Kylornians who hold devoted loyalty to their undead ruler. Kylorn has many valuable resources and ancient mysteries, but are the people of Kylorn ready to retake the stage of the greater multiverse again? Only time will tell.



1 square = 20 miles



1 square = 20 miles



PREHISTORY

Long ago, Kylorn was an ancient Patron stronghold world. The planet was attacked repeatedly by the malignant Principalities as they waged interstellar war against the Patrons. The Patrons and their allies tunneled out a multitude of vaults and tunnels deep beneath Kylorn to provide refuge from the evil minions of the Principalities.

Finally, the Principalities used one of their most powerful weapons to halt Kylorn's planetary rotation. This cataclysmic event and its aftermath became known on Kylorn as the End of Time. Kylorn's remaining population faced extinction as their supplies and atmosphere slowly ran out. The vaults below the surface started to go deathly silent.

Seeking the means to extend their lives until the planet recovered, some chose to transfer their minds into artificial bodies, becoming a society known as the Servitors. Many others followed their Empress, sacrificing themselves in necromantic rituals to become undead abominations known collectively as the Undying. For thousands of years these two groups endured a hostile standoff as the planet's surface ecosystem slowly reached a new equilibrium.

After much deliberation, the Servitors unlocked some of the ancient vaults holding the Patron's genetic seed material to trigger a genesis-like event from which sentient people and

many other flora and fauna emerged to find their ecological niche and footing in the Sunset lands. These new natives have some adaption to Kylorn's tidally locked state but are still undeveloped and lack advanced technology.

CLIMATE

While Kylorn remains tidally locked, over long ages the planet has eventually reached a form of environmental equilibrium. Kylorn's size and distance from the sun has aided in reforming a sustainable atmospheric environment after the End of Time. The day side of the planet is scorching but not actually hot enough to boil away the oceans on that side and the dark side of the planet is frozen, but the positions of oceans and landmasses prevent too much of the planet's water being trapped forever as sheet ice. There is a large amount of atmospheric circulation on Kylorn as heat on the day side evaporates water causing gale force winds to blow across the face of planet. While very strong, these winds are most prevalent over Kylorn's oceans, leading to most inhabitants to regard sailing these oceans as far too dangerous. Large mountain ranges and other geographic features mean that weather patterns in the habitability zone are similar to temperate areas of many other planets.

On the cold night side of Kylorn, the strong winds regularly produce ferocious blizzards but also lead to the circulation of

water vapor through evaporative air flow. While ice forms over the oceans on the night side, much of it is also continuously melted by warm ocean currents circulating from the day side. There are a few isolated land regions where the ice grows to well over 100 yards thick but on average the ice sheet remains less than 30 feet thick in most areas of the night side. Kylorn lost a significant portion of its atmosphere during the End of Time and the planet's air is thinner than most other habitable worlds, the equivalent of a high pass in a mountainous area of a normal world.

TECHNOLOGY

While there are many pockets of advanced technology on Kylorn, nearly all of Kylorn's human cultures are at an early feudal level of advancement. High-tech devices are exceedingly rare on the surface but are not unknown to the planet's current inhabitants. These technological wonders have usually been recovered by explorers from dangerous underground vaults or other perilous places. As such, Kylornians are extremely wary of any unfamiliar technological mechanism, but they are willing to cautiously accept such things once they have been thoroughly tested, if they can provide a useful function. It is not unknown for a travelling stranger to be asked to leave any machines or other technological tools they possess at the entrance to a settlement for the safety of the community. The Servitors faction also occasionally provides technological assistance to the Sunset Kingdoms, but these advancements are always of a non-military nature. Sunset Kingdom farmers have slowly grown used to seeing large bubble-shaped harvesting machines gathering ripe grain in the fields.

GEOGRAPHY

While the shape of Kylorn's continents bears some small resemblance to what the planet looked like before the End of Time, much of the planet's geography has changed beyond recognition. There are virtually no signs on the planet's surface of the ancient Patron civilization that once inhabited Kylorn. The massive earthquakes caused by the planet's rotation being suddenly halted led to ongoing seismic activity, triggering the eruption of many of Kylorn's long dormant volcanoes as well as the formation of numerous new ones. Fortunately, the long ages that have passed since the End of Time have helped heal the scars this cataclysmic event left on the planet.

THE SUN LANDS

Considered a myth by many people of the habitability zone, this small continental island lies entirely on Kylorn's day side and is a bright hellish landscape bombarded by unrelenting heat and light. Very few Kylornians have ventured through its barren waterless terrain. Those that return speak of strange trees made of reflective metal, animals formed from sand, and invisible beings composed of pure light that speak with melodic voices and the sound off the tolling of bells. Successful expeditions to

these distant shores are extremely rare but when an explorer returns with a powerful artifact of great value, then those who are foolishly brave reconsider crossing the burning oceans to seek their own fortune.

THE DAYLANDS

The Daylands are a series of sandy deserts and barren wastes; only where there is water does any life grow. Even the coastal areas of the Daylands are considered uninhabitable by most Kylornian natives as the warm ocean temperature means the shallows teem with poisonous algae. Those natives who do eke out a living here are often outcasts or criminals. Kylornians from other parts of the habitability zone consider all Daylanders to be somewhat mad. Valuable metal or mineral deposits and rumors of buried technological caches often draw the desperate to these lands seeking a quick fortune. The lucky ones find work at the one of the land's remote settlements but the bones of many of the unlucky simply lie where they fall in this harsh unrelenting landscape.

THE DAYBREAK LANDS

A combination of greater sunlight, atmospheric conditions, and strong prevailing winds from the sunlit side of Kylorn combine to make the Daybreak Lands significantly drier than the Sunset Kingdoms. Those who live here see shade as a blessing and townships usually form only where there is both sufficient water and protection from the sun. The arid conditions mean that only a few varieties of grain are hardy enough to produce viable crops. Self-sufficient colonies have developed here, but the distances between them have prevented the effective formation of larger governing bodies. Travel between townships is frequently dangerous due to bandits and dangerous monsters but long wagon trains guarded by lizard-riding escorts travel the dusty trails to bring trade goods to isolated communities.

THE SUNSET LANDS

As well as displaying a continuous yet ever-changing sunset, the Sunset Kingdoms possess some of the best environmental conditions for food production on Kylorn. The land is divided into a series of kingdoms, which all in theory hold loyalty to a Prime Monarch who leads in times of great threat, but this position has remained vacant for as long as any can remember.

The kingdom of Aquilaea's island holdings extend across the great northern lake. Their fishing fleets provide a surplus of fish and Aquilaeans ships and merchants venture far and wide to trade.

Much of the hilly kingdom of Guria is terraced with gardens and vineyards that take advantage of the consistent sunlight. The kingdom exports much of its wine as well as extracting seams of valuable gemstones from several rich mining operations.

The wide golden wheat fields of the kingdom of Gamraeg

produce much of the grain in Sunset lands. Gamraeg has remained at peace with the other Sunset Kingdoms for generations but has been known to suffer attacks from strange wild creatures from the tablelands to the south as well as bandit raids from the mountainous Daybreak Lands.

The kingdom of Heorran is small but smelts great amounts of iron and other base metals from its rich mines in the northern hills. While Heorran is considered the most traditional of the Sunset kingdoms, it also holds history and oral lore in great esteem. Bards, poets, and other sagely figures are well respected and numerous monasteries and places of learning dot Heorran's rolling hills.

Imperial Ryvan in the south is the eldest of the Sunset kingdoms and its expansive capital city is renowned for its fluted towers, sweeping boulevards, and elegant gardens. Ryvan is ruled by the beauteous Queen Sathi who, while young and newly ascended to the throne, is beloved by her people.

THE DUSK LANDS

The Dusk Lands are colder and darker than the Sunset Kingdoms but are still habitable. The gentle purplish glow across the sky gives the feel of an early Autumn evening on a world with a regular rotation. Much of the soil here is tough and yields sustenance only grudgingly. The rugged folk that inhabit these lands are fiery and stubborn, but also consider themselves to be fierce, courageous, and independent. They raise herds of livestock and cultivate mushrooms and other fungi for sustenance. Dusklayers often cheekily raid each other's settlements for sport and to improve their herds but they are quick to band together against a foreign threat. Some of the finest alcoholic spirits in the entire habitability zone comes from the distilleries and brew houses of the Dusk Lands.

THE TWILIGHT LANDS

The frosty moors and sparse thickets of spiny plant life slowly gives way to tundra and snowfields as the sky darkens as one ventures deeper into this wilderness. People dwell here, either in small settlements or as nomads who follow the wandering herds of wild lumbering megafauna that roam the frozen plains. The most valuable exports from these lands are the thick hides and fur of these creatures, which are difficult to hunt, and unknown in other regions of Kylorn. Much of the sky is dark enough that the stars are visible in the firmament, which has occasionally been known to draw adventurous astronomers from other parts of the habitable zone.

THE NIGHT LANDS

The dark icy Night Lands are a frozen wasteland where bitter winds whip across the landscape driving flurries of snow and sleet. However, there is still life here, hot springs and volcanoes provide some warmth to a small area around them.

A large inland sea which has never frozen over sustains fish and in turn creatures that live off these fish. Small barbaric

tribes face a constant struggle to survive and sometimes raid into the more fertile Twilight lands, but there is almost no civilization in this land of gnawing wind and cold night's sky.

THE DEAD VAULTS

Most of the underground tunnels and vaults built by the ancient Patrons have survived the long ages. The natives themselves know that there are an enormous series of tunnels underneath their world and that these are extremely dangerous. However, the majority of Kylornians would prefer to seal a newly discovered underground entrance closed rather than risk exploring them. They are unaware of the shadowy cold war between the Servitors and the Undying that takes place here. These passages span the planet; a few are connected by a series of magical transportation devices that run through endless miles of tunnel at lightning speed. However, only a small fraction of these are still operational, meaning that traversing these hundreds of miles of passages can often be a journey of weeks or even months. Dangerous things lurk in the dark deserted tunnels, sentient biohazards, deadly mechanisms, and other threats leftover from the ancient conflict. There are technological treasures to be found in sealed vaults, but these are nearly always guarded and controlled by members of the Servitors or the Undying.

THE SERVITORS

The Servitors are a diverse society of intelligent constructs composed of a variety of clockwork automatons, intelligent golems, and the divymm. Some of these Servitors, most notably the divymm, were created by the Patrons themselves in the time before the war with the Principalities. Others used technologies to transfer their consciousness into artificial bodies and other non-biological vessels to prolong their lives after the planetary devastation of the End of Time.

Long ago, the Servitors were charged with watching over repositories and alien libraries of ancient knowledge, many of which are still sealed in vaults far beneath the surface. After Kylorn's environment stabilized, the Servitors tapped into Patron genetic seed material in an effort to repopulate the surface world. Most Servitors see these new surface natives as emergent young sentient life which needs time and occasional nurturing to grow. The Servitors limit their direct interaction with the natives, preferring to allow them to find their own way, but occasionally offer aid in the form of knowledge and peaceful mechanical improvements.

THE UNDYING

In the dark times following the End of Time, Kylorn's population faced extinction. The devastated planet could not support them, and their food stores were almost gone. Kylorn's Empress issued a dread edict, she and her subjects would not quietly surrender to death – they would hold on to their world no matter the cost. The Empress's horrific order was to enact a massive series of necromantic rituals to transform the remaining population into the undead. Some chose to defy their ruler but many



obeyed and became the evil faction known as the Undying. For thousands of years the Undying came into conflict with the Servitors, seeing these sentient constructs as disobedient, or traitors to their Empress. When the Servitors repopulated the surface world, some of the Undying returned to the habitability zone to feed upon these new inhabitants like cattle. However, the Undying Empress imposed limits on these depredations. Some in the Servitor faction believe that the Undying and their Empress are playing the long game, biding their time until the new native Kylornians to advance sufficiently to become worthy of being turned into new undying subjects.

POPULATION

The population of the Sunset lands is entirely human. These humans all come from the same genetic source which has several subtle differences from the humanity of other worlds. The most obvious is that Kylornians have a distinct purple tinge to their skin which varies from a pale mauve to a deep lavender. Kylornians who subsist in and around the burning Daylands have silvery eyes with dark irises that allow them to stare across the bright barren landscape without going blind.

Those Kylornians who dwell in the dim shadowy territories of the Twilight Lands and the Night Lands have eyes that seem to glow and have developed exceptional night vision to allow them to hunt effectively in near darkness. Despite not having a day/night cycle or even seasonal changes, Kylornians have a highly accurate sense of time and body clock. Most can easily measure an hour to within a couple of minutes and almost all can set themselves to sleep for an exact amount of time before waking.

TIDALLY LOCKED

Kylorn's lack of rotation affects almost every facet of life in the Sunset Lands. The fact that the sun always rests in the same part of the sky has a myriad of consequences for every creature inhabiting Kylorn's surface. Towns and cities are usually built in elongated lines so that most citizens can gain the light and warmth of the sun's rays. Aristocrats and upper classes nearly always live on higher ground, or desire to acquire property there, not only to look down on those below them but more so to gain an unobstructed angle to sunlight. Those areas naturally in the shade, such as those over the rise of a hill, often become poorer quarters or slums. Some of the larger cities have formal laws about the exact height that a structure can be built and many times in the past bloody feuds have been fought over shading out a neighbor's sunlight. The city of Tusca even has a series of huge mirrors set up to provide extra illumination to parts of the community that would normally lie in shadow. With a constant amount of sunlight, modern day Kylornian humans have adapted their sleep cycles to suit.

Most townships and even whole kingdoms have defined set hours as sleep time. This makes it easy for communities to work together and provides quiet when people are resting. Most larger settlements post 'watch guards' during this period, who patrol to curtail crime and ensure the safety of the community. Newcomers in a foreign city are advised to adjust their body clock to the local activity cycle as quickly as possible to avoid standing out. Kylornians regularly use the word 'sleep' as a noun instead of 'day'. For example, a Kylornian might say, "it will take three sleeps of travel to reach the capital."

That sunlight always comes from the same direction also affects nature. Forests grow in lengthy formations aimed to catch as much sunlight as possible and trees and plants lean toward the light with most of their foliage facing the sun to absorb solar energy. Creatures that would normally be nocturnal, crepuscular (twilight active), matutinal (morning active), or vespertine (evening active) usually only inhabit regions with a comparable light level, this means that owls are rarely seen in the Daybreak lands but are far more common in the Twilight lands.

This reverses in the hot, barren Daybreak Lands where a scrap of shade is seen as a blessing to gain some shelter from the relentless heat and burning sun. A shaded area with a decent supply of water is an ideal place for a homestead or settlement. Most townships here have been built to take advantage of the lee of a cliff or the shade of a hill. Only a few are out in the open, and usually only when there is a vital strategic or economic reason to settle in that location, such as the large gem mining township of Sol'karr which lies in the middle of the barren Pendan plains. In these cases, much of the township is often built underground to take advantage of the insulating properties of bedrock, which provides cooler ambient temperatures. Shaded areas also have their own ecosystems with some plants maturing in differing ways depending on whether they are in direct sunlight or in the shade. Some species of flora even prefer a combination of both. The Aetherian tree grows a thick spiky white bark if in direct sunlight but has a very different appearance if growing in the shade, sprouting dense dark, leafy foliage.

THE SATHI SOLAR SYSTEM

Sathi, the star at the center of the solar system around which the planet of Kylorn circles, is a bright orange-yellow sun. In stellar terms, Sathi is a solar body which has only just begun a transformation that will take many eons to become a red giant star. The unique color and hue of Sathi's light radiating out through the system produces incredible sunrises and sunsets on many of its planets.

Vesuria: When viewed from a distance Vesuria is a mottled dark red and black; this is due to thick clouds of ash and smoke in the atmosphere combined with fiery eruptions on the surface. The closest planet to the sun, Vesuria is a primordial world with entire continents of active volcanoes and endless landscapes of jagged rock wracked by seismic activity. Its position relative to the sun means that this world could eventually become life-bearing, but only in millions of years when its fires of creation cool sufficiently to allow the basic building blocks of life to form.

Kylorn: Kylorn, the second planet from Sathi, was once a world with an idyllic climate but is now a tidally locked world, one side always facing the sun the other always facing away. Kylorn possesses an almost perfectly circular rotation around the sun and has no axial tilt, meaning that the planet lacks any change of seasons just as much as it lacks a cycle of day and night.

In the present day, Kylorn has no moon, but it did in the distant past before its rotation was halted. The current inhabitants still repeat legends of a moon, a benevolent glowing white orb that

once moved across the sky and provided light, guidance, and insight to those it passed over. For those living on the edges of the scorching daylands, this moon is even said to have provided a wondrous shade and a cooling breeze to those beneath it.

Xathon: Xathon is a small ice-covered world right on the edge of planetary habitability. While it has an atmosphere easily capable of supporting humanoid life, this world's freezing temperatures mean that only creatures with extreme resistance to cold can survive here. With an arctic climate even at its equator, Xathon supports swathes of taiga that flow out into frozen deserts of tundra. Small tribes of aboriginal yeti inhabit this hyperborean environment, following the same migratory paths that their ancestors have travelled for countless generations.

Brequetha: This bright azure world is four times the size of Kylorn and is orbited by a shining ring of crystals that circle perpendicular to the planet's axis of rotation around Sathi, so that this crystal disk faces the sun. The planet itself spins in a retrograde motion, the reverse of all other planets in the system and has a 90-degree radial tilt, meaning that Brequetha is tipped over and rotates around the sun on its side. The planet has a powerful and unusual magnetic field surrounding it that interferes with both technological and magical devices. In addition to this, harsh lightning storms continuously crisscross the planet's surface making landing or exploration extremely difficult.

Kushars: Kushars is a huge, pale yellow gas giant with darker bands of swirling colors running across its surface. The cause of these bands is massive windstorms which circle the planet and drive different layers of gases into the outer atmosphere. Ancient observers theorised that an enormous planar rift to the elemental plane of air lies at core of this gaseous planet, allowing untold numbers of air elementals to thrive here. Kushars has three moons that are easily large enough to be considered planets were they not caught in Kushars' orbit.

Chides: The largest of Kushars' moons, Chides has a thick water-ice shell and is striated by cracks and streaks, called lineae, randomly crisscrossing the entire globe. There are several theories about the cause of these striations, do they come from tidal flexing caused by the moon's close proximity to Kushars, tectonic eruptions of warmer ice rising to the surface, or some form of global magical effect?

Dranya: The smallest of Kushars' moons, Dranya is a barren sphere covered in countless crater pockmarks from meteor strikes that hint at this moon's great age. However, deep beneath the moon's crust lie huge formations of crystal deposits. These beautiful crystal layers, some many miles thick, are honeycombed with perfectly formed polyhedral passages that somehow sustain a thin atmosphere.

Ebri: Eons ago, Ebri was once a planet in a different solar system. It was snared by Kushars when the two systems intersected. This emerald moon has endless jungles that teem with savage lifeforms, in spite of the small amount of sunlight it receives because of its distance from Sathi. The thick atmosphere, however, is both highly toxic and corrosive to outsiders.

Nuebos: This world is a cold gray world with a dense metallic core, a mantle of frozen methane, and seas of ammonia hidden under a gaseous opaque atmosphere that is volatile and unbreathable by normal humanoids. A faint glow of light can often be seen when observing the night side of the planet but whether this is a sign of intelligent life on Nuebos or simply a natural phenomenon is unknown at the present time. Nuebos has one small moon called Astrila; this dark purple sphere is highly radioactive. This radioactivity is caused by the moon's interaction with Nuebos' magnetic fields combined with significant deposits of radioactive isotopes on the surface.

Iowei: The tiny planet known as Iowei has a highly elliptical orbit that brings it closer to the sun than Nuebos at its closest but sends Iowei out almost twice that distance at planetary aphelion. It takes just over 300 Argosean years for Iowei to complete a full orbit of Sathi. Iowei is a metallic world with negligible atmosphere and its surface is a shiny, cratered grey when viewed from space. The varied metals that make up this world include high concentrations of valuable skymetals buried deep within the planet.

BEACON AND THE SHATTERED ZONE

A handful of figures wander the dark streets, each wearing what seems to be a repulsive plague mask. These figures move furtively, as though afraid that if they leave the shadow's care something may take them. In the darkness about them, something lurks beyond the edges of the garish ochre gaslights above. Beyond the sick lights, gothic-spired buildings rise into the blackened heavens and eventually into bloated iron spheres.

BEACON

LN Metropolis

Corruption +5; **Crime** +9; **Economy** +5; **Law** +10; **Lore** +5;
Society +1

Qualities Industrial*, Notorious (double), Prosperous,
Rumormongering Citizens, Strategic Location

Danger +20

DEMOGRAPHICS

Government Overlord

Population 62,700 (51,000 auttaine, 6,300 humans, 5,400 other).

NOTABLE NPCs

Her Enlightenment, the Steel Queen of the True Path, the Kronen Abaff Harr (LE female auttaine bard/wizard)

MARKETPLACE

Spellcasting Services 8th-level spells

Uncommon Items 4d4; **Rare Items** 3d4

*NEW SPECIAL QUALITIES

Industrial: The settlement is geared towards output and commerce but on an industrial scale. The citizenry is often too tired or drunk to care beyond their next payday and back-street traders and criminals thrive.

BEACON AND THE SHATTERED ZONE

Use Intelligence (History) and Intelligence (Investigation) checks to gather information, higher checks reveal the information for lesser results.

DC 10—The Zone is mainly populated by auttaine—half humanoid constructs—who mine the almost 10,000 asteroids that make up the Zone. This is dirty work, and the Zone is given over entirely to industry.

DC 15—A group called Purity—who believe auttaine are the pure race of the universe—rule the Zone, with a festering group of companies below vying for power. Purity has brought order to the failing Confederacy made up of disparate mining companies, clubs, and cabals who at one time threatened to bring civil war to the Zone. Purity's iron fist stopped that. One of the most amazing of improvements brought about by Purity is seen everywhere—the vast iron spheres hanging over the city which contain the Angels—actually vast, pale oozes that are able to use their considerable appetites for flesh to create breathable air. There are said to be scarcely enough pigs to keep them fed—some say alternative feed has been found to placate them.

The ruler of Purity—the terrible and revered Her Enlightenment, the Steel Queen of the True Path, the Kronen Abaff Harr; known more commonly as The Kronen—represents all that is pure about Purity. Her face leers from every wall, and her slogans are chanted out by curiously fleshy constructs known as the Visionaries that lurk at each street-corner. The Kronen engenders almost divine following by the auttaine—particularly the young.

DC 25—Although uber-ordered, Purity is diseased by power, and partially owes its rise over the past few decades to its diabolists, who use devils to punish and terrify the populace—although such devils are of course never seen. The upper echelons of Purity are known for monstrous excesses; they like their air purer, for example, and regard atmosphere created from Angels fed on human flesh to be richer.

Beacon is the largest asteroid in the system of the Shattered Zone and its *de facto* capitol. Like many asteroids in the Zone, it has a breathable atmosphere (albeit a feeble and asthmatic one). It is also one city—every inch of its surface is industrialized or urbanized and swallowed beneath construction. This construction is robust but un-pretty, giving the city the feel of one vast factory. Between the working parts are slums; the clockwork shantytowns of workers come to Beacon to make fortunes.

Beacon is the main focal point of the adventure Confederates of the Shattered Zone, although some information is also given for other locations in the Zone, to enable you to include them in this adventure if you wish, or use them as a base for future adventures or adventure paths.

THE DANCE OF THE BROKEN BRIDES

One of the most notable of all features that assault the senses of visitors to the Zone are the chains that grip across vast empty space between the asteroids here. Many—but not by any means all—of the Zone’s asteroids are kept in position by vast chains that tear above the sky of Beacon and other asteroids that make up the region. This vast project—begun almost two-hundred years ago—was done at the behest of elders within the Zone who foresaw the potential for a terrible calamity: so close are many of the asteroids within the Zone that should one asteroid stray from its path that the entire Zone may become like a vast bag of marbles, scattering one against the other.

The colossal work of tethering is still far from complete, but the tensions created across the vastness is a reassuringly visual confirmation that all is well. There are doubters—anarchists many would say—who have pointed out that the tethering may actually result in a worse catastrophe than the mere collision of two spheres. Such cynics are now seldom seen or heard from, thanks to the vigilance and patriotism of Purity.

PURITY

Over the past few decades, a powerful political and idealistic faction has united the various divisions of the Shattered Zone into a confederacy—Purity; so named because of its members expectation and surety that auttaine are the purest race and that—in time—they will become the next natural step of evolution across the universe. Purity’s ideals appeal to many locals; they have brought order, unity, and wider wealth to those within the Zone, and whilst their motivations and methods are considered harsh, most auttaine rub along with the ideals.

In truth, Purity represents a monstrous oppressor, punishing an increasingly wide group of its own citizens as abnormal. Under the flag of Purity, tens of thousands have been sent to correctional facilities across the Zone—and no one cares. The leader; Abaff Harr—the so-called Steel Queen, more commonly called the Kronen—is aggressively idolized by the indoctrinated youth of the Zone, her words seen as almost divine, her vision for order and supremacy of the auttaine unquestioned. The youth genuinely love her; the older generation less so, but they tend to keep quiet and get on with their lives, preferring to forget rumors or put them down to foreign spies. Harr’s words of wisdom dominate every street, flags are waved proudly, and the so-called Visionaries (see sidebar) shout out the words of the Steel Queen throughout the day.

Foreigners are viewed with broad smiles masking secret fears and loathing.

Finally, Purity is slowly being infested by an alien parasite that thrives on talk of purity and race-supremacy, the queborrin. These alien parasites occupy several higher-ranking Purity officers’ bodies, and are always looking for more to infest.

THE VISIONARIES

One of the most revolting but effective communication devices of Purity, the Visionaries began as steel and flesh constructs that heaved out party slogans day and night. However, science has improved them, and now to show how cured they are, former political anarchists have *donated* their mouths, lungs, vocal pipe, larynx, esophagus and other organs to the cause. These are specially treated and now hang high above many street corners—all the street corners in a place like Beacon. The voices call out, day and night (although mercifully quieting during the smaller hours), quoting the party lines: “Purity of Thought, Purity of Purpose, Purity of Race”, “Watch out—there’s a foreign spy about!”, and the more common “Our Children are Our Destiny!” The visionaries do not see or react, they simply repeat, and the true manner of their creation would probably revolt even the hardest of hardline Purity members.

Harming or hindering Visionaries is seen as a terrible act—a treasonous one in fact—it is instantly reported to a local patrol, who are sure to follow up the vile act of political vandalism. Such vandals are treated very, very harshly.

PURITY STANDARD PATROL

These patrols walk the streets day and night and have cartel blanche to ensure the Kronen’s orders are followed and obeyed. Disobedience is anarchy, and anarchy is death to all! They are made up of 6 obersolders and a steamwerks golem, led by an Oberfahn.

PURITY SQUAD OBERSOLDER (6)

hp 105 each (see page 650)

PURITY PATROL OBERFAHN

hp 170 (see page 651)

GOLEMS, STEAMWERKS

hp 189 (see page 680)

THE CONFEDERACY MEMBERS

Below Purity, twenty-seven separate companies, concerns, and factions make up the confederacy, each representing some historic group. In some cases, these groups have been formed through alliance, fear and greed. Others have arisen from single members. For example, the necromantic affairs of Ashko industries ruled (allegedly) from its creation by the same master, Korlas Ashko. Some say Ashko is a lich.

Regardless of these disparate groups and their various political make ups, two things are certain—firstly things are more profitable since Purity took over—slave workers (almost all of whom are incarcerated because they disagreed with Purity

in some way) are in abundance, and free labor is something everyone who runs a company on Beacon wants. And secondly, power fluctuates—it's always someone's day. Presently the top companies of the crop are the Shattered Zone Mining Company, Corrosive Ventures, and the Contraptors. Next week it will be someone else.

The Confederacy changes like the wind, with its twenty-seven parts vying for power. Newcomers are not tolerated. Behind this loose confederation, true power comes through careful business backed by shrewd power-plays.

THE ANGELS—LUNGS OF BEACON

Many of the asteroids in the Zone have retained a thin atmosphere from the days when the whole place was one big planet, but many didn't. This is bad for business. One of the first and most major improvements introduced by Purity was the proliferation of angels. Angels (named because they are pale)—held within huge iron spheres for the reasons detailed below—are Gargantuan or larger oozes that have a peculiar ability to produce breathable air as a by-product of their biology. Unfortunately, to produce air these more-accurately-named choke oozes need to eat, and they eat flesh. The official story is that pigs are used—there are a lot of pigs in the Zone, something visitors comment on since auttaine don't eat unless they feel like it. The true story is a little darker—Purity leaders believe that angels produce different qualities within their air, and some say that air made by angels fed on sentient humanoid flesh tastes cleaner.

Unfortunately, these angels are ravenous, and if they get out their great size and hunger causes carnage, so they are almost always encountered in the vast metal spheres that dominate the skylines of places such as Beacon. If they aren't fed enough, however, they have been known to break out and consume whole districts—their power and appetites are legendary and used as cautionary tales told by auttaine to their offspring.

PLAGUE MASKS—A BREATH OF FRESH AIR

Visitors to the Zone are often initially alarmed to find locals wearing what appear to be plague masks—vast elongated things that make their wearers resemble demented birds. These masks are used by locals to filter out corrosive air in the Zone and are often instilled with a refillable scent gland that masks the industrial stench of the Zone.

Auttaine who do not wear these masks run the risk of picking up a latent rusting acid, which lurks unseen in the air. Once struck, this acid (known as rustplague to the local auttaine) begins an irreversible and dreadful corrosion which slowly ossifies and dissolves its host. Visitors notice the bleach and iron tang in the air but, unless they have construct components, are unaffected. The corrosion is clearly visible in constructs seen across the city—particularly the clockwork and steamwerks golems that are commonly seen in the belt and used for labor and security.

POWERFUL FRIENDS, DANGEROUS ENEMIES

At any given time, the PCs may wish to make enquiries about the ruling groups of Beacon—particularly when they learn about the complexities of their journeys locating the dead gates. Use the following table as a guide to the simplest of information, give more, if you wish.

DC 10—Beacon is run by Purity—a political iron fist that rose some time ago and now binds the confederacy together with wire. Some 27 groups make up the confederacy—mostly companies, with a few diabolist cults thrown into the mix.

DC 20—The most powerful of these groups is probably the Shattered Zone Mining Company, run by the present Mayor of Beacon K'illiv Gryne, an auttaine woman known for her fiery temper and abilities as a spy.

DC 30—Just below this company fester two other powerful groups: their bitter rivals the Contraptors, run by the corpulent Lazlo K'tivv, and finally the least of the trio, Corrosive Ventures, run by the charmless T'ain Zick. Both these auttaine have reputations for being emotionless in business. These companies control the vast network of transport links between asteroids, as well as carving up the majority of the mines and resources on them. A few of the outer asteroids—and those used for obscure military purposes—are not linked by transport or have links obsessively controlled by Purity.

NOTABLE LOCATIONS

The vast asteroid city has countless streets, interesting locales, and dubious dens. To visit them in any kind of detail would require a work at least the same size as this whole publication. Four districts are very briefly detailed below.

The Clockwork: A single vast slum that touches the intricate parts of the city, the Clockwork is so named because many of its locals envy those simple mechanical devices. Although disordered, the iron order of Purity and the lawfulness of the auttaine make the slum a remarkable place, with its own laws, elite, and etiquettes. There are parts of the Clockwork so breath-taking that they put the greatest architecture of other planets to shame. It's so called Cabinets—incredibly complex interlocking shanty buildings—make the greatest use of the least space and have been likened to the most complex maze ever devised. Visitors have literally been lost for weeks within them—if they ever escape at all.

Gaslampers District: This district—named because of its lit streets—is the ironically dark soul of Beacon. It's here that the gates linking Beacon to the outside worlds arrive, and where the most void gondolas are linked to. The district has tastes that cater to visitors as well as auttaine, and a thriving number of gambling dens, places to stay, and indulgences thrive here, tolerated by Purity.

THE SHATTERED ZONE [AREA MAP]

Asteroid 113

Choke
Pestilence

Salvation
Sin
Beacon

The Mechanism

Hope
Harns Arch

The Descent

Void Gondola
1 Hex = 1000 Miles

The Great Cog: One vast part of the city is in perpetual motion—its various parts constantly moving one side against another. This structure enables industry to work more effectively over a given period of days, distributing components more effectively by bringing the places of manufacture to their suppliers.

The Mechanism: The Mechanism is where visitors (known variously as Outsiders or, even less kindly, Underpeople) come to find normality. Constructed within an old factory, the Mechanism is all things rolled into one for a visitor—hotel, bar, store, hospital, brothel. The owner of the Mechanism, the frightfully rusted Mother Kog (N female auttaine bard) is one of the most unpleasant looking creatures in the Zone; her entire body is slowly dissolving as a result of a terrible case of rustplague, and now she resembles something more hollow than living. Staff move about the Mechanism using a series of complex clockwork creatures that resemble twisted things from demented merry-go-rounds. The Mechanism is massive, and it's possible to wander about it for a few days without seeing the same place twice. The central core of the building, known fondly as the Startsette (an old auttaine word for hearth), is an enormous metal skeleton holding a gigantic clock in the central area; itself almost one-hundred feet square.

The Mechanism is where theoretically everything on Beacon can be purchased, although prices can run high. One wing of the building is given over to traders, and an impromptu market regularly occurs there, with scavengers bringing in what they have found on asteroids.

The Works: Some say Beacon is hollow, and that this brittle heart hides the true power of Purity—a vast and complex machine that truly rules the surface. That the machine is part devil and part auttaine is just a wild rumor, of course.

THE SHATTERED ZONE

Scattered over an area of approximately 12 million cubic miles, the Shattered Zone is comprised of 9,871 asteroids that are the scattered remains of a former planet. Most—if not all—of these asteroids are inhabited in some way by something, and many have breathable atmospheres; many which do not are presently being considered for controlled infestation by choke oozes by Purity. Some of the asteroids are already overrun by these creatures, and a few have been abandoned because of this.

Each is unique in some way, and almost all bear some form of life—even if that is just a few lonely miners in some hurricane-scoured tin town. A very brief description of a few of the more interesting places is given below.

ASTEROID 113—OBLIVION

Also known as Oblivion, Asteroid 113 has a dubious reputation as a treasure trove of Ancient artifacts, as well as a brooding mass of terror. Miners venture there occasionally—the lure of a quick fortune proves too much for some—but few ever return. Those who do tell of iron and stone spires, and a dreadful dark presence—something dwells below the surface, something terrible and unseen.

THE DESCENT

Hanging at the very base of the Zone, on the longest void gondola journey—almost three days—the Descent is a kind of hell. Here hangs a foul and bloated asteroid groaning with coal; its veins run rich with black gold, and its core is infested by shafts. The Descent is the dirtiest, deepest and richest asteroid, and the jewel in the crown of the Shattered Zone Mining Company. Obsessive about naked flames, the company run a wild but profitable ship—corrupt foremen and mine managers revel in the profits and still have ample funds to send to the company and their Purity masters.

With so many miners in one place, the Descent lives up to its nickname in other ways. What vices the auttaine have are all fatuously displayed here, from the body shops that bend and modify the auttaine, through to darker places where the law of the surface unravels in excess.

HARNS ARCH

A vast hollow asteroid in the shape of an arch, Harns Arch is an object lesson in greed. The asteroid was so deeply mined, so much exploited that eventually parts of the place literally fell in on themselves, killing thousands.

THE GREAT MECHANISM

"Auttaine ingenuity knows no boundaries," said the Kronen when this project was completed less than 12 years ago. A lashed mass of 27 asteroids brought together as one big mine and ore refinery, the Mechanism was quite literally made on the sacrifice of auttaine. Many auttaine are embedded into its structure to act as living components of the Great Mechanism, keeping its 27 component parts in a fixed station to one another. Great steam trains and huge void gondolas journey between these parts, and it is said that the Mechanism is rivalling Beacon as the center of population in the Zone. Soon—they say—it may become its shining capitol, something the Beaconers—as they like to be known—prefer to not think about.

STEAM RICKSHAWS, CLOCKWORK

SEDANS, SKIFFS AND VOID GONDOLAS

Travel across the Zone and around its various parts is risky—mining companies don't really give a damn about accidents beyond what money they may lose, and in general even catastrophic accidents cost relatively little.

Many of the asteroids in the Zone have gravity—pretty close to that of the PC's own home world, and this caused a problem initially. Expensive rockets made exploration—even across the countless close neighbors here—rare. Luckily, one of the ores found in the Zone—kallenite—has a peculiar buoyancy that greatly helps to escape gravity and yet retain it within. That kallenite is mined in liquid form and has a nasty habit of being easy to breathe in and suffocate its miners, simply makes it more expensive. The metal is much in demand in the vicinity, and it is impossible to mine the ore fast enough to meet demand—much like most things in the Zone.

Travel using kallenite vessels—almost always skiffs—is pretty terrifying. It involves being hurled into space by some considerable metal arm and aimed at a far-away point—which is missed with alarming frequency. Miners have likened it to be hurled like a rock off a cliff and trying to get another miner to catch you half a mile away. Capture is via a curious arcane and technological object known charmingly as the catcher. The catcher is basically a hole in the ground, ringed by arcane transfusers that slow down and attract the skiff. That arcane magic—particularly transmutational magic, and magic items of that school—has been known to nullify the effects of the catcher is just one of the risks of trying to strike it rich here.

Skiffs are generally circular; one sits where one can amongst supplies—some of the posher ones have belts at their edges to be worn for safety—not that they help. Outwardly, both skiffs and void gondolas (see below) are spherical and ringed with iron buffers allegedly able to crumple and absorb impacts. Such claims are ridiculous but provide psychological help to those terrified of flying this way.

Kallenite inherently holds and absorbs gravity, often retaining it for several days. This beneficial side-effect has enabled vessels to withstand exterior impacts and breaches whilst in the void of space and retain a superficial envelope of air—the air within the vehicle kept in place by its own inherent gravity. Each skiff or gondola has its own inbuilt Small choke ooze (see page 670) to provide atmosphere—these are fed through a glass tube. The air within such constructions (which are generally Huge in size) can even survive a breach, where doors and breaks open onto space a bubble of air about 30 feet wide remains while the choke ooze remains alive.

Those who enjoy more modern and sedate travel use void gondolas, a curious cable-car linking asteroids by colossal chains that rise into space. Relatively simple devices, these have become more popular than skiffs of late, despite being more expensive they are safer—a minor consideration for the mining companies and Purity with profits of freight within (passengers being of little consequence).

The doors on skiffs and gondolas do not have locks and can be opened from outside and inside.

On land in the Shattered Zone, local transportation is usually via steam rickshaws, clockwork rickshaws or golem-rickshaws; all relatively similar simple vehicles that can carry four passengers if they don't mind being intimate. Some of these forms of transportation are grown around and by peculiar castes of auttaine. Gigantic trains are used for longer trips—these vast vessels almost always carry freight but have room for passengers somewhere amongst their vastness.

VOID GONDOLA

Gargantuan air vehicle

Squares 16 (20 ft. by 20 ft.; 20 feet high); **Cost** 40,000 gp

Defense

AC 21; **Damage Threshold** 8

hp 105

Maximum Speed 225 ft.; **Acceleration** 100 ft.

Ramming Damage 2d8

Description

Propulsion pulled—clockwork chains (10 squares of chains; AC 19, Damage Threshold 10, hp 84)

Driving Check Intelligence (Vehicle*)

Forward Facing one side of the square vehicle space

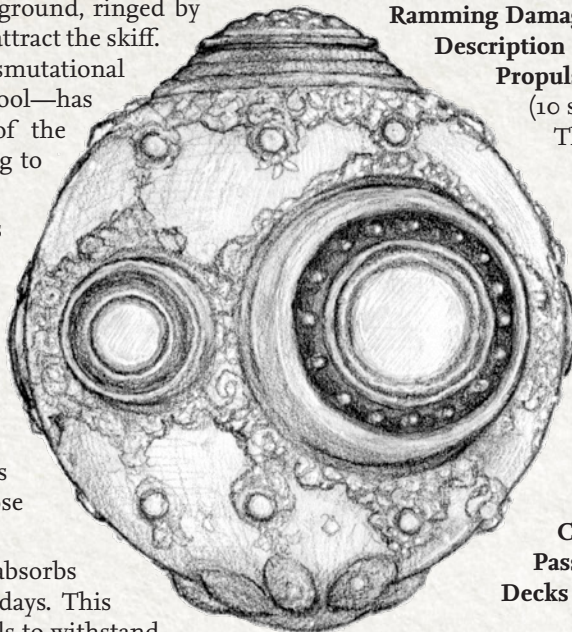
Driving Device levers used to move the gondola

Driving Space a single 5-ft.-by-5-ft. square that contains the lever that serves as the driving device, the device can be left running without attention but remains at a constant speed

Crew 1

Passengers 16

Decks 1



*Requires Tool Proficiency: Vehicle

VAREEN, THE ENDLESS OCEAN

A world of incredible beauty and interplanetary tragedy, Vareen circles its immense orange sun as the third planet in a small solar system. A single ocean covers every inch of land, leaving its intense storms and majestic sunsets to a handful of native fauna while most life occurs under the waves. The planet's wildlife includes cities of deep-dwelling coral and schools of large colorful fish that span for hundreds of yards. The waters of Vareen also cover an ancient secret, and the ruins dotting her muddled ocean floor hint at a story that describes the murder of millions.

Before the Patrons and Principalities warred for control of the galaxy, Vareen was the most populous planet in her solar system. Her high blue mountains and lavender clouds were breathtaking from space, and three small moons ensured that the planet's beauty was on display in almost eternal dusk. The two sister planets between Vareen and her sun were Zaver, a warm planet of flaming sandstorms and molten metal seas, and Galatch, a small world with a poisonous atmosphere, overrun by carnivorous plants. Other planets circled the three sisters long ago, but no more.

When the Principalities attacked Vareen's system, they sought the network of far-reaching portals the Patrons had



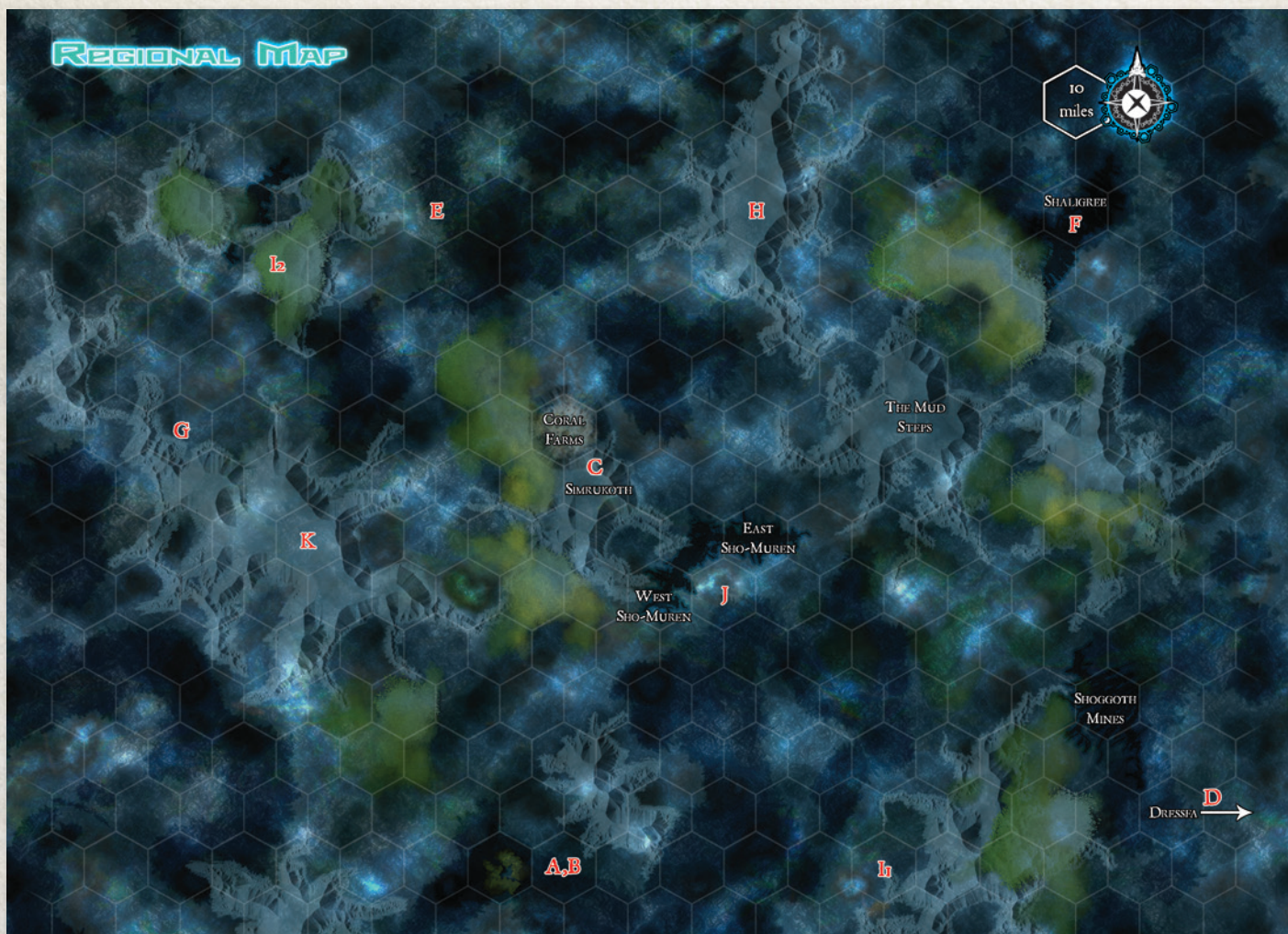
constructed. They coveted the financial and strategic value of such a world, committing heavily to the assault. The armies of the Accord swarmed through the portals, bringing limitless magic, soldiers, and advanced technology from a dozen allied worlds. When the Hegemony abandoned their goal of conquest, they resolved to destroy the world and all life thereon by hurling the fourth planet, Bardez, into Vareen's orbital path. They created what is now known as the Ice Cascades, an open gate to the Elemental Plane of Water that sends limitless moon-sized hunks of ice spinning into orbit. When the first glaciers impacted Bardez and knocked it into Vareen's path, the smaller planet was completely destroyed, and everything living above the waves on the third world died. Entire civilizations were lost despite massive evacuations and cities collapsed by tsunami lay strewn across the ocean floor. Even swimming creatures were annihilated by the falling mountains and boiling seas, until the only thing that remained were instinctive beasts and fledgling tribes scattered across the deepest and most remote valleys. The Hegemony abandoned the world both bitter and proud of their literal scorched earth strategy.

The young civilizations left behind did not survive by chance. Secret gates remained in ancient ruins or near these enclaves of humanoid life. The Patrons had set in motion patterns of discovery and evolution that followed their carefully considered schedule. The portals diligently repaired the world, cleaning the elemental water and restoring currents and seismic activity to levels that allowed Vareen's new masters to flourish. Until recently they moved about their lives in a natural cycle of reproduction and survival, exploring the world left for

them and contending with neighbors for land, resources, and safety like any other world. Given the savage bil'djooli assault, the intelligent races of Vareen have begun to unite, entering the final stages of a galvanizing transformation that prevent enslavement of not only their own world, but worlds unknown.

THE LOCATHAH

While there is no single dominant race on Vareen, the locathah occupy a unique place in the planet's history. When the Patrons abandoned the planet to defend other strongholds, they left a ruined fortress and a few fledgling races of aquatic humanoids on the ocean floor. The first locathah of Vareen spread out from tiny villages with little more than oral traditions and a genetic predisposition for cooperation and unity, both of which contributed to their survival. Over time the locathah conquered their environment, learning to farm, hunt, and fight in their own defense. They also learned which fights to avoid, staying away from the lairs and hunting lanes of giant regional predators. Eventually the locathah discovered the network of functioning portals to faraway planets, taking the first few steps to exploring other planes and worlds and expanding their knowledge of magic and technology as the Patrons predicted. They developed a species of coral which filtered water, created air when coaxed, and healed itself. The production of buildings and ships from this hard, versatile life form allowed the locathah to expand rapidly, raising cities with tall pink towers and rooms that held the dense black water at bay at their command.



Owing to the traditions handed to their progenitors and the gifts placed in their path, the locathah of Vareen have always been closely knit and defensive-minded. They expanded to suit their numbers and understand the world around them, but rarely resorted to violence to increase their influence. When they came into conflict with aggressive charda or deep merfolk or swift tritons, they relied on their coral fortifications and disciplined troops for defense. Though no culture is without its share of corruption and violence, the locathah have been peaceful interplanetary traders for decades. Their aversion to violence ironically has helped since the bil'djooli descended on them as conquerors, in that they neither conquered the allies they need now, nor have they been decimated by those more suited for war.

The locathah occupy several ocean valleys, preferring to settle between high mountain formations and away from deep caves where monsters lair. The largest of these is Forthuma, with pink coral towers organized in high tiers and guarded by ballistae. Other large cities exist, but the most crucial in the Patrons' predictions is Simrukoth, the closest city to the loran stronghold at Dressfa. The Simrukuul scramble to defend their

city, in desperate need of powerful allies in the sudden war against bil'djooli aggressors. Though they used coral waystations floating on Vareen's surface to scout for threats, many of those stations now host bil'djooli, jagladine, and klaven troops.

These staging centers aren't the only defense mechanism turned against the locathah. Several of Vareen's gates once connected their owners to friendly worlds for the purposes of trade and exploration. Remembering the reinforcements that made it impossible to seize Vareen the first time, the Hegemony advised their new bil'djooli allies to disable or adjust as many portals as they could. No other world has heard from Vareen in weeks, and those who tried to visit found themselves suddenly crushed in black ocean depths, dropped from the sky, or launched into the vacuum of space when they arrived.

THE LORANS

Without doubt, Vareen's best kept secret is the loran enclave hidden in the ruins of Dressfa. These monastic outsiders are a triumph of the Patrons themselves—a genetically engineered

offshoot of the older undine race. Only intentionally bred outsiders were worthy of the great trust and long years required for the Accord's plans to appoint successor Patrons when the Hegemony re-emerged. For their entire existence, the lorans of Vareen have hidden proof of their existence among ancient ruins, relying on stealth and superstition to deter other races from investigation. They planted groves of dangerous seaweed, lured massive predators to hunt the spaces between Dressfa and near civilizations, and reminded themselves of their somber mission by studying old histories.

Every part of loran life on Vareen serves the Patrons' long-ranging plans. They prepare for war despite being unknown on their world. They mate and breed on a schedule that carefully balances population, gender, defensive preparedness, and the mentorship of leaders. While a single quiriell, or wise mother, always ministers to her family of mystics, each other loran keeps a strict schedule of education, martial training, and rest. The loran activity cycle includes long periods of meditation in a stasis chamber, during which time they heal, meditate, and learn in an induced reverie.

For centuries now, the lorans have suspected that other enclaves of their kind exist. The mystics debate whether the Varinian enclave conducts a specific mission and others roam free, or if careful Patrons placed monasteries similar to Dressfa on other worlds as contingencies. The truth allows for both. The Patrons loathed the practice of creating life simply to serve but were incredibly careful in their planning. Enclaves of both free and militant lorans dot the galaxy, far enough apart to remain footnotes in any study of potent races among the stars.

ERI THE WISE MOTHER

Eri is the 9th quiriell of the loran monastery at Dressfa. Though the Patrons bred lorans on other worlds as contingency plans, Eri's charges have never reached outside their own enclave for support or fellowship. As both a spiritual leader and military commander, Eri continued the same traditions of the quiriells before her. She made sure the monastery was self-sufficient, and carefully maintained its staff of native outsiders, managing periods of stasis, pairings, birth, and the raising of loran children. She instructed her children in meditation, tradition, and war, and mandated that Dressfa remain a haunted ruin in the eyes of Vareen's natives.

The Patrons left Eri's predecessors with two treasures to guard until a moment far into the future. The first was supposedly a working portal to a dead world where they stored alchemical and genetic materials for use in the war against a resurgent Hegemony. This, however, was a lie planted and grown over the centuries; a lure to force the Patrons' future enemy and future heirs to converge on Vareen together. In truth, the first treasure is a working gate that reached multiple worlds—every world the Patrons' predestined inheritors could possibly come from. Providing the gate on Vareen ensures the Accord's future heroes are rewarded with a peaceful path home but motivated to stop the evil Principalities from reaching their own planets.

The Patrons always planned for the second prize to aid their future saviors. It is the lorans themselves. Eri obeyed the teachings of her mentors and remained vigilant, prepared when the bil'djooli attacked Dressfa. Her focus and preparation allowed the lorans to defend the structure from occupation, just as the Patrons predicted. She knows now she enters the second phase of her duties as leader of the loran enclave. She will lead her children into battle to throw off invasion and spur the new Patrons to find and end the Hegemony threat forever. Once the prophesied heroes leave Vareen to press their shared enemies, she will send emissaries from her people to other worlds in search of other loran enclaves. Her fervent desire is to fulfill her duties with discipline and then oversee the rapid growth of the loran people as a race. As the events of *The Depths of Desperation* unfold, she prepares for war and its victorious aftermath, trusting in the mathematical precision of the Patrons' predictions to deliver her people from war so they can pursue peace.

The wise mother is at once curious and insular. With the opportunity to encounter new cultures in hand, she longs to know how their traditions differ from those of her own people. However, she guards the enclave's purpose with her life, offering assistance only to those who stand to inherit the purpose of the Patrons. Her loyalty to the loran purpose dominates every part of her personality, and she considers all lorans (even those not raised at Dressfa) to be soldiers in the fight against the Principalities and similar tyranny.

THE BIL'DJOOLI

Recent arrivals on Vareen, the cephalomorphic monsters known as the bil'djooli seek nothing less than total domination of the world. Though they have scouted Vareen's ocean floors for only a few months at most, in truth their invasion began years ago when forward agents discovered the planet and the regenerating properties of its gates. One of their greatest military minds set plans in motion to identify its current defenses and other potential suitors. The present shock and awe campaign against the planet's benign races is the final result, and nears complete victory. Though the Patrons who set the ocean world on its current path planned for victory, the bil'djooli assure their allies in the Hegemony that overwhelming victory is almost secured.

Bil'djooli physiology turns fresh water into a concentrated and toxic byproduct. This led them to search for water on abandoned worlds until they discovered a dormant alien enclave that blended both magic and technology. The bil'djooli slaughtered them in a crucial turning point for their history that redefined them as conquerors and despots. For generations now, they have raided entire planets, stealing and integrating technology or magic that interests them and taking every last molecule of fresh or treatable water. As they expanded, the race grew in numbers and might, forcing them to both ration their water and secure more. Today they actively campaign to dominate several worlds, with entire armies dispatched to fight for coveted resources.

The marine commander responsible for the campaign on Vareen is the Navarch Kil'quinng. No officer has risen higher among the tentacled tyrants in a generation. Her ardent faith in the destiny of her race was rewarded when she verified the existence of the freshwater planet and its regenerating gates. It is she who organized the assault on the world and uncovered the revived Hegemony. Her bold negotiations won the bil'djooli a place in the Hegemony on the condition that she find and deliver ancient genetic information stored in one of the world's ancient ruins. Once that objective is accomplished, the navarch is promised sole rulership of the ocean world on behalf of her people. She's required to maintain the portals and allow the Hegemony full access, but otherwise Vareen belongs to the rising Bil'djooli Empire.

KIL'QUINNG, NAVARCH PRIME

The most decorated living bil'djooli navarch intends to cap a storied career with the rapid conquest of the planet that might change her race's destiny forever. Kil'quinng ascended the ranks of the bil'djooli command structure. A true bil'djooli exemplary, she began by leading regional pogroms against rival officers she declared unfit for command. Ever pragmatic, her superiors regarded her successful occupation of friendly waters as a sign of both greatness and loyalty. She received consecutive rapid promotions, demonstrating an increasing hunger for power, authority, and tactical challenges. When her military and political rivals were vanquished, she organized a series of scouting missions for the purpose of finding additional water worlds to invade, expanding the supply of fresh water and making room for an advancing line of tentacled troops. Under her leadership, the Ninth Bil'djooli Empire grew, and the civilian administrators that ruled her people acquiesced to her demands with increasing favor. When her complicated network of scouts located a huge, temperate world of incredibly clean water, Kil'quinng kept the affair a secret. She borrowed against the trust of her political allies to allocate increasing resources. Initially she framed an intelligence network to detect what other space-faring entities might be watching this new planet called Vareen. Soon after she used robotic probes and bil'djooli spies to determine what resistance waited below the waves. Finally, she ordered her officers to plan a dozen strategies for seizing the world for her own. By the time her agents reported an ancient alliance of conquerors was interested in the ocean planet, her advisors had presented multiple plans for assault. She introduced herself to this secret Hegemony, offering to enslave the planet and yield whatever Varinian resources they required in exchange for permanent rights of conquest once her new allies had explored her portals and ancient secrets.

OTHER RACES

Vareen's intelligent humanoids represent the growth of the neophyte races seeded and provisioned by the Patrons before they evacuated. The progenitors who seeded the races counted on the locathah being firm but peaceful, or on the grindylows being self-destructive and tribal, allowing for challenges and aggression to exist between the races without risking the

discovery of Dressfa or the destruction of the locathah. To that end, each of the intelligent races on Vareen are inherently insular and territorial, holding to ancient traditions powerful enough to occupy more of their attention than any of their neighbors. The tritons hunt beasts of great power, the charda cull their numbers with brutal rites of passage, and deep merfolk cannibals terrify all of the others. The only race to have reached maturity before Bardez crashed into the world are the ocean giants, who live in undersea volcanoes and trenches warmed by the proximity of magma. The giants live such long lives and possess so little curiosity about the world beyond their own hunting grounds that they have slowly diminished in numbers and never threatened any civilization that did not threaten them first. Oddly, the giants are the oldest race but the least aware of life on other worlds. Most races regard offworlders as enigmatic and untrustworthy, with only the locathah and tritons establishing long term relationships with aliens.

As regards the ongoing invasion of Vareen by the bil'djooli, most cultures fare only slightly better than the locathah. The charda are aggressive warriors but reproduce too slowly to replace their losses. The tritons are brilliant tacticians and command armies of natural predators but have been no match for the trained bil'djooli forces and their technomagical rods. The rift-dwelling giants and deep merfolk dismiss claims of off-world conquerors, having seen no evidence of them yet. Grindylows have generally escaped the notice of the bil'djooli, being regarded as scarcely more than vermin to be exterminated if they become troublesome but otherwise ignored.

CLIMATE AND TERRAIN

The Patrons' plan to defend Vareen and mature her civilizations is only possible because of a balanced stable ecosystem. No planet can boast cleaner air or water, owing to the regenerative influence of her gates, and the lack of industrial technology among even mature civilizations. The balance between predator and prey keeps equilibrium despite the vast distances predators travel for food and the frequency of natural disasters.

Storms and seismic events are frequent and significant. Venting of volcanic gases causes bursts of particulate air to rise through the water and into the atmosphere, depositing a thin film on the ocean until surface water evaporates and causes heavy rains. Comets heat up the air as they fall toward the water, causing rapid changes in pressure and wind speed, which contributes to massive storms that last weeks and circle half the world. During the most violent storms, waterspouts tower for miles and span for miles more until the winds calm and green and purple skies return. Of course, most of Vareen's civilizations never see these storms. Beneath the waves, the only real natural disasters include earthquakes and massive subsurface turbidity that force heavy currents down a deep slope at high speeds. It is these phenomena that force Varinian civilizations to live behind immense natural structures or in the sides of ocean floor chasms and vents—the destructive force of a Varinian earthquake or heavy wave simply eradicates all standing structures in its path.

Vareen still has small arctic poles and thin shelf ice that extends deep below the surface, grounded against submerged plateaus that once formed frozen coastlines and spanned hundreds of miles. In the long centuries since the fall of Bardez, only a little ice has reformed to create these ice caps. The water of Vareen is fresh and decreased density and higher temperatures allow for higher currents even in deep oceans, preventing the expansion of glacial ice. Vareen's south pole does host what some might consider the only above-surface humanoid society; nomadic tribes of abnormally large yeti carve tunnels deep into the ice, creating complex mazes that confound rival warriors and digging down to reach cold waters and ample food.

The highest mountain on Vareen stands almost seven miles above the ocean floor, part of a chain of high peaks and active volcanoes that stretches hundreds of miles on either side of her. The tritons who range the outside of these mountains call the peak Tynzost, after a mythological figure said to have sacrificed his mortality in order to watch over the triton people after some unknown cataclysm. Unknown to any who walk the ocean floor, the volcanoes obey the coaxing of a determined clan of duergar, isolated from the world when Bardez fell and religiously devoted to the quest of raising the mountain range until their slowly dying kingdom is no longer under the water. The Sombre Mountain clan, ruled by a matriarchal line of stone zealots, knows little of the events that led to their incarceration, driven by lasting hate for whomever they discover is responsible for the sudden destruction of their surface holdings.

As majestic as Tynzost is, the Rift of Shadows captures the imagination of every culture on Vareen. Each race and tribe has its places of legend and mystery, but all agree the Rift holds nothing but death for those who venture there. Maps of any portion of the region fetch a high price despite their unreliability. Equally dubious tales of ancient cosmic horrors and even more bizarre beasts spread like tsunami across the ocean floor. While it's generally agreed the Rift plunges at least 2 miles below the world's normal 9 miles of ocean, none can verify the depths of its true bottom. The only intelligent race thought to explore it with any credibility are the deep merfolk, known to revere the Rift as the birthplace of their race, and they absolutely prefer to eat alive any creature brave enough to approach them for answers.



Other notable features on Vareen include the Field of Pearls and a wonder known simply as the Spinning Sea. The Field of Pearls denies both explanation and its own misnomer of a name. A vast valley on the ocean floor yields one enormous black stone per year. The pearls range in size from three to 100 feet in diameter and are birthed through the silt, rising as glowing spheres before cooling in the deep waters and settling back into the mud. In hundreds of years of study, no craft has been able to scratch the surface of one of these unusual spheres, which continue to push up from the bottom of the ocean before laying among hundreds of their kin.

The Spinning Sea is equally wondrous but far more concerning to Varinians. About once in a generation, by locathah reckoning, subcurrents produce a great whirlpool that reaches miles below the ocean's surface. Legends say that old gods use the funnel to peer through the dark green waters so they can pass judgment on the races there. Myths tell of once-great cities destroyed by a cyclone of twisting water, with an eye of dead air pointing the object of the gods' displeasure. While conditions result in these whirlpools with some frequency, the worst events are widely regarded as the same whirlpool sent by cruel deities or Vareen's ancient progenitors to punish cities for some misdeed.

FLORA AND FAUNA

Vareen's single ocean features incredible diversity, and the planet is so large that most forms of aquatic life on other worlds have a (frequently larger and more dangerous) Varinian analog. Additionally, aquatic versions of creatures normally found only on land exist on Vareen. Notable examples are giant water-breathing insects and finned basilisks that turn prey to stone then feed on them as they sink.

Vareen's waters are fresh waters, kept clean by the restorative magic of her gates and the frequent addition of elementally pure water from space. Silt and detritus still sink to the bottom, erosion still occurs, and creatures still rot and defecate in the depths, but overall Vareen's entire ocean is an incredibly clean source of water. Plants and scavengers devour much of the flaked flesh that drifts like snow in dense water. Great predators and huge schools of immense social animals devour prey ravenously, controlling populations with beautiful, brutal balance.

Above the waves, Vareen's green and purple skies host still more life. Hundreds of species of birds fly and swim, some living a humanoid lifespan without ever landing. A handful of linnorms unique to the world dominate the air and hunt the sea, majestic predators as deadly as anything from the darkest depths. High in the atmosphere, puffy white fungi float among the clouds, ingesting animals that fly inside its camouflaged gullet and reproducing via spores filled with light gas.

Vareen's balanced ecology utilizes every trick in nature's book. Swarms of microscopic organisms breed on the water's surface until a lightning strike alters their behavior and chemistry. These electrified cultures sink like a net, killing almost anything they encounter before dying themselves. Such mass events attract scavengers, which attracts predators, freeing up new real estate for life to invade once again. Ambush predators, apex monsters, carnivorous plants, and even a number of supernatural threats carefully regulate Vareen's global cycle of life on a schedule maintained by her humanoid populations and set in motion by their progenitors. Predators on Vareen include some of the most dangerous creatures on any world. Lasiodons, dinichthys, and other titans of the sea compete daily for miles of hunting grounds, yet each rivals the myths of sea monsters from most planets. Just as deadly are the natural prey of these majestic beasts. The defense mechanisms required to fend off such nightmares might easily serve to drive apex predators in other oceans to extinction.

ABOVE THE SKIES

Varinian sunsets feature scattered clouds in idyllic colors that cover the entire sky rather than just the horizon. Beyond the rainbow striations orbit three small moons: Chlarzon, Thrameis, and Vollune. A fourth moon circled with her sisters long ago but was destroyed when Bardez and Vareen collided. Among the world's intelligent races, only the locathah regard

the moons with any significance. Their surface stations allow observation of the sky and their trade relationships serve as constant reminder that Varinians are not alone in the cosmos. Besides the locathah, the territorial tritons and militant churda take some interest in the existence of other worlds but find survival at home challenging enough. Certainly, the arrival of the bil'djooli has alarmed those races who had no cause to prepare for outside threats and soured the more cosmopolitan cultures on the idea of visitors from beyond the stars.

The Varinians refer to their sun as Rax, or in very ancient texts, the Orange God. Ocean giant tradition casts Rax as a demon destined to bring fire to the world in a battle between outsiders and giants. Other races have different interpretations, from life-sustaining celestial body to giant fourth moon. With so few civilizations having seen the sun, it remains a part of esoteric lore for most.

The other two planets orbiting Rax are Zaver, the World of Flames, and Galatch, the Poison Eye. Zaver circles close enough to Rax to melt metals on its surface. Those few magic users over the generations who traveled there died amidst waves of burning gases or drowning in seas of molten salt or bronze. Visible from Vareen's surface, Galatch resembles a glassy green eye suspended in the night sky. The traditions of early civilizations regarded the planet as poisonous, a fact none living today could know. The Patrons sought to prevent their agents to travel there by instilling a lasting fear in the planet's nature, having directly witnessed its carnivorous flora and deadly fumes. Every nine years, the Poison Eye hangs above the horizon next to Vollune and appears as a pair of wicked green eyes. It is said that curses and hexes bear more power during the three nights the eyes appear.



The Diamond Cascades are a belt of millions of fresh-water glaciers constantly crashing into one another far outside the orbit of the planets. The source of this ice is the same portal the Hegemony opened to arrange a collision between Bardez and Vareen. Columns of ice miles in diameter and length break off when another comet impacts them, sending immense shards of ice into space. From Vareen, the Cascade appears as a glittering stream of lights, wider and denser if the sky is clear and the moons eclipsed. Each year, dozens of smaller comets finally reach one of the planets. For Zaver and Galatch, the warmer skies mean disintegration and evaporation before the comets make landfall. On Vareen, the larger bodies strike the water once or twice a year, throwing rapidly evaporated water into the air and contributing to the planet's high winds and frequent storms.

Rax's system once included larger planets orbiting farther away, but two of the three gas giants were destroyed by successive assaults from the ice comets produced in the Diamond Cascades. Both eventually gained enough mass to alter their orbits, until they plummeted past Vareen and into the sun. The third planet, known long ago as Tralof, is a sphere of dense frozen air surrounded by rapidly circulating blue and yellow clouds and warmed by her own portals to the Plane of Fire. Impacted by comets the size of glaciers, Tralof left her orbit in a different fashion. She remains intact but has spun through space on her own new trajectory. She left Rax's system over a thousand years ago.

QANNA AND THE DOMED CITY OF EMIRIST-TAR

High atop the windblown peaks of the purple-hued mountains of Tathos, greatest and most verdant moon of the gas giant Qanna, glistens the domed city of Emirist-Tar—largest and most technologically advanced of several allied city-states occupied by the Alusidain people.

As written in their history, the Alusidains emigrated to the peaks nearly three centuries earlier. Upon their arrival at the foothills of the majestic peaks, the settlers' attentions were quickly drawn up the slopes by brilliant flashes of light. Investigating the source of the light, they ascended the peaks where they uncovered great domed structures within each hid a veritable utopia filled with lush gardens blossoming with exotic fruits and other edibles as well as fresh water and air. As they would later come to learn, many of these domes also housed vast arrays of advanced technological machinery responsible for creating the life-sustainable atmosphere on their tiny world. The revelation left the Alusidains both in awe and humility. For the first time, they realized that they were not alone in the universe, nor were they in anyway superior to the beings that created the domes. Thereafter, they became the self-appointed keepers and defenders of these structures, which came to be known as Tars. To this day, they desire to guard the clandestine purpose of their domed cities for if revealed, then all of Tathos would know the true power the Tars bestow upon the tiny moon.

EMIRIST-TAR

LN large city

Corruption +2; Crime +1; Economy +3; Law +1; Lore +1; Society +6

Qualities academic, insular, magically attuned, prosperous

Danger +10

DEMOGRAPHICS

Government Council

Population 16,500

NOTABLE NPCS

Grand Caltath Otreius Emiri (LN male human noble)

Azir of the Kongrushu Merdon Itor (N male human ranger)

Chief Council of the Atmospheredron Molos Oos (LN male human wizard)

High Commander Shika Emiri (LN female human fighter)

MARKETPLACE

Spellcasting Services 9th-level spells

Uncommon Items 4d4; **Rare Items** 3d4; **Very Rare Items** 2d4

Emirist-Tar was not only the first of several domed structures discovered by the Alusidains, it was also the largest and most advanced. Its people believe that the city's creators designed the structure with the intent to be discovered after they vanished. Some might even claim the city was prophesied to the Alusidains, though most—including the city's Grand Caltath and the majority of his supporters—do not adhere to such superstitions. Slowly and over many years, the Alusidains have increased their understanding of both the city's advanced technology and the intentions of its creators. Debate continues over the city's original purpose. Some argue, the elders terraformed and seeded Tathos with life and then used the Tars to engage in covert scientific observations. Others speculate that the Tars were built during an age of decline and made defensible to protect the ancients from whatever force that eventually drove them off. Regardless, the Alusidains' most educated loremasters and sages have made an extensive study of the city's engineering and mechanical devices, nearly all of which focus on providing the city with self-sustainable resources including food, water, and air.

Over the years, Emirist-Tar expanded quite a bit, building both outward and downward to accommodate a growing population in need of both space and resources. While the ancient dome remains at its heart, rings of newer buildings now encircle it, spreading to the edges of the slopes and down the sides upon terra-formed terraces.

Even for outsiders, it is easy to determine one's location within the city simply by the style and age of the buildings.

Beneath the terraces, holes bored into the side of the mountain form a complex series of large caverns in which their most talented and revered warriors, the kongrushu breed and train their great reptilian flying mounts, the kongamato. Deeper in, long shafts ascend down into the mountains core connecting to the extensive mines that provide Emirist-Tar with its source of resources and wealth.

THE DOME

The dome stands as the city's centerpiece. It is about a half-mile in diameter and rises to an equal height at its tallest point. At various locations along the perimeter, great metal gates seal wide tubular corridors that serve as entranceways to the inner structure. Dense thickets of vegetation cramp the lower portions of the dome making it impossible to see beyond and into the inner structure. Small paths weave through verdant gardens that grow in vats of strange pearlescent orbs that float in a solution of water and nutrients. Despite the walkways, the thick growth and curvature of the dome, make the outer wall difficult and impractical to reach from within. Once the main corridors pass through the growing areas, they empty into the main portion of the dome. Here stands a collection of geometrically sculpted buildings that grow increasingly taller towards the center. All of similar construction and design, their curved facades accommodate the flow of the dome with stairs wrapping in between structures, coiling up to higher tiers. The air feels fresh, thanks to an elaborate ventilation system. The dome's artificial atmosphere allows it to remain active round the clock. Streets are always kept well-lit and regularly patrolled by a small but visible present city guard.

Only about a quarter of the city's population actually lives within the dome. These individuals consist mostly of nobles

and other wealthy or influential individuals. Private residences can be found on all levels, though the majority of them are located in the lower levels. In addition to private residences, the dome houses the government buildings (such as the Hall of Elders), financial institutions, meditation gardens, and the embassies of neighboring Tars. Of course, at the top of the dome lies the Skychamber, the court and palace of the Grand Caltath Otreius Emiri.

ATMOSPHEREDRON

A few hundred feet below the great domed gardens lies a series of large interconnected chambers that house strange glass tanks, large copper boilers and other alien machinery known as the Atmospheredron. Throughout the passages, an elaborate array of narrow glass ducts races up walls and across the ceiling, connecting to numerous locations throughout the city. These machines collect as well as synthesize oxygen—in theory producing enough to create a sustainably breathable environment. The city also has a water-manufacturing device, as do all the other Alusidain cities. The device helps to fuse hydrogen and oxygen molecules to create water necessary for the life of the entire planet. Like the Atmospheredron, the technology employed in engineering the Aquadron is highly



advanced and entirely beyond the capability of the Alusidains. According to scripture, their ancestors discovered the machines several centuries before and settled around them. Currently, the Atmospheredron is operated by a secretive order of 35 highly educated arcanists and scientists that work collectively to decipher and maintain the alien machinery.

The area is otherwise off limits to all others and its entrance is guarded round the clock by squadrons of heavily armed marines.

OUTER PLATEAU

Outside the dome the mountain has been chiseled and worked into three circular plateaus, about an eighth of a mile wide with each terrace set about 100 feet below the next. Stairs and ladders along the cliff face connect the plateaus, as do a series of protected tunnels that bore into the mountain. The tunnels connect both to the summit as well as to the Kongrushu Caverns and the mines below them. Thousands of smaller homes cram the cliff faces, their once brightly painted colors now faded and pale from the battering winds. Winds and temperature can be extreme; thus, homes are kept small and well insulated. Many of the goods are kept tied down and livestock, children, and even a number of adults wear climbing harnesses that can be attached to various safety ropes and rails around the mountain's edge. This is especially important when heavy fog or snow sets in, making it difficult to see and one wrong step can easily result in death. The majority of the city's population lives on the outer plateau. Unfortunately, it is relatively easy to determine an individual's social status as based on the terrace on which they reside. Upper tiers are considered more desirable, while the lowest tier is almost entirely occupied by indentured mine workers.

THE MINES

Far beneath the city extends an extensive labyrinth of invasive mines that supplies the predominant source of raw materials for manufacturing and other industries. From various sections, miners harvest stone and metals for building as well as precious metals, salts, and other minerals. At least a third of the citizens work the mines, which serve as the backbone of Emirist-Tar's economy. There are over five miles of outlying tunnels, most 10 feet in diameter. These connect to larger veins that can be anywhere from 20 feet to 40 feet wide, depending on what they are being used for. They haven't developed a decent system of transporting material and rely on draft animals to haul carts along rough and bumpy floors. The mines are poorly ventilated. As a result, mine workers often have respiratory conditions, and on occasion mine crews become stricken with contagious lung infections that result in sections being temporarily quarantined. The work is tiresome and there is always a threat of cave-ins and collapses, however they have few problems with flooding or gas.

KONGRUSHU CAVERNS

These caverns ring the perimeter of the mountain. While a few started out as natural formations, over the centuries, the kongrushu have dug them out and refashioned them to accommodate many more of their massive draconic steeds. It also houses the personnel quartering of those that have made it their life's mission to serve as a Kongrushu. The caverns are geothermally heated and kept quite warm, especially in the outer most sections inhabited by the ectothermic kongamato. Of course, the kongamato caverns are the largest. All have exits facing outward from the mountain face. They avoid housing more than two of the beasts in the same caves because kongamato can become violently territorial. Couples are almost always mated pairs, as a single female will notoriously trigger other males to fight for mating rights.

Kongrushu trainers supplement their strict regiments of behavioral training with the use of alchemical pheromones. An exit just above the hatchery, leads through series of interlocking metal hatches isolates this secured and secluded area from the main caverns. The main work area that serves as the heart of the lab is relatively small, though the network of pipes exiting from the lab is almost as extensive as the lower caverns. From the lab, attendants can forcibly pump pheromones through the network, effectively sending them directly into lead-outs in individual kongamato caverns. This complex system allows the Kongrushu to easily target and regulate the moods of specific creatures.

Also of great importance are the kongamato hatcheries. Three in all, they are kept at opposite ends of the complex to assure that even in the face of disaster, some eggs will survive. The hatcheries do not open to the outer walls, but instead remain hidden, heavily guarded, and trapped. Few individuals



have clearance to view the hatcheries and access is denied to any outside the Kongrushu including the Caltath. Each hatchery is comprised of a circular room about 60 to 100 feet in circumference set with tiers holding dozens of eggs. The rooms have only two exits, no windows, and are kept at an uncomfortably warm temperature to assure healthy incubation. Freshly hatched kongamato are immediately taken for training as a newly born creature will instinctually eat other kongamato eggs to assure its own survival as head of the litter.

Lastly, a number of smaller rooms and chambers placed above the kongamato caverns house the Kongrushu themselves. A barrack typically consists of one or two rooms, with shared eating spaces, restrooms, and lavatories. Higher-ranking members usually take rooms facing out of the mountain, their faces sealed off from the staggering cliffs with thick transparent sheets of a glass-like, crystalline composite. These chambers typically have additional rooms including private baths and storage areas.

ALUSIDAIN PEOPLE

Despite their unusual purplish skin tone, Alusidains are essentially variant humans whose origins lie in the immigration of races following the ancient Elali terraformation. While knowledge remains lost to their own history, Qanna and its outlying moons served as a hubworld. During its prime, thousands of races filtered through stargates on various moons, many from distant worlds as refugees. As expected, the Elali granted a number of these people asylum, particularly those whose planets had been destroyed by the Hegemony. This of course made Qanna's moons a target, and to protect the stargates, the Accord vacated most of their forces in several mass exoduses, leaving behind a few to serve as watchers or protectorates along with several less advanced races on the cusp of developing civilization. As a result, the Hegemony spent little time exploring Qanna's moons, which appeared to be primitive wastelands with little in the way of technology or other resources, especially since Qanna itself is entirely uninhabitable.

The Alusidains (along with all the humanoid races inhabiting Qanna's moons) were among those tribes left behind. In the early years, they wandered in small nomadic tribes along the outlying lands along the mountains' bases. Culturally, they were quite similar to the Vakarans who still live much in this same fashion. While there was always conflict between the two races, there is also evidence that on occasion, they intermarried and likely share common ancestry. Only after their discovery of the great domed cities in the mountains did their culture begin to advance. Those in the forefront of the cultural revolution fought vehemently to distance themselves from their "barbaric" past. In their ignorant efforts to do so, these individuals destroyed most of the historical artifacts and other evidence that current scholars so desperately seek to help them gain a full understanding of who the Alusidains are, where they came from, and their relationship to the elali and their world.

POLITICS AND ECONOMICS

The Alusidains are slowly moving through a cultural transition. Drifting away from feudalism, a rapidly growing working class permits individuals to achieve status and a title through personal achievement. Individuals that acquire titles can become almost as powerful as a noble and possesses the right to pass all titles to his progeny. The practice has met with mixed results and (as is the case with royalty) a certain number of powerful individuals continue to hold titles bestowed upon them out of entitlement and not qualification. While Emirist-Tar remains staunchly under the command of its Grand Caltath, in recent times the hereditary ruler has become increasingly tied to the support and influence of a sizable council of statesmen and advisors, many who have risen into the new nobility from the working class. Aside from royalty, one of the most ancient and venerated titles among the Alusidains are held by the Kongomato riders or Kongrushu, as they are called. Their command of these great beasts has allowed the city to hold power over the surrounding territories and prevent the Vakaran hordes from raising a siege against the Alusidains. Master riders frequently serve as political emissaries when dealing with other cities and become quite skilled at diplomacy.

Ultimately only about 10% of the population holds a noble title while 60% belong to the working class— including business and landowners as well as those educated enough to have mastered important skills. It also includes civil engineers who develop and maintain the stasis systems, though their work relies entirely on the studies and translations of loremasters and sages to work the ancients' technology. Working class poor comprise the last 30% of the society, the majority of which are indentured to the city. The city teaches them skills that allow them to work in basic maintenance, serve in the Armed Forces, or farm in the growing fields. In return, they receive stipends and are given housing along the outer tiers.

Increasingly, employers have begun to offer workers choice between stipend living or earning wages. Stipend workers are provided with accommodations and food and maintain greater job stability, though they have little freedom, social mobility, and tend to work longer hours at the discretion of whoever they work for. Those earning wages have far greater flexibility in their lives but are often the first laborers to be cut when companies suffer financial burdens. For this reason, these same individuals often train for multiple types of jobs or highly skilled positions so they can diversify their opportunity. Wage earning represents one of the more recent changes in culture, thus fewer people have chosen this route. Private wage earning has also encouraged people to take up side businesses and develop institutionalized healthcare and educational facilities.

RELIGION

Since their arrival in Emirist-Tar, the Alusidains have intensely studied the city and its relics for clues about its creators. While they acknowledge the existence of a superior race, they do not fear these Elders as gods. Still they believe the ancient ones are worthy of veneration, perhaps viewing them as avatars of

a more divine spirit. Some among them would go so far as to call the Elders the progenitors of their race and those holding such claims use them as evidence to support their own social status. While they lack a formal religion, there are a number of meditation gardens within the dome where the devout or those seeking inner peace may freely enter to commune, worship, or contemplate in silence. Gardens consist of open courts with natural rock sculptures set at curious, often deceptively precarious angles highlighted with running water and lights through which run curved walkways of different colored sand. While meditation gardens are shared, they are intended for use by individuals and Alusidains consider it improper to visit in the company of others, except if one must be accompanied by a chaperone or personal guard. Conversation or any type of communication is forbidden within the gardens, beyond a simple nod or knowing smile (considered a polite response in passing). Clerics may verbalize prayers within the gardens however they must do so only in a quiet and isolated section so as not to disturb or influence others.

RESOURCES

Procuring supplies in Emirist-Tar isn't difficult. The Alusidains have advanced to a point that they can readily manufacture any item in the 5E SRD, though the availability of raw materials remains somewhat limited, they have learned to adapt by using alternate materials. Scarcity of wood forced the Alusidains to create their own compounds for items other cultures normally fabricate from wood using a process that compacts much of their bio-waste from their food into a dense wood-like substance they call qot. The remaining biomass is used to produce fuel. Alchemists and others involved with employing these techniques credit their development to the ancients. Manufacturing of these materials takes place in one of six large rectangular buildings with domed rooftops and ribbed walls that rest near the edges of the lower rim. Unfortunately, the Alusidain's crude and unrefined manufacturing processes create a fair amount of industrial waste in the form of dense smoke, which they pump out of the dome at three different intervals throughout the day. During these times, one can observe waist-high grayish-blue rolling clouds seeping down the sides of the mountain. Any item fabricated from wood may also be fabricated from qot. In structure and hardness, qot is nearly identically to wood, however qot is slightly lighter. Reduce the weight of any item fabricated from qot by 25%.

Despite having a limited selection of food, their ample gardens assure they have plenty of freshly grown fruits and vegetables readily available. The bulk of their protein is also sourced from plants, though they occasionally eat meat and raise goat-like creatures for both meat and dairy in small pastures on the outer plateau.

FINDING ACCOMMODATIONS

Adventurers arriving in Emirist-Tar are going to have a tough time finding accommodations. The Alusidain people are

not used to accommodating visitors, outside of merchants or politicians from other Tars. Additionally, most foreign emissaries have their own embassies where they stay during their visits. As part of the pacts between the Tars, the embassies are financed by the host city, but run by individuals from the city for which it serves. They are politically neutral areas biased towards the laws of the parent city and not typically open to the general public.

Even so, Alusidains view foreigners as a curiosity and if the PCs prove charming enough, they may receive an invitation to stay with a host. A typical host would be of the noble class or at least a person of good standing, possibly even a wealthy merchant or sage who also desires to pick their brains about the outlying territories, other worlds or the universe. The best opportunity to meet a potential sponsor is following the audience at Skychamber, or after the Battle for Emirist-Tar during which the PCs likely acquire new allies. Conversely, as few of the lower-class citizens own their property, they fear hosting strangers even if offered compensation. They are far less curious about the strangeness of other worlds, and firmly interested in their immediate lives.

As a third (and far more expensive) option, some PCs might consider trying to rent or buy property in the city. As outsiders, adventurers cannot legally rent or purchase property in the city; however they could feasibly purchase it through someone else. Depending on whether or not the PCs can secure a trustworthy individual, a GM might use this option to create a little tension or mini-adventure within the city, in which they need to get funds back from a crooked real estate negotiation. This becomes more complicated since the PCs attempting to buy or rent through a third party cannot expect help from the authorities for engaging in an illegal act.

PLOT HOOKS

A local merchant approaches the PCs seeking to hire them as his protective escort. As it turns out, the merchant is attempting to smuggle a clutch of four stolen kongamato eggs out of the city. Unfortunately, the merchant isn't as clever as he believes and the Kongrushu also catch wind of his dealings and attempt to stop him. As a result, the PCs are placed in the middle of a serious crime that could permanently damage their reputation with the High Caltath and other allies within Emirist-Tar.

While prepping for war, one of the older Alusidain courtiers gets into an altercation with one of the younger Vakaran emissaries who as it turns out, is the son of a powerful Vakaran warlord responsible for a raid on a merchant caravan that took place a decade earlier. As a result of the raid, the courtier lost his first wife. He demands justice from the court and threatens to take revenge himself in the event the court fails. Despite empathizing with the courtier for his loss, the courts know that convicting and sentencing the emissary will likely result in the breaking of the recent treaty and possibly loss of the city in the face of the encroaching horde. As a result, the PCs are tasked with protecting the emissary from the courtiers' murderous assassins.

GUARDIANS AND GUIDES OF THE DEAD

The gas giant of Qanna is a strange spiritual nexus point, where the rippling dimensions of space and time interweave and flow with the turnings of the spirit world and the arcs of destiny. Like a supermassive spiritual black hole, the river of souls into the afterlife runs like a tide into the well of its embrace. Spirits are not trapped by its attraction but are drawn into and through it to emerge in branching singularities that stretch into all the planes of existence. How and why Qanna disturbs the flow of the spirit world in this way, and whether it is unique in the cosmos or just one of many such spiritual singularities is unknown. Some claim that a great black monolith of infinite age lies within the planet's heart and draws souls to it, it is simply a permanent locus in an otherwise ever-shifting lace of spirit-flows that overlay and transcend the material world. Whatever their source, these invisible flows have made the natives of this planet and its moons unusually sensitive to psychic and spiritual energies and have attracted large numbers of otherdimensional spirit-beings that bear witness to the spirit-tides and shape their flow, in particular psychopomps and sahkils.

PSYCHOPOMPS

All life has its beginning and its end. From the moment of birth, everything that shrieks and struggles upon the Material Plane crawls toward a singular finale, that fatal climax that grants passage into the River of Souls and the unimaginable infinities of the afterlife. As the spirits of the deceased flow from the confusion of mortality to their ultimate fates, they are each judged by the goddess of death, who assures that all who die reach their prescribed afterlife. Yet with all the worlds of the Material Plane, with the countless faces and exceptions of mortality, and with all those who would turn fate and finality to their own devices, death as a system and institution requires more agents than a single goddess to uphold. So serve the psychopomps—denizens of the Boneyard and the dispassionate stewards, chroniclers, and guides of all that die.

Psychopomps preside over the flow of life. Their primary concerns focus upon souls in the vulnerable transition between death and their final destinations upon the planes. Psychopomps carry out their duties with the dispassion of veterans and cynics. In terms of service measuring in ages, psychopomps meet countless souls from innumerable worlds, and soon nearly every story, fate, plea, and exception becomes all too familiar. They care little for the histories or personalities of the souls that pass them by, concerned only for the efficient and unvaried processing of each spirit to its final unremarkable eternity. Damnation and paradise are the same to them, as are heroes and villains, and no psychopomp cares one jot for great deeds left undone, other fates hanging in the balance, or bribes worth even a world's ransom.

While drudgery is the lot of many psychopomps—interrupted only by the diversions they sometimes create for themselves—their system is not without flaws. There are those who would seek to deny the natural order of death—creatures that prey upon souls, spirits lost in their migration, undead abominations. To

counter such abnormalities and preserve the flow of souls as the multiverse requires, numerous specialized psychopomps exist to protect the dead and counter any who would seek to pervert the state of death to their own ends. Noteworthy among psychopomps are their masks. Nearly all who have dealings with the living wear some manner of grim face covering or funerary mask. While these masks are not part of a psychopomp's body and grant them no special abilities, the legends of numerous cultures suggest that a living creature that sees a psychopomp's unmasked countenance invites a premature death. Those psychopomps who deal predominately with the dead typically eschew such marks of station except as a formality.

As psychopomps help convey souls to all of the Outer Planes, and thus provide petitioners equally to each of those realms, they enjoy a special status among many planar races as respected neutrals. As such, most other planar races grant them a wide berth, with even archons and demons going out of their ways to avoid interfering with death's emissaries. Soul-hungry daemons and reality-violating qliphoth number among the only races that actively oppose psychopomps. Consequently, the deadlier classes of psychopomps watch for and hunt disruptive members of these races, seeking to expunge the paths between the planes of any that would impede the certain cycle of death.

SAHKILS

Psychopomps oversee one of the most fundamental functions of the multiverse: the progress of mortal souls. Through this infinite cycle of lives, deaths, and rebirths, the forces of the planes calibrate and evolve. Psychopomps serve as caretakers of this process, yet no matter their might or influence, they all know their place, their duty, and a shared secret: that the order of the planes is not perfect, and that one distant day it will end. For most psychopomps, this burdensome truth reinforces the great need for their diligence in fending off the decay of all things. For others, it is an onrushing nihilistic destiny.

And for the most brazen, selfish psychopomps, it is a reason to rebel. Those psychopomps that dissent are known as sahkils.

Not content to serve as clerks in an endlessly deteriorating cycle of meaningless lives, these former psychopomps abandoned their duties. Escaping the strictures of their previous brethren, they flee to the empty places of reality—most congregating in the misty Ethereal Plane.

There, where the great procession of newly departed souls endlessly marches toward judgment, death's rebels remake themselves. Embracing the dread with which mortals already view them, they restyle themselves as tyrants of terror. No longer servants to souls, they would become their terrifying masters. Reality's days might be numbered, but for those finite eons, sahkils resolve to rule.

Sahkils bear little resemblance to the psychopomps they once were. Although some embrace the morbidity of their former brethren, most sahkil forms are inspired by common or particularly potent mortal fears. Unnatural fusions, insectile limbs, and bloody phantasmagorias abound among sahkil shapes, each designed and destined to terrify. The least sahkils

have the most recognizable forms—familiar limbs seemingly twisted by unimaginable excruciations. The greatest of their kind, though, are near-indescribable horrors, obscene in both shape and proportions. Yet sahkils share the single drive to give all creatures reason to fear.

From the Ethereal Plane, sahkils watch. They slip tenuous tendrils into the dark and abandoned places of the world, infusing the mundane with dread and giving fangs to mortal imaginings. When they trespass upon the Material Plane, most sahkils prefer to remain veiled, corrupting nature and turning people into monsters.

They revel in the awe associated with terror and hear praises in every scream. When finally their victims have been sapped, drained of their capacities to hope and to fear, the sahkil feed. Not willing to let their playthings escape to feed the cycle they once served, sahkils delight in nothing more than tearing mortal souls apart or giving rise to blasphemous undead.

The most dangerous sahkils rise to dominate their brethren as nightmare warlords. These sahkil tormentors form vast, sanity-bending realms from which only tortured sounds escape. Unique in form and objectives, these demigods gather legions of sahkil servitors, uniting them in campaigns targeting vulnerable souls, entire mortal worlds, or even rival tormentors. Regardless of their goals, sahkil tormentors are the most secretive members of the race, cloaking themselves to preserve the terror of their true faces, or sometimes to hide the beings they once were.

As sahkils viciously impede the multiverse's workings, these gluttons of fear are widely loathed. Nearly every celestial and lawful race opposes their selfish desires, hunting them as dangerous beasts and metaphysical brigands. Psychopomps most actively oppose sahkil interference with the progress of souls, yet rarely display racial malice against the traitors. Additionally, manasaputras violently resent sahkil schemes, as sahkil predation actively impedes the development of mortal souls. This often results in dutiful manasaputras or their agents defending vulnerable spirits or leading quests to liberate worthy souls before they're destroyed.

FAA DLAN AND THE GREAT SPHERE

In the eons-long struggle between the Patrons and Principalities of the universe, a turning point was finally reached when the Patrons triggered an immense aetheric spiritual cataclysm that drew the Principalities and their divine essences into heart of a singularity star called **Faa Dlan**, at the cost of stripping away their own immortal vitality. They had planned their trap with cunning, creating not only the vast essence well to contain the Principalities while simultaneously incarnating a self-replicating mechanism to continuously reinforce the prison while also hiding it from detection. Once it was sprung, the entire star would be encapsulated in a massive Dyson sphere over a hundred million miles across, absorbing and redirecting the star's energy to the prison within while keeping lesser beings far away. The limitless knowledge of the Patrons

allowed them to extend the sphere's axis mechanism into the star itself, creating neutral stellar spaces protected from the incredible heat of the star's surface, while automated force components extended into the sublime inferno at its heart. The Principalities, contemptuous of their rivals and confident in their own imagined supremacy, never imagined the Patrons would stoop to the duplicity of baiting a trap just for them, but they learned to their woe that even their pure-hearted rivals had limits to their obdurate honor.

Since the absorption of the Principalities into their prison plane, the mechanisms of the sphere have worked to bleed off the power of their divinity and seal the rent in reality required to preclude any possibility of return. The seal was not quite perfect, and occasional dream essences leak out of the rift, spreading clues to an ancient mystery in the minds of those able to sense them. It is in this way that, despite the best efforts of the Patrons to hide this prison, the Principalities were eventually able to lure the psychic ultari to this place. While the eldritch mechanisms devised by the Patrons are beyond their ken and that of their minions to alter or destroy, they have been able (with the aid of their allies) to manipulate certain subsystems and begin colonizing the vast sphere like a legion of psychic parasites.

Through a combination of its own energetic processes and subtle manipulation by the Hegemony, the Sphere has grown organically since its inception like a spreading reef. Fractal towers joined by linked strands and channels of force energy have grown into watchtowers, power batteries, and a transportation network that beggars description. Like endless network tubes. The highly customizable nature of even these small modifications has led to ongoing research and testing to see if some workaround can be found for the sphere's inexorable annihilation of the last remnants of the Principalities, and at the time of this adventure perhaps there has been such a breakthrough, and the PCs have an ideal opportunity in this adventure to set things right.

DENIZENS OF THE SPHERE

The following member species of the Ultari Hegemony are the primary inhabitants of the various towers and settlements of the sphere.

Ultari: As with the Hegemony elsewhere, the ultari hold the dominant position within the sphere. While they occupy an elevated place in society, they comprise a numerical minority of the citizenry. Most act as administrators and commanders, and in any given settlement there may not be many present. They manage and run the entire complex, directly or through their surrogates, and they maintain strict oversight on those in their charge in order to ensure their orders are executed efficiently and effectively.

To outsiders, the ultari perpetuate the claim that it is their goal to release the Principalities. In truth, however, because they are at the top of the Hegemony and everything that it controls, many ultari have little intent to actually find a way of

releasing the captive beings. This has led to a silent rift in ultari leadership between two factions, the **Devotees** who truly seek the return of the Principalities and the enactment of their will, and the **Legates**, who feel the ultari themselves have the empire well in hand and that it would perhaps be best for everyone if the dead gods of the ancients were to stay dead. The Legates pay lip service to the causes of the Devotees in public, both to maintain the illusion of ultari unity (and the stranglehold they have on the rest of the empire as a result of appearing united) but also to mollify the Devotee faction, who might otherwise spread sedition. Keep the priests happy, and rule in place of the ancients.

Bil'djooli: The bil'djooli are an aquatic race that command the front-line enforcers for the Hegemony. Their soldiers are bolstered by aquamancers, who wield magic and technology against their enemies. The bil'djooli are predisposed to violence, and they have a sadistic streak that is second only to their sense of duty. They are fairly ambivalent about who runs the show as long as they get to keep up their perpetual war machine, so they avoid taking sides, preferring to favor whichever side seems to be winning.

Onaryx: The onaryx are bat-winged humanoids who are extremely violent and warlike, but are a little more concerned with personal prowess, honor, and publicly demonstrating their awesomeness. They are one of the oldest races and have a lot of pride in their legacy of service to the ancient Principalities, so they're more interested in seeing them return. Their race has been in decline for centuries and they believe the Principalities can elevate them back to their former standing. They resent the ultari for understating their importance to the Hegemony, but they respect power, and for as long as the ultari are in control, they tend to respect the chain of command. Despite this, they would abandon the ultari immediately should the Principalities return, and if the ultari could be shown to be weak and vulnerable, they might well rise up against their masters and reassert their ancient pride of place.

Jagladine: The Jagladine are in charge of the special research projects conducted by the Hegemony. They test the effectiveness of newly engineered diseases in controlled regions, which is one of the ways they put the nearly endless space of the prison to use. They have also been known to develop nanite implants to strengthen their own soldiers, and they try to warp conquered species to make them more useful to the Hegemony. The jagladine are evenly split between the scientists and the zealots (many individuals are both). The scientists simply do not interact with the others unless they have worked out a scheme that they insist will benefit the Hegemony. The zealots, however, are singularly focused on bringing the Principalities back, and they marshal a lot of their fellows' cunning (often without them realizing it) to keep tracking down every lead and marker that might give a clue to tapping the powers of the Principalities. Many in the other Hegemony races disdain the jagladine as a mere thinker caste, always scuttling around their labs and libraries, then crawling forth with some new revelation and demanding everyone act on it now. Most of their ideas lead to naught, or at least the incremental gains they have made just don't impress their allies.

Klaven: The Jagladine created the Klaven to be foot soldiers and shock troopers. Part of the research the jagladine conduct here is to transform new races into Klaven. Despite their status as minions, there is a rather large faction of monks that is allied with the Principalities zealots.

FEATURES OF THE DYSON SPHERE

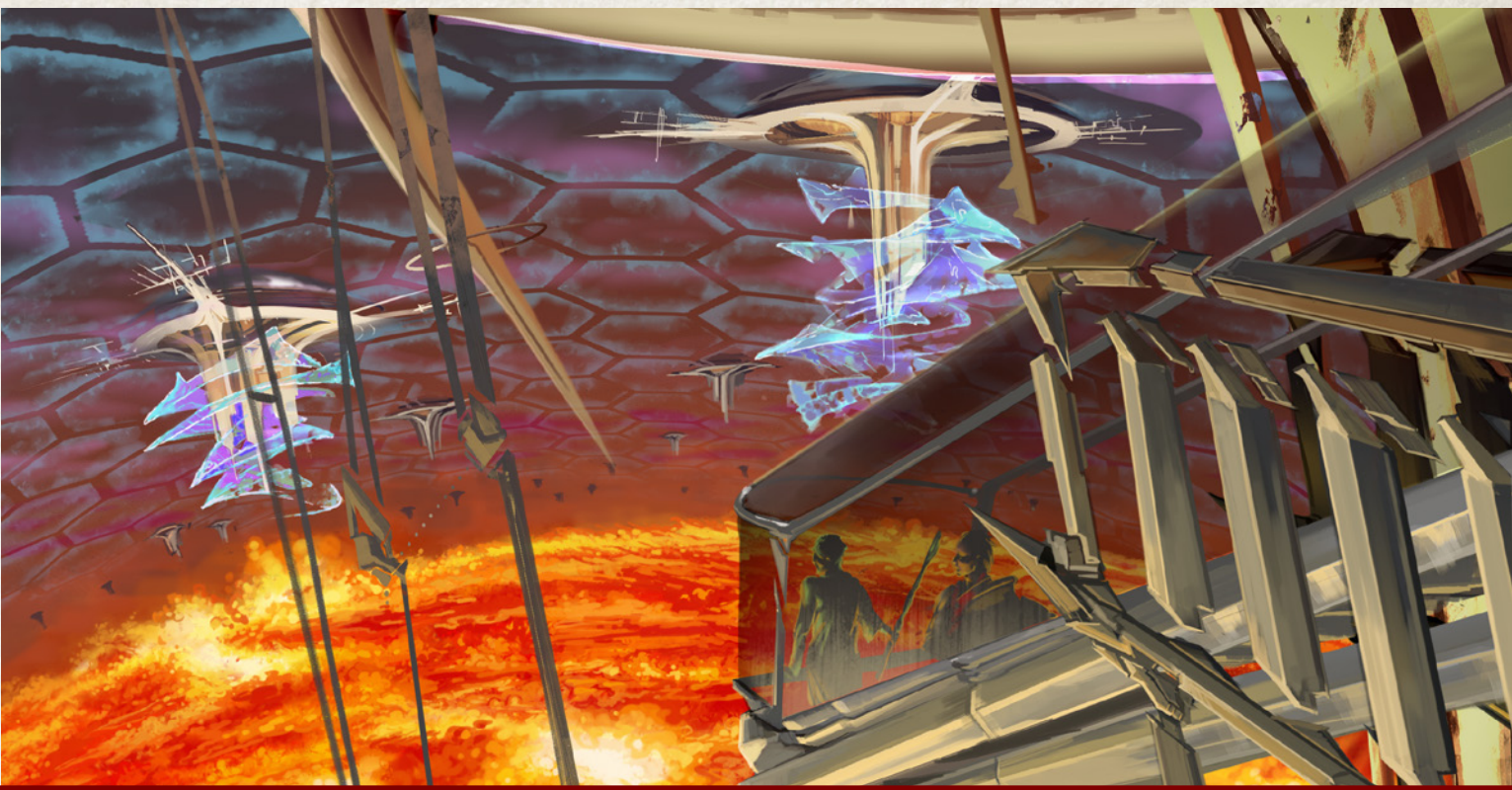
The Patrons used unimaginably advanced technology to create their prison. Even so, matter has to come from somewhere—the prison was designed using as little matter as possible and using energy from the star itself in an attempt to deal with the massive scales involved. Thus the “Dyson bubble” concept—a force-field instead of a shell, with just enough matter at strategic locations to keep the whole thing from falling apart. With the exception of the polar complexes, the material components of the bubble are comprised of tens of thousands of towers, evenly spaced across the globe.

Hypertubes: The towers and their hinterlands are connected by a series of hypertubes. One function of the energy tubes is to tether the towers together and keep them at a uniform distance from the star below. The other function is as transportation conduits—in the frictionless and power-rich vacuum of the hypertubes, a properly designed tube-sled can reach incredible speeds, passing between towers in hours or days.

Lightshield Hinterlands: Each tower is surrounded by a hinterland of lightshield, a thin membrane designed to absorb solar radiation and power the towers. The lightshield is morphic as well and over the eons some parts of the lightshield have been thinned and thickened or collected into outlying structures. While the lightshield hinterlands are generally thousands of kilometers across, the vast distance between towers means that each tower's hinterlands are separated by a vast sea of open space.

Towers: The towers of the Dyson bubble House the machinery (vast, solid-state and incomprehensible) that keeps the bubble intact and effective as a prison for the Principalities. They were designed with a long timescale in mind—the Patrons couldn't be sure who would be performing maintenance on the prison millions of years in the future, so the towers were designed to be generally morphic, control surfaces in each tower allowing its denizens to arrange the matter of the tower in almost any configuration. While most Ultari administrators leave well-enough alone, and many of the control surfaces have been lost to time, some towers have been extensively modified by their inhabitants past and present.

Tube-sleds: Most of the tube network operates on simple force capsules that can hold around 20 Medium-sized passengers. The system is adaptable, however, and can accommodate behemoth freight sleds as large as entire buildings. Such massive moving structures boast permanent residents who maintain the sled and make their living trading between towers or getting goods and people to places they need to go.



THE AXES

The two polar axes of the Dyson bubble are vast complexes given over almost entirely to the maintenance of the stellar prison. They are so large that even the maintenance and waste spaces interspersed among the machinery is enough for them to be major population centers. The north stellar pole, however, is the center of a large negative energy waste called the Lacuna, the result of intense x-ray and sunspot activity interacting with the bubble. Lacuna is thus home mostly to ravenous and aggressive undead. The southern stellar pole station is much more hospitable, its free space turned into a large city called Atlas Prime. In addition to being a major trade destination, Atlas Prime serves as a neutral point for leaders of the various factions to meet, under the dominion of the ultari regime that dominates all, thus serving as the de facto capital of the sphere. Between them, the two ends of the Axis Major are the coordination hubs for the energy gathered in the towers. Either Axis alone could maintain the bubble for a time, but without either the entire structure would drift apart and fall into the star.

THE SPHERE SURFACE

Much of the surface of the sphere remains perfectly smooth eons after its creation, but such a massive structure cannot remain wholly unperturbed by the passage of time and the channeling of untold energies.

Malfunctioning Sphere: The hinterlands of tower 74 are particularly dangerous due to ongoing malfunctions that threaten critical failure of the shield in this region. Not only

does the terrain keep reverting to previous forms and then back again, but the malfunction is letting through just enough solar radiation to cause problems for the local inhabitants. A small fraction of those exposed to the heightened levels of radiation are extremely susceptible to it and have gone violently insane, turning their aggression toward the communities in which they reside, typically using the deadliest weapons available to them. The ultari administrator of this tower cares little for the welfare of this region, so long as he is able to collect the meager tax revenue it generates. He is aware of the shield's malfunction, and he is also aware of the harmful effects it has on its inhabitants, but he lacks the will to spend those taxes on remedying the problem.

The Snarl: With the exception of the polar Axes, the entirety of the Dyson Bubble is uniform, though in a fractally complicated sense that appears mostly random with flickers of order. The Patrons seeded the pattern but did not supervise it closely, instead allowing the bubble to create itself procedurally. The result is stronger than anything the Patrons could have designed artisanally. The procedure broke down in one place, though, near Atlas Major. There a slight mutation of the scheme ballooned out of control, creating a tumor known as the Snarl—a weak point in the pattern where towers clump together in strange knots and where unusually large gaps yawn. The hypertubes of the Snarl loop strangely and the towers are abnormal in size, shape and operation. The denizens of the bubble have always viewed the Snarl with wariness, and long experience has taught the Ultari that those who spend too much

time in the Snarl develop strange habits and ideas. None but the lowest-status Ultari administrators would willingly reside in the Snarl and thus the entire area suffers in isolation. Not quarantined precisely, but cut off socially and organizationally, home to the desperate and strange.

The Snarl is home to hundreds of towers, most of which are stunted and sickly, resisting efforts to adjust them even where the control surfaces are available. Other towers are bloated, twice or three times the size of an ordinary tower. All of the towers are idiosyncratic, an ultari Administrator who has molded a hundred towers elsewhere stumbling over the most basic alterations.

Due to the isolation of the Snarl, the social order evident in the rest of the bubble is largely non-existent. Each tower is controlled, at best, by an outcast ultari Administrator desperate to prove himself and get out. At worst the towers are controlled by whoever was desperate or ruthless enough to carve out a space for themselves away from prying eyes. The following points of interest are all located within the Snarl, a jungle with as much variation as the rest of the bubble combined.

The Klaven Liberation Front: The klaven are a designed species, manipulated from their original gene-stock to be obedient warriors. Even the genius of the jagladine has its limits, however, and some klaven don't take to the power structure of the Hegemony. Most of these are killed, but the smart and lucky keep their heads down, biding their time. A movement known as the Klaven Liberation Front (or just The Liberation for short) is ready to help these klaven gain a chance at freedom and meaning outside the Hegemony. The Liberation functions mostly within the Snarl, finding safety and room to maneuver in the under policed region. They strike at targets of opportunity, either stealing supplies or recruiting the klaven warriors of patrols that they subdue. Invariably, many of the klaven are too mentally cowed to make good Liberation soldiers—these are left to their own devices. Those klaven who retain enough free will and intelligence to jump at the chance are invited into the movement. The Liberation has been successful enough that the powers of the Snarl have taken notice. Fewer opportunities are presenting themselves, and more of those opportunities are actually subtle traps to encourage the Liberation to overextend itself. The leadership of the Liberation know that they need either powerful allies or an audacious plan, and soon.

Mardex the Red: The ultari are a long-lived species, though in the Snarl their lives are often shorter than they would be elsewhere. One notable exception is Mardex the Red, an Ultari who has haunted the Snarl for many hundreds of years. The source of Mardex' longevity is a mystery, fodder for lurid rumors and wild speculation among his peers. Mardex gained his sobriquet in a series of bloody wars against an ultari combine that had set itself on the audacious course of attempting to bring the Snarl into the fold of ultari authority—it is partially due to Mardex' influence that the Ultari in the Snarl get so little interference from outside. Mardex' connections to the power players in Atlas Major, to Tower 32 and to elements of the Jagladine scientific community make him a force to be reckoned with in the Snarl and while his agenda is entirely opaque, his influence is vast.

THE TOWERS

Innumerable control towers dot the surface of the Dyson sphere, spaced evenly across the immense span. Most are separated by over a million miles from the nearest other tower, though occasionally in areas like the Snarl where space ripples and warps, towers sometimes meld and accrete together. Most towers are overseen by an ultari commander, though many ultari delegate direct operation of their assigned tower to a lieutenant of another race. Some even appoint artificial intelligences or cybernetic surrogates in their place. Regardless of who is nominally in control of the tower, most of the functional work of keeping the system functioning falls to squads of jagladine technicians, whose great intelligence, scientific curiosity, multiple limbs, and ability to work in toxic environments all come in very handy in maintaining the inscrutable machinery of the sphere.

Teratami: Teratami is one of the largest towers in the Snarl, its lines strangely curved and organic. The control surfaces that should allow locals to control the interior topography of the tower are lost or never existed. Rather than remain static, however, Teratami shifts intermittently and unpredictably. Rooms and corridors tend to remain static for days or weeks at a time, only to merge, separate or bend into new configurations over the course of minutes or hours. Teratami funnels its constant surplus of energy into rare and exotic minerals which bead off the walls unpredictably. The mineral wealth of Teratami keeps it populated despite the danger—several gangs control various sections of the ever-shifting tower, their loose structure and cycles of alliance and betrayal mimicking the mercurial tower. All of the gangs have their own purchasers who control the various hypertube entrances to the tower. The purchasers all have a vested interest in their client gangs gaining territory within the tower and that competition occasionally engulfs the hyper-tubes and even adjacent towers in brief flare-ups of violence. Most purchasers are happy to leave the violence to those on the inside of the tower.

The Back Door: While the hypertubes connecting the Snarl to the rest of the bubble are closely monitored, there is one place where the intrepid or foolhardy can enter and leave the Snarl without falling under the eyes of the Ultari's sentinels. Tower 41, an otherwise unimpressive tower, has an unusually large hinterland, and that hinterland brushes the hinterland of Atlas Major. The crossing between the two is still 2,000 miles, but with solid ground and protection from solar radiation, the journey is possible. Tower 41 is home to a boutique smuggling culture, ultra-fast shield effect vehicles ferrying the most secret, expensive and dangerous goods and people across the vast distance in a matter of hours. The black marketeers of Atlas Major's lower reaches make sure that the right palms are greased to keep "The Back Door" off the official radar—everybody involved has much to lose if the route becomes policed and surveilled in the same way as the other borders of the Snarl.

The Hothouse: Generally, the morphology of the towers doesn't include much in the way of organics—towers are primarily metal and plastic affairs. The Hothouse is an exception to this rule—whatever algorithms cause a tower to pump out dirt and stone instead of metal are overactive and the Hothouse is thus more a terrarium than a tower. Held together by the mandatory structural substrate that powers the prison-star and surrounded by a glass shell, the Hothouse is a riot of overgrown plant-life. At one time a game preserve, the tower is home to numerous deadly beasts as well as poisonous plants. The Hothouse sits astride a major Hypertube junction, and it's sometimes more profitable to portage goods and people through the tower as opposed to going the long way around. When that happens nervous guards man the perimeter of the constantly maintained portage route through the middle of the tower. The predators of the tower are invariably drawn to the commotion and it's only a question of whether the transport can be completed before the bestial denizens of the Hothouse let their hunger overcome their caution.

The Plague Zone: Tower 125 is one of the worst places in the entire Dyson Bubble. The ultari administrator has given this entire tower over to the jagladine scientists to do with what they will. Most of the tower contains labs where they experiment with nanotech in an effort to make the ultimate klaven, but they also experiment here with diseases and chemical warfare. One entire region of the hinterlands has been all but walled off with force fields and populated by prisoners taken from other towers so they can test diseases they have created. Some of these diseases are not intended to kill their victims, but instead change some aspect of those infected. One experiment they have been running is a disease that colonizes the brains of its victims, eliminating all but the most rudimentary elements of identity and cognition, effectively transforming them into zombies that the hegemony can unleash on an area. Another disease causes victims who possess skin to begin producing a slimy substance that hardens into scales, effectively giving them natural armor that acts as an energy shield; it also causes a great deal of pain, which when treated with pain killing drugs, renders them extremely susceptible to suggestion, thus transforming them into low-ranking soldiers. Numerous other diseases are constantly being tested, but most inhabitants of the sphere know that being moved to Tower 125 is effectively a death sentence, or worse.

The Tomb of the Mad Ultari: Thousands of years ago, an Ultari Administrator of unusual power and influence was exiled into the Snarl by his political rivals. Alone in his tower he slowly went mad, spending decades using the control surfaces of the tower to lovingly meld it into a burial complex for himself. By the time he finally died he had made the tower a conglomeration of deadly traps, impossible puzzles and fragile structures just one wrong step away from collapse. On his death bed he broadcast a final challenge to the rest of the bubble: In his hand he held a console with the power to mimic the control surface of any tower. With that console in hand, a sufficiently canny and ruthless individual could wield enormous power over the bubble. The Master Console, as the Mad Ultari called it, is considered a hoax or delusion by most. Every once in a while, however, someone will decide that the possible power is worth the danger.

The Tower of Chance: Controlled by a consortium of Ultari businessmen, the Tower of Chance is so much more than a casino. Traditional casinos, fighting pits and other vice-dens coexist with a wide variety of arenas in which individuals who wish to make a name for themselves (or a fortune) can put themselves up for the entertainment of their betters. No entertainment holds sway long before the jaded appetites of the tower's high-rollers, but one game has stood the test of time by continuously shifting its format—every time The Dance of Death opens its doors it is with a new and innovative challenge, unknown both to the bettors and to its participants. Those who survive are offered great riches and boons, enough to keep The Dance of Death awash in fresh talent.

Tower 32: Tower 32 is one of the few towers not run by an ultari administrator. Instead, it is run by the bil'djooli named Faz'got. The tower is entirely filled with water and is populated almost entirely by bil'djooli. Because of their inherent warlike nature, the inhabitants of this tower are organized into rigid military ranks, drilled constantly, and are often called upon by other towers to deal with problems that arise. Other administrators treat the inhabitants of this tower as a standing military police and call upon them when their inhabitants get out of hand, or uprisings occur, and the bil'djooli are all too happy to provide this service, provided that the ultari are willing to pay handsomely for it.

Despite the military organization of their entire population, this is a chaotic place. Individuals tend to be the most loyal to their own units, though conflicts between individuals are almost as common as factionalism between different units. When not engaged in a fight elsewhere, conflict between the various units tends to erupt on a regular basis. Their residential areas are almost gang-like, and peace keeping units are on active patrol, but are typically viewed more as another rival unit than actual authority. This overall lack of order is compounded by the fact that penalties for the many crimes against one another are usually punished by minor penalties, typically financial in nature, if they are investigated at all. Only crimes against high ranking members carry firmer punishments, which can include spending time in one of the few prisons that exist, or even death if the victim ranked high enough.

Utopia: Many of the towers of the Snarl are controlled by a single individual or small group of like-minded individuals. So it is with Utopia, an experiment in social harmony that has managed to maintain itself for centuries. The members of Utopia come from many races, all drawn by a shared dream of normalcy and surrender. Utopia is controlled utterly by the Nurturers who execute the rules laid out by Utopia's prophetic founders. Through a vigorous regimen of doctrinaire education and subtle mood-affecting drugs, the Nurturers maintain a harmonious social environment for their people. Of course, keeping a healthy society requires occasional genetic infusions into each of the racial gene pools, and the Nurturers are always on the lookout for appropriate gene stock. Those in the know speculate that that's why the tower remains open to potentially destabilizing travelers—occasionally those travelers choose to stay, though how they come to that choice is sometimes murky.

THE TUBES

Most of the tube network is a model of efficiency, yet in such an enormous and complex system of such immense age, glitches occur from time to time, and occasionally cascade into large-scale regional failures of the system, though failsafes built into the system and regular monitoring by the jagladine technicians always limit the spread before disaster occurs.

Failing Hypertubes: One of the primary hypertubes connecting the towers of the Snarl, this one has begun suffering intermittent malfunctions that have affected travelers in deadly and unforeseen ways. The first sign of trouble was when those aboard a hypertram began experiencing severe radiation exposure due to a partial failure of the shielding. Although the ultari administrators affected by this promptly ordered the closing of the tube while the jagladine technicians investigated the cause of the failure, it was later deemed safe and reopened. A week later, a sled the size of a building exploded just short of its destination. The ultari rely on the tube for supplies and commerce, so another brief shutdown was ordered, and then it was promptly reopened after a cause of failure report blamed temporary abnormal reactions in the star's core.

While the administrators accepted this explanation, the jagladine know that the findings in the report were purely theoretical and made public out of the necessity to keep the tube open, as opposed to finding the true cause of the malfunction. Meanwhile, they have been desperately examining the equipment, trying to discover the true cause of the tube's failure, find the real cause, and repair it. So far, their efforts have been unsuccessful, and while the ultari administrators keep a wary eye on the situation, the technicians are certain that it is just a matter of time before the next tragedy occurs. They further realize that when it happens next, it could be their heads served up for their failure to fix the problem.

Broken Hypertubes: The collapse of a hypertube is a disastrous event, both for the travelers caught within and for the towers that it connects. While this tube still exists, it has been deemed too unsafe to use, and therefore serves no purpose other than anchoring the connecting towers in place. Thought to be one of the most severe symptoms of the snarl, the tube's failure occurred suddenly and unexpectedly, destroying all the hypertrams within at the time, resulting in the simultaneous deaths of thousands of beings caught within. An investigation into the event turned up entire sections of the tube that were offering minimal shielding from the sun's radiation. The ultari ordered several attempts to repair the tube, but the effort was costly and ultimately ineffective. With no choices available, they agreed to take the hypertube offline.

The result of the tube's closure was catastrophic since several smaller towers within the snarl relied entirely on it for the replenishment of supplies, trade, and travel. In the wake of the closure, the population has dwindled in these areas. As food and supplies dried up, the populations dependent upon it turned to unmitigated barbarism to survive. Those towers remain populated, but without hypertube service, they are almost completely unreachable. The ultari have written them off as lost, and those trapped within face a constant fight for basic survival.

Hypertram Pirate Ship: Hypertrams typically follow the will of the ultari administrators who oversee the towers they service; however, this is not always the case. The *Fortune's Plunder* is a hypertram that went rogue and was renamed by its onaryx captain. The vessel and its crew, which is a mix of roughly equal parts onaryx and bil'djooli, regularly attacks other hypertrams as well as the ports of call serviced by the hypertubes it plies. This behavior would be shut down immediately by the administrators except for the fact that they are protected by wealthy benefactors within the towers they frequent. Some even suggest that the ultari themselves are in on the take, which explains why there seems to be no will to do anything about this particular problem, even when others have been very efficiently dealt with in the past.

The onaryx captain, Skrowl, is an even-tempered captain who takes heed of advice offered to him by his subordinates, though he is occasionally forced to intervene in conflicts between the bil'djooli and onaryx crewmembers. This practical approach to leadership has earned him the trust and loyalty of the crew, who gleefully follow him on raids. In exchange for their good behavior, he offers them a healthy share of the bounty.

Hypertram Pilgrims: The *Degon Saes* is a hypertram that plies the tubes in search of true believers in the Principalities who wish to the powerful beings. The sled is operated by a religious council, headed by the ultari Nemex, who learned long ago that most of the ultari within the Dyson bubble do not wish to free the Principalities at all. This hypertram wanders from port to port, extolling the necessity to serve the imprisoned beings, making it known that those of a like mind are invited to join them aboard his vessel. Nemex reveals to those who have earned his complete trust that he was once a tower administrator who learned that most of the Ultari would rather pay lip service to the Principalities than actually release them. Although he does not feel that he can change this trend by himself, he does wish to nurture other true believers in their faith, then send them back out into the Dyson Bubble on a mission to influence others and create more true believers like them. He believes that when their numbers are great enough, the ultari will be forced to action and finally free the Principalities. Because of this, he has taken on the mantle of disciple and shepherd and stands upon ceremony when interacting with those aboard the *Degon Saes*.

Mantere Market: The Mantere market is a stationary structure that exists in the space created by the junction of several hypertubes. As its name implies, it serves primarily as a place of commerce, though there is no shortage of living space, bars, gambling houses, and inns. From a distance, the structure looks like an enormous gray metal dish that is flat at street level, with enormous buildings rising from it. Along the outer ring of the market are structures that extend out and allow hypertrams to dock. It is, for all intents and purposes, a great city in a space where cities do not typically exist.

Most who have found their way here are merchants or customers, though a sizable portion of the inhabitants are refugees from their home towers. Many became outcasts for

espousing political or dogmatic ideologies that were rejected by the ultari administrators. Others simply committed or were accused of committing crimes too egregious for the authorities to ignore. Many of these beings still fear the ones who forced them into exile, and as a result, hide below street level in some of the slums down below; and they aren't wrong to do so. Bounty hunting for these individuals is a popular trade among visitors.

The Dread: Despite constant low-level piracy and corruption, travel by hypertube is generally safe, even in the Snarl. Nevertheless, freighters, tube-sleds and hypertrams do go missing occasionally. Sometimes the lifeless hulks of the sleds are found later floating aimlessly through the tubes, often far from where they were last heard from. In all of these cases the signs are the same—signs of ferocious struggle throughout the vessel, blood everywhere, but no bodies. The authorities who have looked into the disappearances have collated stories of strange phenomena in the tubes, always noted around the time and place of the disappearances: Optical illusions wherein hypertubes will appear to go dark or be occluded by dark clouds. Suggestively intermittent vibrations in the hull. A bone-deep feeling of dread. Several tube-sleds have docked at towers just ahead of such phenomena, only to find that vessel that had been clearly visible behind them before the occlusion was gone from sight, never to arrive.

ATLAS PRIME

This cosmic metropolis is the heart of the Ultari Hegemony, Atlas Prime is enclosed within the Dyson sphere guarded by eight sentinel towers (each like the one described in Part 2 of *To Kill a Star*) extending outside the sphere and guarding the spaceward approaches to the city. The city is truly massive in scale and peopled with an eclectic population drawn from across the known reaches of space. The ultari themselves form the elite of the citizenry, though they are a minority in terms of absolute numbers. Allied races like the jagladine, klaven, onaryx, and small numbers of bil'djooli, as well as subject populations of auttaine, chlurvians, humans, tretharri, zvarr, and others comprise the majority, kept in line by their allegiance to the ultari rulers or by direct mental control. The naturally psychic ultari are quick to root out dissenters and troublemakers and to make very public examples of them, and long centuries of their rule has beaten down the spirits of those living in Atlas Prime to the point where few even contemplate rising against them.

ATLAS PRIME

LE metropolis

Character decadent, magically attuned, mythic sanctum, prosperous, restrictive, well educated, bureaucratic nightmare, oppressed

DEMOGRAPHICS

Government magical

Population 10,000,000+

NOTABLE NPCS

Invidia Ultimi, last living scion of the Principalities (drakainia)
Xeas Yahamun, Elder Voices of the Great Fane (NE ultari high priest)

Nammu Ki, Speaker of the Ultari Parliament (LE ultari fighter [eldritch knight])

Lagazu Nin, High Preceptor of the Science Council (NE jagladine alchemist)

Aorno, Field General of the Empire (NE onaryx fighter)

ATTRACTING ATTENTION

Adventuring in a city is necessarily open-ended, as the PCs have nearly limitless options for where they go and what they do. Atlas Prime is vast, and this adventure does not present maps of its streets and shops other than for a number of areas the PCs are most likely to explore. Think of encounters and adventures in the city more like a flow-chart of events rather than exploring a specific grid or street plan, but you can use any existing maps you might possess or even draw inspiration from real-life cities, plazas, and marketplaces.

Of course, it's inevitable—sooner or later, the PCs will do something that brings the attention of the ultari and their security forces—either on their own or through a suspicious citizen sending out a call to the guards to investigate these strangers in their midst. Ultari are the most naturally suspicious of Atlas Prime's inhabitants, though their pride may cause them to overlook their surroundings out of simple disdain for anyone they deem beneath them. Where jagladine may simply be absorbed in their work and not care about whether others are harmed in carrying it out, and the onaryx tend more towards bluster and bullying those weaker than themselves, the ultari specialize in a cultivated arrogance that expects everyone else around them to give way unless of a higher caste and rank, to whom they automatically defer. Some say that ultari can psychically sense which of their fellows are stronger than they, and as a matter of social habit they reflexively defer to those of greater prominence. Lower-ranked ultari may grudgingly give way to other races with an official position above them, though they must often be convinced of their bona fides and may seek to undermine them, spread rumors about them, or otherwise diminish them if they can get away with it.

Oppressive Bureaucracy: Most encounters with ultari feature them in positions of authority, however small or trivial, and the unbridled ego of the ultari leads them to flaunt and abuse their authority in every possible way when engaging with others not of their race, resulting in an endless maze of bureaucratic channels and acts of petty tyranny exacted upon every non-ultari. Getting anything more than the merest basics accomplished typically requires a series of permits, passes, and permissions, and acquiring them requires navigating a thoroughly byzantine set of hoops and red tape. Creatures not from Atlas Prime take a -5 penalty on Intelligence checks to learn about the city until they have been here at least a month, and a -10 penalty on Charisma (Diplomacy) checks to gather information or improve reactions with ultari, though creatures speaking ultari add a +2 bonus on such checks.

Characters who create a disturbance may attract the attention of the authorities, and local citizens know how to call for the local constabulary to come and intervene. Calling for the guard requires a Diplomacy check modified by the settlement's law modifier. It's only a DC 5 check to call for the guard—with a success, the guards generally arrive on the scene in 1d6 minutes. Every 5 points by which the Diplomacy check exceeds DC 5 (rounding down) reduces the arrival time by 1 minute—if this reduces their arrival time below 1 minute, the increments of reduction instead change to 1 round. For example, a shopkeeper is being accosted by the party and calls for the guard. The result of his Diplomacy check is a 23, and the GM rolls a 2 on 1d6 to determine how long it'll be before the guards arrive. Since the shopkeeper rolled three times the amount he needed, the 2-minute wait time is reduced to 8 rounds.

The Scroll: Throughout Atlas Prime, PCs are apt to encounter displays of glowing images and ultari runes, which delineate an ever-growing set of names and descriptions of public enemies; that is, those who violate the protocol of the city and its ultari rulers. Non-ultari sometimes call this “the list” or “the wall” and do almost anything to avoid getting on it.

Creatures earn a place on the Scroll by earning at least three Marks, which are derogatory notes psychically attached to their identity by ultari bureaucrats and other officials. Marks can be eliminated by the passage of time, typically one month per Mark; by paying fines associated with their infractions; or by persuading an ultari magistrate to remove them legally. It is of course possible to accumulate many more than three Marks, and those individuals that have accumulated the most Marks appear most frequently and prominently on the Scroll, including occasional dedicated lists of the most egregious offenders in various categories or those with the most Marks overall.

Daring scofflaws sometimes see placing highly on the Scroll as a mark of distinction, a jab at the authority of the ultari, but they play a dangerous game, as characters with a high total of Marks warrant faster and deadlier response from ultari law enforcement.

Creating a Mark is a free action for any ultari bureaucrat or ultari of rank, and it is a purely mental action. It does not directly affect PCs and there is no saving throw or spell resistance against receiving a Mark in the ultari system.

LAW ENFORCEMENT IN ATLAS PRIME

There are several levels of response to possible misbehavior, and interactions with any of the following are likely to result in Marks for the PCs. At the same time, the higher their Mark total, the more likely any action they take is to merit a higher-level response. You can assign encounters as you choose, or you may elect to roll percentile dice whenever the PCs create a disturbance, adding the sum total of the party's Marks to the roll to determine the final result.

D%	Challenge	LAW ENFORCEMENT ENCOUNTER
01-20	-	no encounter
21-50	6	1 ultari bureaucrat
51-60	12	ultari thought police
61-70	14	2 ultari thought police
71-75	15	spineguard patrol
76-80	16	ultari thought police and spineguard patrol
81-85	17	2 spineguard patrols
86-90	18	onaryx commander and onaryx dread strike wing
91-100	20	myrmidon strike wing
101+	24+	ultari chief inspector and roll again

Official Bureaucrat: While they present little danger to the PCs directly, Atlas Prime teems with minor functionaries and bureaucratic officers of every description, each possessing a tiny shred of official imprimatur and able to make the PCs lives in Atlas Prime progressively more miserable with every encounter. Each time the PCs commit an infraction that draws the attention of an **ultari bureaucrat**, they note the encounter in a shared psychic log that can be accessed by ultari.

ULTARI BUREAUCRAT

hp 126 (see page 653)

It is possible to bribe, cajole, bluff, or threaten an ultari bureaucrat in order to reduce or eliminate a Mark for a minor offense using Charisma (Intimidation) or Charisma (Persuasion), though their disdain for non-ultari causes such checks to be made with disadvantage and cost five times the normal amount in bribes if applicable.

Thought Police: The ultari generally delegate the physical security of Atlas Prime to lesser races, but their thought police roam the streets and alleys and shops of the city at will, often in disguise, wielding their minds like scalpels to peel back the secrets others wish to hide. They may reveal themselves at any time, arresting dissidents or extracting information in pursuit of justice (or simply to abuse those under their power and dominion).

Because of their frequent use of *thoughtsense*, they easily perceive invisible creatures unless they are also screened from mental detection by *nondetection*, *mind blank*, and similar effects. If they notice any invisible creature that is not obviously an ultari, they immediately scan that creature's mind and either follow them surreptitiously or use their *show yourselves* mental assault to compel them to come forward for interrogation.

ULTARI INQUISITORS

hp 190 (see page 653)



Spineguard Patrol: These titanic terrors are klaven strike teams with cunning riders familiar with urban environments mounted on massive klaven-modified dinosaurs. They perform regular and orderly patrols around Atlas Prime and are the most visible sign of law enforcement here, and most likely to respond in the case of a violent confrontation or misdeeds requiring greater punishment than a simple fine or citation.

On situations of high alert, spineguard patrols may venture out in pairs, or multiple klaven constables may be mounted together on a single dinosaur, enabling them to alternate riders or to investigate on foot if their targets try to slip away into small spaces.

ELITE KLAVEN CONSTABLE

hp 187 (see page 643)

SPINEWALKER

hp 188 (see page 643)

Onaryx Commander and Dread Wing: These winged warriors are elite, battle-hardened berserkers who like nothing more than swooping down and terrorizing the weak with their

savage sonic screams. Their keen senses are ideal for flushing out foes, and they love the thrill of the hunt.

On situations of high alert, onaryx wings may venture out in pairs, the better to flank their foes and unleash their terrifying sonic screams.

ONARYX COMMANDER

hp 220 (see page 649)

DREAD STRIKE WING

hp 246 (see page 647)

Myrmidon Strike Wing: These flying constructs are a quick-response team that reacts in cases of extreme property damage, and when they arrive they come in hot and heavy and ready to cause greater damage still in the interest of subduing or annihilating their targets. They avoid targeting ultari unless specifically ordered to do so, and they are intelligent enough to be creative in making attacks to avoid undue loss of life or property, but their primary directive is the capture or destruction of intruders.

MYRMIDON STRIKE WING

hp 462 (see page 469)

Chief Inspector: The PCs attract serious attention from the ultari law enforcement establishment, as one of their lead investigators takes a professional interest in their case. Use the stats for an **ultari techlord** for this purpose, or for a more powerful foe more determined to catch his prey you can use the stats for **Xaver Brun** (see page 429).

A chief inspector may investigate in secret but is almost never encountered without one or more of the above-listed minions as backup or to flush out her prey so that she can pounce and apprehend them or administer swift justice and death.

MYTHIC RAVAGE

The entire city of Atlas Prime is suffused with mythic energies due to the constant power drained from the star and focused and channeled by the Dyson sphere network, but these energies are not equally free for use to all creatures. The ultari have tainted the network with the power of the Principalities, distilled from millennia of star-mining and refined to be perfectly harmonious with ultari psychology and physiology but ultimately toxic to other epic creatures unless they undergo a special psychic implant procedure marking them as loyal servants of the ultari, or unless their fundamental nature aligns them with the principalities in some way.

MYTHIC RAVAGE

Epic creatures with 20+ levels or hit dice that are not ultari (which for the purpose of mythic ravage includes any psychically implanted allies) must make a saving throw every day or suffer the effects of **mythic ravage**. This is not a disease based solely on time; it worsens the more a creature expends epic power. The disease requires a DC 20 Constitution save once per day to

avoid the progression of the disease, but a creature who expends epic power finds the disease harder to resist (see sidebar). Have PCs note how many uses of their epic abilities they have used between Long Rests and increase the save DC by that amount for the next saving throw they make against mythic ravage until the next Long Rest.

Each time a creature fails a saving throw against mythic ravage they gain a level of exhaustion. This exhaustion can be healed normally. In addition, the infected creature's aura becomes more noticeable to the ultari, granting them advantage on Wisdom (Perception, Insight, and Survival) checks made against the infected PCs.

Though this is a disease it cannot be healed except via natural means – spells (with some exceptions) have no effect on it. A *divine intervention* or *wish* can remove the effects of mythic ravage from a creature but cannot grant immunity to it.

Mythic ravage becomes violently contagious and virulent when magic is used to attempt its removal. Whenever the diseased creature is subject to a spell or ability that cures diseases (like *lesser restoration*), it must succeed at a Constitution save or suffer the disease's effect immediately, and the caster or creator of the effect must save as well or contract the mythic ravage (or suffer its effect, if already infected). The save DC is increased by an amount equal to the one-half the level of the spell used to attempt removal of the disease.

EPIC POWER

Epic power is a catch-all phrase for a character's capstone abilities. Epic power here is defined as the use of an epic boon or divine blessing, casting a 9th-level spell, or using any other capstone ability that is related to an action. For example, a **barbarian's** level 20 ability is primal champion. As this is a passive skill it does not affect mythic ravage, however, the barbarians brutal **critical** does.

CHAPTER 13: RECURRING VILLAINS

Much of the action in the *Legendary Planet Adventure Path* centers on the actions of the nefarious Ultari Hegemony, and PCs face repeated encounters with this malevolent empire and its minions. For ease of reference, the statistics for standard members of key alien species that are part of the Hegemony are presented here, including the **bil'djooli**, **hetzuud**, **jagladine**, **klaven**, **onaryx**, and **ultari**. Unique individuals, like the ultar General Shokar Mak or the high Navarch of the bil'djooli have their statistics presented in the adventure text where they are encountered. In addition, variants of these standard NPCs are likewise presented in the adventure text, with notes made about how they differ from the standard NPCs of their kind.

BIL'DJOOLI

Bil'djooli are an aggressive race of interplanetary travelers who raid worlds for their own gain and routinely scavenge alien technology. Once sorely pressed, the bil'djooli now range across disparate systems to find the fresh water essential for the continuation of their race. Bil'djooli physiology requires a significant amount of clean, fresh water in order to breathe and metabolize food properly. Their immune systems are strong, but delicate, and they produce toxins offensive to most living creatures very quickly. Without protective gear, bil'djooli poison is actually more dangerous for the bil'djooli than it is for most creatures they encounter. As aquatic creatures, they wear protective helmets full of fresh water they can breathe through a series of gills in their throat, lest they poison themselves and their fellow soldiers.

The bil'djooli teach a peculiar martial art that makes use of their long tentacles and superior reach. They take what they desire from enemy combatants, striking them with powerful tentacles and using agile suction to disarm their opponents or lift other equipment. In mass combat they fire their magical rods, using the most appropriate energy type and then firing into melee amid a flurry of slam attacks.

A single bil'djool has incredibly competitive instincts and a large measure of pride, but the culture rewards cooperation and team work in order to secure the race's survival. Advancement in their militarized society requires competence and loyalty, though some level of corruption allows the truly ambitious to exploit others to their benefit. Regardless of rank or station, all bil'djooli receive intensive martial training, learning to fight with mass-produced technomagical rods that can crunch bones in melee or fire rays of magical energy.

The bil'djooli spread filth across the galaxy, polluting entire planets with a naturally occurring byproduct of their toxic skin. Hailing from a dozen different home worlds, their kind has sought a means to inhabit aquatic worlds for generations without having to leave them behind.

Bil'djooli family life is harsh from the beginning. Families are governed by ordered pair which lays hundreds of eggs over a lifetime. Though bil'djooli have distinctive male and female

internal anatomies, their breeding produces a thick slime full of eggs that is then carried by both parents. The slime is spread across a flat surface when the eggs near maturity, and a dozen bil'djooli might hatch from a single clutch. Bil'djooli young learn quickly and train for survival and combat almost from birth, competing with one another for food and favor. While individual families do not always encourage violence among siblings, there are few penalties in the military meritocracy for murdering a sibling with cause.

A single bil'djooli is 7 feet long from head to tentacle. They have somewhat translucent blue or purple skin with a white or pale blue underside to their tentacles. A mature bil'djooli weighs 300 pounds.

A being resembling a humanoid octopus with translucent blue skin bears an unusual metal rod with glowing arcane signals. Its leather vest is connected to a round glass helmet filled with clear fluid.

BIL'DJOOL SOLDIER

Medium aberration, lawful evil

Armor Class 16 (shell-hardened leather harness)

Hit Points 157 (21d8 + 63)

Speed 20 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	18 (+4)	16 (+3)	10 (+0)	12 (+1)	15 (+2)

Saving Throws Str +5, Dex +7, Con +6

Skills Athletics +5, Stealth +7

Damage Resistances cold

Damage Vulnerabilities poison

Senses darkvision 60 ft., passive Perception 11

Languages Bil-djooli, Ultari

Challenge 6 (2,300 XP)

Bil'djooli Military Training. A bil'djooli rod deals one extra weapon die of damage when the bil'djooli hits with it in melee (included in the attack). The rod is also considered to have the finesse trait when wielded by a bil'djooli.





Contamination. Bil'djooli secrete toxins that wash away easily in water, contaminating the area within 5-feet of it with a mild paralytic. Any creature within that range must make a DC 15 Constitution saving throw or gain the poisoned condition for 1 hour. When the bil'djool is not submerged, the poison only affects those struck by its tentacle slam attacks, or who hit the bil'djool with a melee attack within 5-feet. Out of the water, a bil'djool must make a save against this poison once per hour or gain the poisoned state.

Hold Breath. Bil'djooli breathe water. They can hold their breath for 1 hour while out of the water, or indefinitely with water-filled helmets built into their armor.

Interstellar. Bil'djooli travel the stars, bringing war to planets and stealing alien technology to add to their own. They are always proficient in Thieves' Tools and any other tool the GM deems suitable.

Jet. The bil'djooli may take a Dash action at the end of each of its turns.

Underwater Camouflage. The bil'djooli has advantage on Dexterity (Stealth) checks made while underwater.

Vulnerability to Toxins. Bil'djooli have disadvantage on Constitution saving throws against diseases and poisons.

ACTIONS

Multiattack. The Bil'djooli uses one of the following attack options: bil'djooli rod and 2 tentacle slams, or 4 tentacle slams.

Bil'djooli Rod. *Melee or Ranged Weapon Attack:* +7 to hit, reach 5 ft. and range 60 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage and 3 (1d6) energy damage (acid, cold, fire, or

lightning), or 18 (4d6+4) energy damage (acid, cold, fire, or lightning) if used to make a range attack.

Bil'djooli Rod Blast (1/Day). The bil'djooli fires a single focused ray that deals 21 (6d6) points of energy damage, or half as much on a successful DC 15 Dexterity saving throw, to each creature in a 60-foot line. The energy type can be chosen as part of the attack – acid, cold, fire, or lightning damage – but it consumes the bil'djooli's bonus action if it differs from the energy type of a previous attack made by it.

Tentacle Slam. *Melee Weapon Attack:* +7 to hit, reach 10 ft., one creature. *Hit:* 7 (2d4 + 2) bludgeoning damage, and the target must succeed on a DC 15 Constitution saving throw or be poisoned for 1 hour. The bil'djooli can then use a bonus action to Shove the target, and if successful can force the target to drop one held item instead of knocking them prone or pushing them away.

REACTIONS

Side Shot. Any time an attack hits or misses a bil'djooli it may use its reaction to make a bil'djooli rod range attack. To do so, the bil'djooli must be wielding a bil'djooli rod.

DESCRIPTION

A being resembling a humanoid octopus with translucent blue skin bears an unusual metal rod with glowing arcane sigils. Its leather vest is connected to a round glass helmet filled with clear fluid.

Bil'djooli soldiers obey orders without question, owing to a combination of redundant training, negative reinforcement, honored military traditions, and the belief that conquest alone perpetuates their species. Bil'djooli are masters at guerilla and pack tactics in combat and excel at flanking and ambush maneuvers.

BIL'DJOOLI ELITE SOLDIER

Medium aberration, lawful evil

Armor Class 16 (bil'djooli armor)

Hit Points 221 (26d8 + 104)

Speed 20 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	20 (+5)	17 (+4)	10 (+0)	12 (+1)	15 (+2)

Saving Throws Str +5, Dex +9, Con +8

Skills Athletics +6, Stealth +9

Damage Resistances cold

Damage Vulnerabilities poison

Senses darkvision 60 ft., passive Perception 11

Languages Bil'djooli, Ultari

Challenge 10 (5,900 XP)

Bil'djooli Traits: The bil'djooli elite soldier has the Hold Breath, Interstellar, Jet, Underwater Camouflage, and Vulnerability to Toxins traits of a standard bil'djooli.

ACTIONS

Multiattack. The bil'djooli elite uses one of the following attack options: bil'djooli rod and 2 tentacle slams, or 4 tentacle slams.

Bil'djooli Rod. *Melee or Ranged Weapon Attack:* +9 to hit, reach 5 ft. and range 60 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage and 3 (1d6) energy damage (acid, cold, fire, or lightning), or 19 (4d6 + 5) energy damage (acid, cold, fire, or lightning) if used to make a range attack.

Bil'djooli Rod Blast (1/Day). The bil'djooli elite fires a single focused ray that deals 21 (6d6) points of energy damage, or half as much on a successful DC 15 Dexterity saving throw, to each creature it hits in a 60-foot line. The energy type can be chosen as part of the attack – acid, cold, fire, or lightning damage – but it consumes the bil'djooli elite's bonus action if it differs from the energy type of a previous attack made by it.

Tentacle Slam. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one creature. *Hit:* 7 (2d4 + 2) bludgeoning damage, and the target must succeed on a DC 16 Constitution saving throw or be poisoned for 1 hour. The bil'djooli can then use a bonus action to Shove the target, and if successful can force the target to drop one held item instead of knocking them prone or pushing them away.

REACTIONS

Side Shot. Any time an attack hits or misses a bil'djooli elite it may use its reaction to make a bil'djooli rod range attack. To do so, the bil'djooli elite must be wielding a bil'djooli rod.

DESCRIPTION

Elite bil'djooli soldiers brag about their exploits and compare themselves to any warrior they think their lessers (essentially, anyone but their commanding officers). While cruel and violent, elites are disciplined warriors who gain honor by working as a cohesive team.

BIL'DJOOLI COMMANDER

Medium aberration, lawful evil

Armor Class 18 (enchanted bil'djooli armor)

Hit Points 273 (26d8 + 156)

Speed 20 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	22 (+6)	22 (+6)	12 (+1)	12 (+1)	15 (+2)

Saving Throws Str +5, Dex +11, Con +11

Skills Athletics +10, Intimidate +7, Stealth +11

Damage Resistances cold

Damage Vulnerabilities poison

Senses darkvision 60 ft., passive Perception 11

Languages Bil'djooli, Ultari

Challenge 15 (13,000 XP)

Bil'djooli Military Training. A bil'djooli rod deals one extra weapon die of damage when the bil'djooli commander hits with it in melee (included in the attack). The rod is also considered to have the finesse trait when wielded by a bil'djooli commander.

Bil'djooli Traits: The bil'djooli aquamancer has the Hold Breath, Interstellar, Jet, Underwater Camouflage, and Vulnerability to Toxins traits of a standard bil'djooli.

Die Hard. When reduced to 0 hit points instead of dying the bil'djooli commander becomes immune to all damage until the end of the next round when it dies. During this “die hard” round it may take its actions as normal.

ACTIONS

Multiattack. The bil'djooli commander uses one of the following attack options: bil'djooli rod and 2 tentacle slams, or 4 tentacle slams.

Bil'djooli Rod. *Melee or Ranged Weapon Attack:* +11 to hit, reach 5 ft. and range 60 ft., one target. *Hit:* 15 (2d8 + 6) bludgeoning damage and 3 (1d6) energy damage (acid, cold, fire, lightning or necrotic), or 20 (4d6+6) energy damage (acid, cold, fire, lightning or necrotic) if used to make a range attack.

Bil'djooli Rod Blast (1/Day). The bil'djooli commander fires a single focused ray that deals 21 (6d6) points of energy damage, or half as much on a successful DC 15 Dexterity saving throw, to each creature it hits in a 60-foot line. The energy type can be chosen as part of the attack – acid, cold, fire, lightning or necrotic damage – but it consumes the bil'djooli commander's bonus action if it differs from the energy type of a previous attack made by it.

Tentacle Slam. *Melee Weapon Attack:* +11 to hit, reach 10 ft., one creature. *Hit:* 7 (2d4 + 2) bludgeoning damage, and the target must succeed on a DC 18 Constitution saving throw or be poisoned for 1 hour. The bil'djooli can then use a bonus action to Shove the target, and if successful can force the target to drop one held item instead of knocking them prone or pushing them away.

REACTIONS

Side Shot. Any time an attack targets a bil'djooli commander, it may use its reaction to make a bil'djooli rod ranged attack against any creature it can see. The commander must be wielding a bil'djooli rod to use this reaction.

LEGENDARY ACTIONS

A bil'djooli commander can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. A bil'djooli commander regains spent legendary actions at the start of its turn.

- **Decisive Strike.** One of the commander's allies that can see and hear it immediately makes a single melee or ranged attack with advantage. The damage dealt by this attack bypasses all damage reduction. This attack doesn't count toward the ally's actions on its turn.
- **Rise Up.** All allies that can see or hear the commander can add 1d10 to their next attack roll.
- **Directed Assault (1/Day).** By finding a gap in the enemy's defenses, the commander allows its allies to take advantage of the weakness. All allies of the commander within 30 feet of the commander can move up to 30 feet and make one melee or ranged attack. This attack is made with advantage and has its critical hit chance increased by 1 (for example a 20 becomes a 19 or 20) and if a critical hit is rolled the attack deals maximum damage. This attack doesn't count toward the ally's actions on its turn.

DESCRIPTION

Bil'djooli commanders are decorated combatants recognized for ferocity and obedience. They bark commands during combat and expect their soldiers to follow them to death if necessary. A bil'djooli commander makes use of its legendary actions to threaten spellcasters or end formidable melee threats, and don't shy away from combat themselves. Though each chafe under its aquamancer's conceit, commanders are responsible for their fellow officers, both cooperating with them and defending them in combat.

BIL'DJOOL AQUAMANCER

Medium aberration, lawful evil

Armor Class 12 (15 with *mage armor*)

Hit Points 143 (26d8 + 26)

Speed 20 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+2)	12 (+1)	20 (+5)	15 (+2)	16 (+3)

Saving Throws Int +10, Wis +7

Skills Arcana +14, History +14, Stealth +7

Damage Immunities acid (from caustic contamination)

Damage Resistances cold; nonmagical bludgeoning, piercing,

and slashing attacks (from *stoneskin*)

Damage Vulnerabilities poison

Senses darkvision 60 ft., passive Perception 12

Languages Common, Bil'djooli, Ultari

Challenge 15 (13,000 XP)

Bil'djooli Traits: The bil'djooli aquamancer has the Hold Breath, Interstellar, Jet, Underwater Camouflage, and Vulnerability to Toxins traits of a standard bil'djooli.

Bil'djooli Warmage Training. A bil'djooli aquamancer gains the following benefits:

- A bil'djooli rod deals one extra die of energy damage when the bil'djooli aquamancer hits with it.
- The bil'djool aquamancer has advantage on Constitution checks to maintain concentration spells.
- The bil'djool aquamancer may add their Intelligence bonus to any their attack and damage rolls made with a bil'djooli rod.
- Creatures taking cold damage from the aquamancer's spells must make a DC 18 Strength saving throw or be restrained for a number of rounds equal to the spell's level. They can attempt a new saving throw at the end of each of their turns to end this effect.

Caustic Contamination. A bil'djooli aquamancer, like other bil'djooli, secretes toxins. Instead of easily washing away the bil'djooli aquamancer has enhanced this effect to create an acidic shield that seeps from it in a 5-foot sphere. This grants the aquamancer immunity to acid damage. In addition, whenever a creature within 5 feet of it hits the bil'djooli aquamancer with a melee attack, the shield surges with vitriolic force. The attacker takes 9 (2d8) acid damage.

Spellcasting. The bil'djooli aquamancer is a 9th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 18, +10 to hit with spell attacks). The bil'djooli aquamancer can cast *disguise self* and *invisibility* at will and has the following wizard spells prepared:

Cantrips (at will): *dancing lights*, *ray of frost*, *mage hand*, *prestidigitation*, *shocking grasp*

1st level (4 slots): *detect magic*, *mage armor**, *magic missile* (does cold and force damage), *shield*

2nd level (3 slots): *mirror image*, *protection from poison**, *see invisibility*

3rd level (3 slots): *counterspell*, *lightning bolt*, *vampiric touch*

4th level (3 slots): *ice storm*, *fire shield* (cold flames)*, *stoneskin**

5th level (1 slots): *cone of cold*

*The bil'djooli aquamancer casts these spells on itself before combat.

ACTIONS

Multiattack. The bil'djooli aquamancer uses one of the following attack options: bil'djooli rod and 2 tentacle slams, or 4 tentacle slams.

Bil'djooli Rod. *Melee or Ranged Weapon Attack:* +7 to hit, reach 5

ft. and range 60 ft., one target. *Hit:* 7 (1d8 + 2) bludgeoning damage and 7 (2d6) energy damage (acid, cold, fire, lightning, necrotic or thunder), or 22 (5d6+5) energy damage (acid, cold, fire, lightning, necrotic or thunder) if used to make a range attack.

Bil'djooli Rod Blast (Recharges 5 or 6). The bil'djooli aquamancer fires a single focused ray that deals 29 (7d6 +5) points of energy damage, or half as much on a successful DC 18 Dexterity saving throw, to each creature it hits in a 60-foot line. The energy type can be chosen as part of the attack – acid, cold, fire, lightning, necrotic or thunder – but it consumes the bil'djooli aquamancer bonus action if it differs from the energy type of a previous attack made with the rod.

Tentacle Slam. Melee Weapon Attack: +5 to hit, reach 10 ft., one creature. *Hit:* 5 (2d4) bludgeoning damage, and the target must succeed on a DC 18 Constitution saving throw or be poisoned for 1 hour.

REACTIONS

Side Shot. Any time an attack hits or misses a bil'djooli aquamancer it may use its reaction to make a bil'djooli rod range attack. To do so, the bil'djooli aquamancer must be wielding a bil'djooli rod.

LEGENDARY ACTIONS

A bil'djooli aquamancer can take 2 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. A bil'djooli aquamancer regains spent legendary actions at the start of its turn.

- **Arcane Strike.** The bil'djooli aquamancer expends a spell slot and makes melee weapon attack. This attack magically deals an extra 10 (3d6) cold damage to a target on a hit. This benefit lasts until the end of the turn. If the bil'djooli aquamancer expends a spell slot of 2nd level or higher, the extra damage increases by 1d6 for each level above 1st.
- **Drowning Lung.** The bil'djooli aquamancer makes a bil'djooli rod attack against an enemy within range. This attack has the additional effect of causing the target to only breathe water and not air for 1 minute if it fails a DC 18 saving throw.
- **Frigid Force.** The bil'djooli aquamancer makes a bil'djooli rod attack against an enemy within range. This attack does an additional 14 (4d6) cold damage if it hits.

DESCRIPTION

Bil'djooli aquamancers are arrogant villains who regard themselves as the ultimate warriors. Though they aren't better melee fighters than their champion co-captains, they trust in their knowledge of magic and technology to make up any difference and assume the mantle of leadership with a sneer.

BIL'DJOOLI HUNTER-KILLER

Medium aberration, lawful evil

Armor Class 19 (bil'djooli armor)

Hit Points 221 (26d8 + 104)

Speed 20 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	20 (+5)	17 (+4)	10 (+0)	12 (+1)	15 (+2)

Saving Throws Str +5, Dex +9, Con +8

Skills Athletics +6, Stealth +9

Damage Resistances cold

Damage Vulnerabilities poison

Senses darkvision 60 ft., passive Perception 11

Languages Bil'djooli, Ultari

Challenge 12 (8,400 XP)

Bil'djooli Traits: The bil'djooli hunter-killer has the Bil'djooli Military Training, Contamination, Hold Breath, Interstellar, Jet, Underwater Camouflage, and Vulnerability to Toxins traits of a standard bil'djooli.

Sneak Attack (1/Turn). The bil'djooli hunter-killer deals an extra 20 (6d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 ft. of an ally of the bil'djooli hunter-killer that isn't incapacitated and the bil'djooli hunter-killer doesn't have disadvantage on the attack roll.

Underwater Camouflage. The bil'djooli hunter-killer has advantage on Dexterity (Stealth) skill checks made while underwater.

Vulnerability to Toxins. The bil'djooli hunter-killer has disadvantage on Constitution saving throws against diseases and poisons.

ACTIONS

Multiattack. The bil'djooli hunter-killer uses one of the following attack options: bil'djooli rod and 2 tentacle slams, or 4 tentacle slams.

Bil'djooli Rod. Melee or Ranged Weapon Attack: +10 to hit, reach 5 ft. and range 60 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage and 3 (1d6) energy damage (acid, cold, fire, or lightning), or 19 (4d6 + 5) energy damage (acid, cold, fire, or lightning) if used to make a range attack.

Bil'djooli Rod Blast (Recharge 5-6). The bil'djooli hunter-killer fires a single focused ray that deals 21 (6d6) points of energy damage, or half as much on a successful DC 15 Dexterity saving throw, to each creature it hits in a 60-foot line. The energy type can be chosen as part of the attack – acid, cold, fire, or lightning damage – but it consumes the bil'djooli hunter-killer bonus action if it differs from the energy type of a previous attack made by it.

Tentacle Slam. Melee Weapon Attack: +10 to hit, reach 10 ft., one creature. *Hit:* 7 (2d4 + 2) bludgeoning damage, and the target must succeed on a DC 16 Constitution saving throw or be poisoned for 1 hour. The bil'djooli can then use a bonus action

to Shove the target, and if successful can force the target to drop one held item instead of knocking them prone or pushing them away.

REACTIONS

Side Shot. Any time an attack hits or misses a bil'djooli hunter-killer it may use its reaction to make a bil'djooli rod range attack. To do so, the bil'djooli hunter-killer must be wielding a bil'djooli rod.

BIL'DJOOLI NAVARCH

Medium aberration, lawful evil

Armor Class 19 (natural armor)

Hit Points 273 (26d8+156)

Speed 30 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	22 (+6)	22 (+6)	15 (+2)	22 (+6)	15 (+2)

Saving Throws Int +8, Wis +12, Cha +8

Damage Vulnerabilities poison

Senses darkvision 60 ft., truesight 120 ft., passive Perception 16

Languages Bil'djooli, Ultari.

Challenge 17 (18,000 XP)

Bil'djooli Traits: The bil'djooli aquamancer has the Hold Breath, Interstellar, Jet, Underwater Camouflage, and Vulnerability to Toxins traits of a standard bil'djooli.

ACTIONS

Multiattack. The bil'djooli navarch uses one of the following attack options: bil'djooli rod and 2 tentacle slams, or 4 tentacle slams.

Bil'djooli Rod. *Melee or Ranged Weapon Attack:* +12 to hit, reach 5 ft. and range 60 ft., one target. *Hit:* 14 (2d8 + 5) bludgeoning damage and 3 (1d6) energy damage (acid, cold, fire, or lightning), or 19 (4d6 + 5) energy damage (acid, cold, fire, or lightning) if used to make a range attack.

Bil'djooli Rod Blast (Recharge 3-6). The bil'djooli navarch fires a single focused ray that deals 21 (6d6) points of energy damage, or half as much on a successful DC 15 Dexterity saving throw, to each creature it hits in a 60-foot line. The energy type can be chosen as part of the attack – acid, cold, fire, or lightning damage – but it consumes her bonus action if it differs from the energy type of a previous attack made by it.

Tentacle Slam. *Melee Weapon Attack:* +10 to hit, reach 10 ft., one creature. *Hit:* 7 (2d4 + 2) bludgeoning damage, and the target must succeed on a DC 16 Constitution saving throw or be poisoned for 1 hour.

REACTIONS

Side Shot. Any time an attack hits or misses the bil'djooli navarch, she may use she reaction to make a bil'djooli rod range attack. To do so, the bil'djooli navarch must be wielding a bil'djooli rod.

LEGENDARY ACTIONS

The bil'djooli navarch can take 4 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The bil'djooli navarch regains spent legendary actions at the start of her turn.

- **Decisive Strike.** One of the bil'djooli navarch's allies that can see and hear her immediately makes a single melee or ranged attack with advantage. The damage dealt by this attack bypasses all damage resistances (but not damage immunities). This attack doesn't count toward the ally's actions on its turn.
- **Rise Up.** All allies that can see or hear the bil'djooli navarch can add 1d10 to their next attack roll.
- **Directed Assault (1/Day).** By finding a gap in the enemy's defenses, the bil'djooli navarch allows her allies to take advantage of the weakness. All allies of the bil'djooli navarch within 30-feet of it or an enemy can move up to their speed and make one melee ranged attack. This attack is made with advantage and has its critical hit chance increased by 1 (for example a 20 becomes a 19 or 20) and if a critical hit is rolled the damage is maximized. This attack doesn't count toward the ally's actions on its turn.

HETZUUD

A nefarious race of sentient predatory oozes, hetzuud gained notoriety within the Ultari Hegemony as spies and infiltrators capable of altering their shape and density to interact with almost any environment. They excel at mimicking other creatures and objects by modifying their texture and coloration. Multiple hetzuud can also merge into deadlier, greater-sized oozes with dangerous combat abilities, controlling multiple pseudopods with deadly effect.

Currently, hetzuud hold low-ranking status as servitors of the Ultari Hegemony, but they aspire to much more. As a result, when the Hegemony discovered their homeworld, the hetzuud welcomed the invaders rather than resist them. Eager to leave their bleak planet and become part of a greater civilization, they've temporarily aligned themselves with a more dominant power structure, patiently awaiting the day of their own ascendance. Since then, the hetzuud have proven especially capable as warriors, spies, and saboteurs. Their ooze-like characteristics let them squeeze into enemy holdings, and their ability to perfectly duplicate other creatures makes them excellent infiltrators.

An adult hetzuud weighs around 200 pounds and can squeeze itself into 4 cubic feet, or a 1-foot-radius sphere.

ECOLOGY

The hetzuud evolved on a primordial world called Aveldt from a simple protoplasm with chameleonic properties. Preyed upon by other primitive organisms as a source of nutrition, these

mindless progenitors banded together and gradually gained communal sentience. They then honed their ability to mimic other creatures, slowly multiplying and inexorably dominating their competition. While hetzuud exhibit startling sapience for ooze creatures, they remain slow to assimilate new types of information and have difficulty developing innovative ideas without initial prototypes to copy. This puts them in a parasitic relationship with the Hegemony as they attempt to enhance their understanding of other technologies.

Hetzuud have no gender, and while they understand how other species reproduce, they consider any notion of sexual identity and gender roles irrelevant unless purposefully mimicking other creatures. Among themselves, hetzuud regard such limitations as a weakness and liability to exploit.

Hetzuud have their own tactile language, touching each other to silently and quickly communicate as if speaking aloud. Hetzuud also speak the Common language of their birth world, and often learn Deep Speech, Jagladine, Onaryx, Ultari, and Undercommon, as well as the local language of any species they intend to mimic.

HABITAT & SOCIETY

Hetzuud maintain a culture of collective development and expansion rather than individual rights. This stems from the natural instinct to merge together for mutual protection. They prove inherently amoral, regarding other species as rivals to dominate. Hetzuud place great emphasis on contributing to their overall society, and hetzuud who champion individualism serve little purpose, leading their peers to inevitably shun, exile, or destroy them.

Procreation of a new hetzuud brood can occur between two or more individuals. They must remain merged during the incubation process, which takes eight hours. Afterward, a newborn hetzuud separates from its parents and takes 2 years to mature. To produce viable offspring, hetzuud must ensure considerable genetic diversity between participating parents and they can sense by touch if another member of their species would make a suitable mate. Producing more than one offspring per merge is considered taboo.

Hetzuuds have little parental instinct or loyalty beyond their natural impulse to preserve their race. They place their young in caves or enclosed areas safe from other predators, and then leave them to grow and mature unattended, feeding on whatever sustenance they can acquire. Elder hetzuud reclaim their young after they learn to mimic other creatures and objects, training them as workers, retainers, or soldiers. After a period of indentured servitude to pay for such training, young hetzuud eventually seek their own fortune, but always in close alliance with the collective society.

The governing leadership of hetzuud enclaves inevitably consists of long-lived elders grown to Huge size. They store and process information collected from other species and civilizations in an attempt to use such knowledge for the betterment of hetzuud society. When a momentous decision concerns the entire race, these elders merge together in an extremely rare act. The last such convocation occurred when the hetzuud decided to join the Ultari Hegemony.

A silvery puddle-like blob of malleable goo transforms into a new shape, its surface rapidly taking on detailed textures and color.

HETZUUD

Medium ooze (shapechanger), neutral evil

Armor Class 14 (natural armor)

Hit Points 91 (14d8 + 28)

Speed 20 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	14 (+2)	11 (+0)	14 (+2)	13 (+1)

Skills Deception +5, Perception +4, Stealth +5

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft., passive perception 14

Languages Common, Hetzuud (tactile), Ultari

Challenge 3 (700 XP)

Amorphous. The hetzuud can move through a space as narrow as 1 inch wide without squeezing.

Change Shape (3/Day). The hetzuud can use an action to polymorph into an object or person, as noted below.

Internal Storage. A hetzuud can secrete and carry equipment inside itself but can only store items smaller than the hetzuud's current form (assumed or natural) with a total weight less than or equal to the hetzuud's carrying capacity. If a hetzuud spends an action when using its change shape ability, it can don armor or clothing stored inside it, or ready up to two weapons or other items. A hetzuud can retrieve any item stored inside itself as a bonus action.



Merge. In its natural form, an adjacent hetzuud can merge with another willing hetzuud as an action without provoking an attack of opportunity. Up to four hetzuud can merge in this fashion, thereby creating a hetzuud amalgam. Hetzuud within an amalgam remain in constant communication with one another and can coordinate their actions to greater effect while joined, having advantage on all initiative rolls. All hetzuud within an amalgam can continue making their own independent actions, manifesting pseudopods to make slam attacks and wielding any manufactured weapons, magic items, or other gear as normal. If a merged hetzuud leaves a square adjacent to the amalgam, it must spend another action to do so and loses all benefits of the amalgam. A successful shove special attack can forcibly separate a single hetzuud from an amalgam (determined randomly). An amalgam provides the following additional effects to all its members:

- **Collaborative Resistance.** A hetzuud amalgam had advantage when making saving throws against individually targeted effects.
- **Conjoined Combat.** When two or more hetzuud within an amalgam attack the same foe, and each attack has advantage. In addition, as an action any hetzuud in an amalgam may use the help action to assist any other hetzuud in the amalgam.
- **Distributed Wounds.** Hetzuud within an amalgam split all hit point damage equally by sharing it among themselves.
- **Pliable Transposition.** As a move action, any hetzuud within an amalgam may swap places with another member of the amalgam to occupy a different square within the amalgam.
- **Size Increase.** The amalgam is considered large sized. Each individually conjoined hetzuud has advantage on Strength checks. The hetzuud also receive a natural reach of 10 feet and each slam attack deals an additional 1d4 bludgeoning damage.

Mimic Object. As an action, a hetzuud can assume the shape of any inanimate object of the same size category, such as an armchair, bulky chest, door, or statue. The hetzuud cannot substantially alter its size, unless merged with more its kind (see above). While the hetzuud is motionless, it is indistinguishable from an ordinary object.

Perfect Copy. When a hetzuud uses change shape, it can assume the appearance of specific individuals. The hetzuud has advantage on Deception checks related to the appearance of such shapes and disguises.

Vision. Unlike most oozes, a hetzuud can see normally outside its blindsight radius.

ACTIONS

Multiattack. The hetzuud makes a two slam attacks.

Slam. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 10 (2d6 + 3) bludgeoning damage.

HETZUUD AGENT

Medium ooze, neutral evil

Armor Class 15 (natural armor)

Hit Points 105 (14d8 + 42)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	14 (+2)	13 (+1)	11 (+0)	10 (+0)

Saving Throws Dex +6, Int +4

Skills Acrobatics +6, Deception +3, Perception +3, Stealth +9

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft., passive Perception 13

Languages Common, Hetzuud (tactile), Ultari

Challenge 7 (2,900 XP)

Evasion. If the agent is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the agent instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Hetzuud Qualities. The agents have all the qualities of normal Hetzuud.

Sneak Attack (1/Turn). The agent deals an extra 14 (4d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the agent that isn't incapacitated and the agent doesn't have disadvantage on the attack roll.



ACTIONS

Multiattack. The agent makes two shortsword attacks or two crossbow attacks.

Shortsword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Light Crossbow. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

HETZUUD VOID SORCERER

Medium ooze, neutral evil

Armor Class 15 (*mage armor*)

Hit Points 171 (18d8 + 27)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	14 (+2)	20 (+5)	17 (+3)	12 (+1)	11 (+0)

Saving Throws Int +6, Wis +4

Skills Arcana +6, History +6

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft., passive Perception 11

Languages Common, Hetzuud (tactile), Utari

Challenge 8 (3,900 XP)

Hetzuud Qualities. The voidcaster has all the qualities of a normal hetzuud.

Silent Void. The voidcaster can cast spells without using verbal components. In addition, when the voidcaster scores a critical hit with a spell or when an enemy fails a save against one of the voidcaster's spells, that enemy is shrouded in silence for 1 round. This functions as the *silence* spell but affects only the target creature(s) and does not affect an area.

Spellcasting. The voidcaster is a 9th-level spellcaster. Its spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). The voidcaster has the following wizard spells prepared:

Cantrips (at will): *fire bolt*, *light*, *mage hand*, *prestidigitation*
 1st level (4 slots): *detect magic*, *mage armor*, *magic missile*, *shield*
 2nd level (3 slots): *misty step*, *scorching ray*
 3rd level (3 slots): *fireball*, *haste*, *lightning bolt*
 4th level (3 slots): *wall of fire*, *ice storm*
 5th level (1 slot): *cone of cold*

Voidwalker. The voidcaster does not need to breathe and reduces damage from cold, fire, or radiation effects by 5 points. In addition, in zero-gravity environments a voidcaster can use its *fire bolt* cantrip to provide accelerate or decelerate; each *fire bolt* increases or decreases its speed by 10 feet, up to a maximum of 60 feet.

ACTIONS

Slam. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 9 (2d6 + 2) bludgeoning damage.

HETZUUD SLAYER

Medium ooze, neutral evil

Armor Class 15 (natural armor)

Hit Points 105 (14d8 + 42)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	16 (+3)	14 (+2)	13 (+1)	11 (+0)	10 (+0)

Saving Throws Dex +6, Int +4

Skills Acrobatics +6, Deception +3, Perception +3, Stealth +9

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft., passive Perception 13

Languages Common, Hetzuud (tactile), Ultari

Challenge 8 (3,900 XP)

Evasion. If the slayer is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the slayer instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Marked Target. As a bonus action, the slayer can designate a target within 30 feet. Until the end of combat, the slayer does 7 (2d6) additional damage to that target per hit. The slayer cannot use this ability again until it completes a short rest.

ACTIONS

Multiattack. The slayer makes two rapier attacks, two slam attacks, or two crossbow attacks.

Rapier. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Slam. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage

Light Crossbow. *Ranged Weapon Attack:* +6 to hit, range 80/320 ft., one target. *Hit:* 7 (1d8 + 3) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

HETZUUD KILLER

Medium ooze, neutral evil

Armor Class 19 (natural armor)

Hit Points 116 (16d8 + 46)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	20 (+5)	14 (+2)	13 (+1)	11 (+0)	10 (+0)

Saving Throws Dex +6, Int +6

Skills Acrobatics +9, Deception +4, Perception +4, Stealth +9

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, prone

Senses blindsight 60 ft., passive Perception 14

Languages Common, Hetzuud (tactile), Ultari

Challenge 9 (5,000 XP)

Assassinate. During its first turn, the hetzuud killer has advantage on attack rolls against any creature that hasn't taken a turn. Any hit the killer scores against a surprised creature is a critical hit.

Hetzuud Qualities. A hetzuud killer has all the qualities of a normal Hetzuud.

Sneak Attack (1/Turn). A hetzuud killer deals an extra 17 (5d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally of the agent that isn't incapacitated and the killer doesn't have disadvantage on the attack roll.

Study Target. If a hetzuud killer has advantage on its attack roll against an opponent, it can spend a bonus action to carefully study that target, gaining a +1 bonus on attack and damage rolls against that target and a +1 bonus to its Armor Class and saving throws against that creature's attacks. This benefit persists for 1 minute. It can use this ability to study a different target, it loses these benefits against the prior studied target.

ACTIONS

Multiattack. The hetzuud killer makes two shortsword attacks or two crossbow attacks.

Shortsword. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 8 (1d6 + 5) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

Light Crossbow. *Ranged Weapon Attack:* +8 to hit, range 80/320 ft., one target. *Hit:* 9 (1d8 + 5) piercing damage, and the target must make a DC 15 Constitution saving throw, taking 24 (7d6) poison damage on a failed save, or half as much damage on a successful one.

JAGLADINE

Of all the member species within the Ultari Hegemony—save the ultari themselves—the jagladine represent the clearest threat to the multiverse. Bereft of the guiding morality found in other species, they see themselves on the cusp of becoming 'living gods'—a self-ascribed title vacated by the more ancient Patons and Principalities which preceded them. Expert biologists in the extreme, the jagladine maintain research enclaves on dozens of unclaimed worlds, hard at work on developing a means to dominate other species and assimilate them into their growing base of power. From these scientific outposts, the jagladine routinely tamper with the natural evolution of native creatures and pathogens, caring not for the repercussions their research has on the greater multiverse.

Embodying a curious mix of reptilian and insectoid traits, jagladine have a toughened hide for added protection, and display an unnerving knack for crawling about on even the most difficult of surfaces. To compensate for their woefully average physique, they also enjoy a natural immunity to disease and poison, even cultivating an internal means of storing such toxins for future use through their enhanced biology. Typically taller than a human, a jagladine stands 6 feet tall and weighs around 150 pounds.

ECOLOGY

From their racial roots on a now forgotten desert world, the primitive jagladine relocated en masse to the lush planet of Ursah Kulluh after accidentally opening a gate left behind by the Patrons. They've thrived in their new home ever since, jealously guarding its unique ecosystem to take advantage of its primordial swamps which evoke mysterious evolutions in those who dwell there. Indeed, the jagladine species has collectively benefited by the transformations of this unique resource, transforming themselves to harden their bodies against disease and toxins while also extending their natural lifespans. They've also harvested the biomass of these proto-swamps to construct more automated 'progression vats' used to transform other species and grow all manner of bio-organic technologies and weapons—many in use by the Ultari Hegemony.

Highly adaptive to many environments, the jagladine have explored and colonized additional worlds, always seeking to control the gateways which link the planets together. Their ability to dissect newfound fauna and flora has served them well, helping them contend with high-risk threats and fend off would-be rivals vying for territory. Only first-contact with the equally amoral, psychic ultari curbed their march across the multiverse. For a time, these two factions warred against one another, but eventually they realized they could accomplish more by conserving resources and working together. The subsequent acceptance of the jagladine into the Ultari Hegemony opened even greater opportunities for their species, granting them access to new technologies and resources. Keenly attuned to the nature of living organisms, jagladine also have a social knack for buying time so they can turn larger events to their advantage. Such skills have already catapulted

the jagladine into the coveted position of most favored partner within the Hegemony, much to the chagrin of longer-serving allies.

An asexual species, the jagladine have little regard for gender or age. Concepts like male and female mean nothing to them, and they coldly regard all other lifeforms—save a respected few like the ultari—as fodder for experimentation. Guided by a history of harsh climates and brutal regimes, jagladine believe only the strong survive, thus, they show no mercy to anyone. The only jagladine emotion easily identifiable by outsiders resembles that of pride, most typically associated with scientific accomplishments which would horrify other species as barbaric and callous in execution. Such things matter little to the jagladine, as they lack the emotional capability to appreciate such inherent weakness.

HABITAT & SOCIETY

As a greater species in the Hegemony, the jagladine enjoy a degree of autonomy reserved only for those who have gained the ultari's trust. This stature partly exists because of the jagladine's incredible skill at advancing the Hegemony's cause through genetic enhancement and bio-engineering—especially in weaponized applications. The jagladine have also made excellent scapegoats for the Hegemony's less scrupulous actions, as the ultari frequently deflect criticism of their expansion by blaming atrocities on their jagladine allies. With the end justifying the means, most planetary confrontations between the Hegemony and Bellanic Accord have conveniently relied upon 'rogue jagladine scientists' to pave the way for ultari incursions.

Jagladine immunity to disease and their ability to absorb various bio-toxins has only increased their fascination with bio-organic experimentation. As a result, the Ultari Hegemony often utilizes modern jagladine as living weapons, sending them to coveted worlds to spread assimilation strains used to transform native populations into occupying klaven footsoldiers. What was once a purely natural defense mechanism has become one of the truest testaments to the power of the jagladine race and the Ultari Hegemony they quietly serve. Assimilation strains and their effects are described in greater detail in **Chapter 15**.

Most jagladine operate in two, distinct groups: the basic citizenry living in harmony with the rest of the Hegemony, and the scientist caste which works alongside the coalition's military. Both groups primarily abide by the Hegemony's laws more out of self-preservation than any moral imperative to peaceably treat with their fellow citizens. Jagladine scientists have even perfected assimilation strains to pacify and control those who defy ultari rule, constantly growing and expanding the Hegemony's reach through new pathogens and experimental biotechnology while they continue to decipher and operate the gates leading to new worlds.

Within their own culture, jagladine typically cooperate with one another by creating a strict hierarchy based on prior accomplishments and military assets granted them by the ultari.

Jagladine are almost always loathe to fight among one another unless they sense a flawless victory without repercussions is within their reach. Instead, jagladine scientists and overseers far more commonly abandon or betray any who fail to live up to the expectations of the greater group, believing the strong will either survive and re-establish themselves as respected peers, or eliminate themselves through natural selection. The ultari remain a distinct exception to this rule, with the jagladine continuing to show deference to the mind-masters for mutual gain. Most of this adoration is forced, however, as the jagladine know the Hegemony's protection and wordless sanction of their actions helps deflect the attention of other powers who would doubtless unify to stop them otherwise. By swearing loyalty to the ultari and the Hegemony, the jagladine have secured their place in the multiverse. Only the goal of continual advancement and achievement drives them onward, each success another step towards their own apotheosis as the new gods of a new era.

Dark, chitinous scales cover the thin legs, multiple forelimbs, and narrow facial features of this tall, spindly creature, its inscrutable gaze peering intently about its surroundings.

JAGGLADINE

Medium monstrosity, neutral evil

Armor Class 13 (natural armor)

Hit Points 44 (8d8+8)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	13 (+1)	16 (+3)	13 (+1)	11 (+0)

Skills Medicine +5, Nature +5, Perception +3

Damage Immunity poison

Condition Immunity poisoned

Senses darkvision 60 ft., passive Perception 11

Languages Common, Deep Speech, Jagladine, and Ultari

Challenge 1/2 (100 XP)

Adaptive Metabolism. The jagladine is immune to disease.

Multi-Armed. The jagladine has four arms. Jagladine rarely wield more than two weapons but uses its remaining hands for any purpose that requires free hands.

Reflexive Biology. As an action, the jagladine can absorb a single disease or poison without suffering any ill effects. As a bonus action, the jagladine can attempt a Constitution save against the DC of the absorbed disease or poison. If successful, the jagladine excretes a single dose of the poison or disease in liquid form, which remains potent for 24 hours. As part of the same bonus action, or as a bonus action on subsequent turns, the jagladine can apply the poison or disease to a weapon it is holding. The liquefied disease or poison must be delivered via ingestion or injury. A jagladine can only store one disease or poison at a time.

Regeneration. The jagladine regains 3 hit points at the start of its turn if it has at least 1 hit point.

Spider Climb. The jagladine can climb difficult surfaces, even upside down on ceilings, without needing to make an ability check.

ACTIONS

Multiattack. The jagladine makes three melee attacks, two with its scimitar and one with its dagger.

Scimitar. *Melee Weapon Attack.* +3 to hit, reach 5 ft., 1 target. *Hit:* 4 (1d6+1) slashing damage.

Dagger. *Melee Weapon Attack.* +3 to hit, reach 5 ft., 1 target. *Hit:* 3 (1d4+1) slashing damage.

Needler Pistol. *Ranged Weapon Attack.* +3 to hit, range 10/30 ft., 1 target. *Hit:* 4 (1d6+1) piercing damage and 13 (2d12) poison damage; this poison damage is halved if the target succeeds on a DC 13 Constitution save.

JAGLADINE SCIENTIST

Medium monstrosity, neutral evil

Armor Class 14 (natural armor)

Hit Points 71 (13d8 + 13)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	12 (+1)	13 (+1)	18 (+4)	13 (+1)	11 (+0)

Skills Arcana +6, Medicine +5, Nature +6, Perception +3

Damage Resistance fire

Damage Immunity poison

Condition Immunity poisoned

Senses darkvision 60 ft., passive Perception 13

Languages Common, Deep Speech, Jagladine, and Ultari

Challenge 4 (1,100 XP)

Jagladine Traits. A jagladine scientist has all the traits of jagladine.

Minor Alchemy. A jagladine scientist can alter the physical properties of one nonmagical object, changing it from one substance into another (see the transmutation wizard arcane tradition, 5th Edition SRD).

Spellcasting. A jagladine scientist is a 4th level spellcaster. His spellcasting ability is Intelligence (spell save DC 14, +6 to hit with spell attacks). He has the following wizard spells prepared:

Cantrips (at will): *acid splash*, *mage hand*, *poison spray*, *prestidigitation*, *true strike*

1st level (4 slots): *false life*, *magic missile*, *shield*, *thunderwave*

2nd level (3 slots): *enlarge/reduce*, *invisibility*, *scorching ray*

3rd level (2 slots): *blink*, *invisibility*, *stinking cloud*

Transmuter's Stone. A jagladine scientist can spend 8 hours creating a stone that stores transmutation magic and grants a benefit of his choice. He can benefit from it, or give it to another creature, who gains the benefit as long as it possesses the stone. When the jagladine scientist casts a transmutation spell of 1st level or higher he can change the benefit if it is in his possession:

- Darkvision out to a range of 60 feet.
- Increase speed by 10 feet while unencumbered.
- Proficiency in Constitution saves.
- Resistance to acid, cold, fire, lightning, or thunder damage (his choice when he selects the benefit).

ACTIONS

Multiattack. A jagladine scientist makes three attacks: two with his scimitar and one with his dagger. He can replace the dagger attack with a hand crossbow attack or chemical flask attack.

Scimitar. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) slashing damage.

Dagger. *Melee or Ranged Weapon Attack:* +5 to hit, reach 5 ft., range 20/60 ft., one target. *Hit:* 5 (1d4 + 3) piercing damage.

Chemical Flask (Recharge 4-6). *Ranged Weapon Attack:* +5 to hit, range 10/30 ft., one target. *Hit:* 7 (2d6) acid or fire damage, chosen by the scientist when making the attack. In addition, the target and any creature within a 5-foot radius must succeed on a DC 12 Dexterity save the end of its next turn or take 1d6 points of acid or fire damage.

A jagladine scientist may forgo attacking with its chemical flask to instead imbibe healing chemicals that cure 7 (2d6) points of damage. This healing only affects jagladine.

Hand Crossbow. *Ranged Weapon Attack:* +5 to hit, range 30/120 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

JAGLADINE COMMANDER

Medium monstrosity, neutral evil

Armor Class 16 (natural)

Hit Points 91 (14d8+28)

Speed 30 ft.



STR DEX CON INT WIS CHA

16 (+3) 15 (+2) 14 (+2) 13 (+1) 13 (+1) 18 (+4)

Saving Throws Wis +5

Damage Vulnerabilities poison

Condition Immunities poisoned

Senses passive Perception 11

Languages Common, Deep Speech, Jagladine, Ultari

Challenge 10 (5,900 XP)

Jagladine Traits. A jagladine commander has all the traits of jagladine.

Spellcasting. The commander is an 8th-level spellcaster. Its spellcasting ability is Charisma (spell save DC 16, +8 to hit with spell attacks). The commander has the following Spells prepared:

- Cantrips (at will): *fire bolt*, *light*, *mage hand*, *prestidigitation*, *shocking grasp*
- 1st level (4 slots): *alarm*, *identify*, *mage armor*, *magic missile*
- 2nd level (3 slots): *detect thoughts*, *mirror image*, *misty step*
- 3rd level (3 slots): *fly*, *haste*, *water breathing*
- 4th level (3 slots): *banishment*, *fire shield*, *stoneskin*

ACTIONS

Multiattack. The commander makes up to 4 handaxe attacks.

Handaxe. *Ranged Weapon Attack:* +7 to hit, reach 5 ft. or range 20/60, one target. *Hit:* 5 (1d6 + 2) slashing damage.

JAGLADINE BIOMORPH

Medium monstrosity, neutral evil

Armor Class 18 (natural armor)

Hit Points 150 (20d8+60)

Speed 30 ft.

STR DEX CON INT WIS CHA

16 (+3) 20 (+5) 16 (+3) 20 (+5) 14 (+2) 11 (+0)

Skills Arcana +10, Insight +7, Medicine +7

Damage Immunities poison

Condition Immunities poisoned

Senses darkvision 60 ft., passive Perception 12

Languages -

Challenge 15 (13,000 XP)

Combat Gear. The jagladine biomorph has numerous potions at his disposal, including: *potion of gaseous form*, *potion of heroism*, *potion of invisibility*, *potion of mind reading*, and *potion of speed*, *potion of superior healing*.

Jagladine Traits. A jagladine biomorph has all the traits of jagladine.

ACTIONS

Multiattack. The jagladine biomorph makes 3 attacks, swapping freely between bomb and claw.

Bomb. *Ranged Weapon Attack:* +10 to hit, range 20/60. *Hit:* 29 (7d6 + 5) fire damage. All adjacent creatures take half the damage of a direct hit unless they succeed on a DC 15 Dexterity saving throw.

Claw. *Melee weapon attack:* +10 to hit, 10 ft. reach. *Hit:* 17 (4d6 + 3) slashing damage.

Alchemical Conversion. Three times per day as a bonus action, the jagladine biomorph can use his alchemical substances to grant himself resistance to one type of energy for 1 hour, as if he had drunk a *potion of resistance*. He can use only one type of resistance at a time; if he uses this ability again, the previous resistance ends and is replaced by the new resistance. The biomorph can end the resistance granted by this ability at any time as an action, causing the stored alchemical energy within him to explode like a *fireball* centered on his space but dealing damage of the same type as the resistance he ended. The biomorph is also affected by this *fireball*, but he takes only half damage from it.



Spine Growth. Once per day, the jagladine biomorph can cause long spines to sprout from his carapace for 1 minute. Any creature attacking him in melee during this time takes 13 (1d6 + 10) piercing damage. Creatures wielding a weapon with the reach property do not take this damage. Creatures that grapple the biomorph take 17 (2d6+10) piercing damage instead. In addition, his claw attack deals an additional 3 (1d6) piercing damage while his spines are active.

JAGLADINE GENETIC SURGEON

Medium monstrosity, neutral evil

Armor Class 15 (studded marax leather armour)

Hit Points 188 (25d8 + 75)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	16 (+3)	20 (+5)	15 (+2)	11 (+0)

Saving Throws Dex +9, Con +9, Wis +8, Cha +6

Skills Nature +11, Medicine +8

Damage Immunities poison

Condition Immunities disease, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Common, Deep Speech, Jagladine, Ultari

Challenge 14 (11,500 XP)

Combat Gear. The jagladine genetic surgeon has numerous potions at his disposal, including: *potion of gaseous form*, *potion of heroism*, *potion of invisibility*, *potion of mind reading*, *potion of speed*, and *potion of superior healing*.

Intuitive Naturalist. The jagladine genetic surgeon is proficient in Intelligence (Nature) and Wisdom (Medicine).

Jagladine Traits. A jagladine genetic surgeon has all the traits of jagladine.

Sneak Attack (1/Turn). The jagladine genetic surgeon deals an extra 28 (8d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally that isn't incapacitated and the jagladine genetic surgeon doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. The jagladine genetic surgeon makes four jagged shortsword attacks.

Jagged Shortsword. *Melee Weapon Attack:* +8 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and the target must make a DC 18 Constitution saving throw, taking 24 (7d6) poison and necrotic damage on a failed save, or half as much damage on a successful one, from the shadow poison applied to the blade.

Alchemical Barrage (Recharge 6). The jagladine genetic surgeon makes two attacks, choosing any combination of acid jar, caustic glue, and stink bomb.

- **Acid Jar.** The jagladine genetic surgeon selects a point up to 60 feet away, each creature within 10 feet of the acid jar must make a DC 15 Dexterity saving throw, taking 24 (7d6) acid damage on a failed save or half as much damage on a successful one, and each creature adjacent to the target takes 2 acid damage.
- **Caustic Glue.** The jagladine genetic surgeon selects a point up to 60 feet away, each creature within 10 feet of the caustic glue must make a DC 15 Dexterity saving throw, taking 24 (7d6) acid damage and is slowed (as the *slow* spell) for 1 minute on a failed save or half as much damage and not slowed on a successful one.
- **Stink Bomb.** The jagladine genetic surgeon selects a point up to 60 feet away, each creature within 20 feet of the stink bomb must make a DC 15 Constitution saving throw or have disadvantage on all attack rolls and saving throws. The gas persists in the area until the start of the jagladine's next turn. Any creature entering or starting in the area not affected by the stink bomb must also make a save to avoid the effects. Jagladine are immune to this effect.

JAGLADINE PSI-SURGEON

Medium monstrosity, neutral evil

Armor Class 19 (synth surgeon's apron)

Hit Points 338 (45d8 + 135)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	16 (+3)	20 (+5)	17 (+3)	11 (+0)

Saving Throws Dex +9, Con +9, Wis +9, Cha +6

Skills Nature +11, Medicine +8

Damage Immunities poison

Condition Immunities disease, poisoned

Senses darkvision 60 ft., passive Perception 12

Languages Common, Deep Speech, Jagladine, Ultari

Challenge 18 (20,000 XP)

Combat Psychic. The psi-surgeon's telepathic awareness allows him to detect all creatures within 60 ft. as if he had blindsight, and as a bonus action or reaction he can read the surface thoughts of one creature he chooses, granting him advantage on his next attack roll against that creature. The psi-surgeon cannot sense creatures with Intelligence of 1 or that are using a *mind blank* spell or similar effect.

Intuitive Naturalist. The psi-surgeon is proficient in Intelligence (Nature) and Wisdom (Medicine).

Jagladine Traits. The psi-surgeon has all the traits of jagladine.

Sneak Attack (1/Turn). The psi-surgeon deals an extra 28 (8d6) damage when he hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally that isn't incapacitated and the psi-surgeon doesn't have disadvantage on the attack roll.

ACTIONS

Multiattack. The psi-surgeon makes four mindfeeder shortsword attacks.

Mindfeeder Shortsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage, and the target must make a DC 18 Constitution saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one, from the deathblade poison applied to the blade. On a critical hit, the weapon deals maximum damage and the psi-surgeon's psychic surgery recharges and may be used as a bonus action.

Alchemical Barrage (Recharge 5-6). The jagladine genetic surgeon makes two attacks, choosing any combination of acid jar, caustic glue, and stink bomb.

- **Acid Jar.** The psi-surgeon selects a point up to 60 feet away, each creature within 10 feet of the acid jar must make a DC 15 Dexterity saving throw, taking 24 (7d6) acid damage on a failed save or half as much damage on a successful one, and each creature adjacent to the target takes 2 acid damage.
- **Caustic Glue.** The psi-surgeon selects a point up to 60 feet away, each creature within 10 feet of the caustic glue must make a DC 18 Dexterity saving throw, taking 24 (7d6) acid damage and is slowed (as the *slow* spell) for 1 minute on a failed save or half as much damage and not slowed on a successful one.
- **Stink Bomb.** The psi-surgeon selects a point up to 60 feet away, each creature within 20 feet of the stink bomb must make a DC 18 Constitution saving throw or have disadvantage on all attack rolls and saving throws. The gas persists in the area until the start of the jagladine's next turn. Any creature entering or starting in the area not affected by the stink bomb must also make a save to avoid the effects. Jagladine is immune to this effect.

Psychic Surgery (Recharge 5-6). The psi-surgeon makes two attacks, choosing any combination of mental feedback, steal health, and dominating ego whip.

- **Dominating Ego Whip.** The psi-surgeon selects a target up to 100 feet away, the target must make a DC 19 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save and becoming dominated (as the spell of the appropriate type – *dominate beast*, *dominate person*, or *dominate monster*) or half as much damage and are not dominated on a successful one.
- **Mental Feedback.** The psi-surgeon selects

a point up to 60 feet away, each creature within 10 feet of that point must make a DC 19 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save and are stunned until the end of the psi-surgeon's next turn or half as much damage and are not stunned on a successful one.

- **Steal Health.** Each creature within 10 feet of the psi-surgeon must make a DC 19 Constitution saving throw, taking 24 (7d6) necrotic damage on a failed save, or half as much on a successful one, and the psi-surgeon heals for the same amount.

REACTIONS

Psychic Dodge. When attacked by a creature he can perceive with his Combat Psychic ability, the psi-surgeon can use a reaction to give that creature disadvantage on all attack rolls it makes against the psi-surgeon until the end of the psi-surgeon's next turn. The psi-surgeon also gains advantage on all saving throws against effects used by that creature.

KLAVEN

Klaven are an artificially created species, incrementally modified to serve the jagladine—and by extension, the Ultari Hegemony—as foot soldiers and shocktroops. Their jagdaline masters perfected this process to transform natives of conquered worlds into an occupying force. The conversion protocol begins with a creature's infection, typically by a virus referred to as an assimilation strain, which introduces nanites to remap a victim's brain patterns and overall psychology, predisposing them towards evil. The second stage requires a fitted *mindslave harness*, which conditions victims towards complete obedience, reception of telepathic commands, and eventual networking with others of its kind. Those who survive these experiences become candidates for full conversion into klaven, a process which involves submersion into vats of organic mutagens to amplify the victim's strength, alter the visual spectrum of its eyes, and grow natural claws. Klaven typically have greenish skin and milky-white eyes, with smooth hairless skin calcified into a hard, armored exoskeleton overlaying their former physiology.

The final result draws horror-worthy comparisons to an undead monstrosity, but all klaven are still living soldiers. Those familiar with klaven biology realize their appearance often signals an assimilation plague has already run its course, but klaven lack all memory of their former lives, devoid of compassion



and slaying others without hesitation. Only officers possess the ability to speak, with all others communicating purely through an exchange of nanites. Their jagdaline masters also have the technological means to tap into their neural network, monitoring the condition of their soldiers while remotely issuing commands. It is believed the Hegemony's weaponeers also occasionally download their soldiers' memories, analyzing their experiences for further insights into those they encounter.

THE KLAVEN TEMPLATE

A beast or humanoid infected with a jagdaline assimilation strain and fitted with a mindslave harness can become a klaven. An intact dead creature that meets these prerequisites can be revived as a klaven within 48 hours of their death. If similar actions are performed on a living creature, they may be converted into a klaven within 8 hours. When a creature becomes a klaven, it retains all its statistics except as noted below.

Type. The klaven retains its own creature type but gains the (klaven) tag in addition to any other tags it normally has.

Alignment. A humanoid klaven's alignment becomes lawful evil. In rare cases, some creatures react poorly to the effects of the strain and instead become chaotic evil.

Armor Class. The klaven's natural armor grants it an armor class of 13 + Dexterity modifier.

Condition Immunity. The klaven can't be frightened.

Damage Resistance. The klaven has resistance to bludgeoning, piercing, and slashing damage from nonmagical weapons.

Senses. The klaven gains darkvision with a range of 60 feet.

Languages. Newly converted klaven can't speak, but eventually regain the ability. Some klaven adapt to the changes very quickly, and such klaven often vault into leadership positions among their kind.

Ability Score Increase (Humanoid klaven only). The klaven's Strength score increases by 2.

Altered Mind. A humanoid klaven's Intelligence score is reduced by 2. A beast klaven's Intelligence score becomes 3.

Bioweapons (Beast klaven only). A beast klaven deals an additional die of damage with its natural attacks. One of the beast klaven's natural attacks (typically a bite) delivers poison on a successful hit. A target hit by the bite must make a Constitution saving throw. The poison deals 2d6 (7) poison damage on a failed save, or half as much damage on a successful one. If the poison damage reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, even after regaining hit points, and is paralyzed while poisoned in this way.

Converted Host. Upon conversion, there is nothing left of the base creature which is suitable for the restoration of their original selves. *Raise dead* and similar effects restore the klaven to life. *True resurrection*, *wish*, and *miracle* can restore the base creature to its original self. Klaven created from the dead

are healed of any prior damage, poisons or diseases, including a jagdaline assimilation virus (as described in **Chapter 15: Assimilation Madness**, see page 717). Living klaven maintain any previous damage taken, except that of the assimilation virus, due to their rushed inception.

Malign Influence. The klaven has disadvantage on saving throws against being charmed. Additionally, the klaven suffers a -5 penalty to saving throws against being charmed by a jagdaline. Malign Influence likewise applies to effects that fail against creatures immune to being charmed (such as *suggestion*).

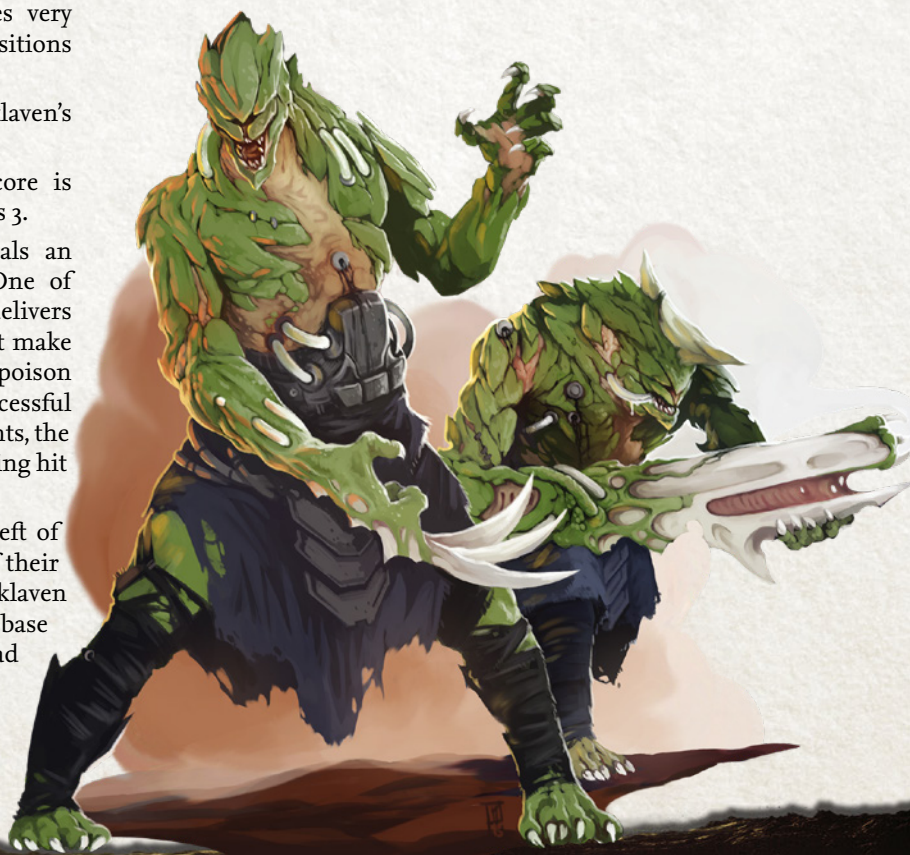
Nanite Exchange. The klaven has a continuous awareness of the location and condition of other klaven within 60 feet. The range of this ability increases to 100 feet for klaven of at least 5 Hit Dice, and one mile for klaven of 10 Hit Dice or more. Klaven may also exchange memories which contain sensory information but must come into physical contact with one another. The exchange of memories requires an action and only consists of perceptions and first-hand experiences. Klaven cannot exchange proficiencies, special abilities, or other individual qualities.

Nanite Tactics. The klaven has advantage on melee attack rolls against a creature if at least one other klaven ally is within 5 feet of the creature and the ally isn't incapacitated.

Relentless. The klaven has advantage on saving throws against exhaustion and can go 6 + twice its Constitution modifier in days without food before suffering effects of starvation.

Plagueborn. The klaven has advantage on saving throws against disease and poison.

Skill Proficiency (Intimidation and Stealth). The klaven gains proficiency with the Intimidation and Stealth skills.



New Action: Claws (humanoid klaven without claw attacks only). The klaven conversion protocol alters the base creature's physiology to provide them with a reserve natural weapon under any conditions. The klaven can extend or withdraw sharp, extremely dense bone spurs from the back of its hands. It gains a claw attack that deals 1d6 slashing damage. It can take the Multiattack action to make two claw attacks, or one claw attack and one attack with a melee weapon in the other hand.

New Reaction: Energy Modulation (1+/Day). When it takes necrotic or radiant damage the klaven can shift its internal energy balance to absorb the damage. Until the start of its next turn, the klaven heals a number of hit points equal to the chosen type of damage it would have otherwise taken. The ability can be used twice per day by a klaven with 5 or more Hit Dice, and three times per day at 10 Hit Dice or more. Rarely, a klaven is created with the ability to absorb different energy types.

This imposing humanoid advances with unblinking, milk-white eyes, its claws and wicked bone spurs ready to rend as green, calcified skin covers its body like a hardened exoskeleton.

KLAVEN FOOT SOLDIER

Medium humanoid (human, klaven), lawful evil

Armor Class 14 (natural armor)

Hit Points 11 (2d8+2)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	12 (+1)	8 (-1)	11 (+0)	10 (+0)

Skills Intimidation +2, Perception +2, Stealth +3

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 12

Languages Common and Ultari

Challenge 1/2 (100 XP)

Klaven Traits. A klaven foot soldier has all the traits of a klaven.

ACTIONS

Multiattack. The klaven makes two claw attacks. If it wields a battleaxe in one hand it can attack with the battleaxe in place of one claw attack.

Battleaxe. Melee Weapon Attack. +4 to hit, reach 5 ft., 1 target. **Hit:** 6 (1d8+2) slashing damage or 1d10+2 (7) slashing damage if used in two hands.

Claw. Melee Weapon Attack. +4 to hit, reach 5 ft., 1 target. **Hit:** 5 (1d6+2) slashing damage.

Spur Rifle. Ranged Weapon Attack. +3 to hit, range 100/400 ft., 1 target. **Hit:** 4 (1d6+1) piercing damage plus the target must make a successful DC 11 Constitution save or take 4 (1d6+1) poison damage.

REACTIONS

Energy Modulation (1/Day). When it takes necrotic or radiant damage the klaven can shift its internal energy balance to absorb the damage. Until the start of its next turn, the klaven heals a number of hit points equal to the chosen type of damage it otherwise would have taken.

KLAVEN SHOCKTROOPER

Medium humanoid (klaven), lawful evil

Armor Class 13 (natural armor)

Hit Points 32 (5d8 + 10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	11 (+0)	14 (+2)	8 (-1)	10 (+0)	11 (+0)

Skills Intimidation +2, Stealth +4

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft.; passive Perception 10

Languages Common and Ultari

Challenge 1 (200 XP)

Klaven Traits. A klaven shocktrooper has all the traits of a klaven.



ACTIONS

Multiattack. The klaven makes two claw attacks. If it wields a battleaxe in one hand it can attack with the battleaxe in place of one claw attack.

Battleaxe. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage or 8 (1d10 + 3) slashing damage if used in two hands.

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

Spur Rifle. *Ranged Weapon Attack.* +3 to hit, range 100/400 ft., 1 target. *Hit:* 4 (1d6+1) piercing damage plus the target must make a successful DC 11 Constitution save or take 4 (1d6+1) poison damage.

KLAVEN WARBEAST

Medium beast (klaven), unaligned

Armor Class 15 (natural armor)

Hit Points 11 (2d8+2)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	15 (+2)	12 (+1)	3 (-4)	12 (+1)	6 (-2)

Skills Intimidation +0, Perception +3, Stealth +4

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 13

Languages understands Common and Ultari but can't speak

Challenge 1 (200 XP)

Keen Hearing and Smell. The klaven warbeast has advantage on Wisdom (Perception) checks that rely on hearing or smell.

Klaven Traits. A klaven warhound has all the traits of a klaven.

ACTIONS

Bite. *Melee Weapon Attack.* +4 to hit, reach 5 ft., 1 target. *Hit:* 9 (3d4+2) piercing damage, and the target must succeed on a DC 11 Constitution saving throw, taking 2d6 (7) poison damage on a failed save, or half as much damage on a successful one. If the poison damage reduces the target to 0 hit points, the target is stable but poisoned for 1 hour, even after regaining hit points, and is paralyzed while poisoned in this way. If the target is a creature, it must succeed on a DC 11 Strength saving throw or be knocked prone.

KLAVEN INFILTRATOR

Medium humanoid (klaven), lawful evil

Armor Class 15 (natural armor)

Hit Points 16 (3d8 + 3)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	14 (+2)	12 (+1)	9 (-1)	13 (+1)	11 (+0)

Skills Deception +4, Nature +1, Perception +5, Stealth +6, Survival +5

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft.; passive Perception 15

Languages Common, Ultari

Challenge 1 (200 XP)

Keen Hearing and Sight. The klaven infiltrator has advantage on Wisdom (Perception) checks that rely on hearing or sight.

Klaven Traits. A klaven infiltrator has all the traits of a klaven.

ACTIONS

Multiattack. The klaven infiltrator makes two attacks.

Battleaxe. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage or 8 (1d10 + 3) slashing damage if used in two hands.

Claw. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) slashing damage.

Net. *Ranged Weapon Attack:* +4 to hit, range 5/15 ft., one target. *Hit:* Target is restrained (Escape DC 10, AC 10, 5 hp).

Shortsword. *Melee Weapon Attack:* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Spur Rifle. *Ranged Weapon Attack.* +3 to hit, range 100/400 ft., 1 target. *Hit:* 4 (1d6+1) piercing damage plus the target must make a successful DC 11 Constitution save or take 4 (1d6+1) poison damage.

KLAVEN COMMANDER

Medium humanoid (klaven), lawful evil

Armor Class 17 (chain mail, protection style)

Hit Points 52 (8d8 + 16)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	11 (+0)	14 (+2)	10 (+1)	13 (+1)	14 (+2)

Saves Wis +3, Cha +4

Skills Athletics +5, Intimidation +4, Religion +3, Stealth +2

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft.; passive Perception 11

Languages Common, Jagladine, Ultari

Challenge 4 (1,100 XP)

Divine Health. The klaven commander is immune to disease.

Divine Smite. When he hits with a melee weapon attack, the klaven commander can expend a spell slot to deal 2d8 (9) additional radiant damage.

Klaven Traits. A klaven commander has all the traits of a klaven.

Spellcasting. The klaven commander is a 4th level spellcaster. His spellcasting ability is Charisma. He has the following paladin spells prepared:

1st level (3 slots): *bless*, *command*, *divine favor*, *hellish rebuke*, *inflict wounds*, *shield of faith*

ACTIONS

Multiattack. The klaven commander makes two claw attacks. If he wields a longsword in one hand he can attack with the longsword in place of one claw attack.

Longsword. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) slashing damage or 8 (1d10 + 3) slashing damage if used in two hands.

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

Spur Carbine. *Ranged Weapon Attack:* +3 to hit, range 80/320 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage and target must succeed on a DC 12 Constitution save or take 3 (1d6) points of poison damage and gain the poisoned condition for 1 round. The target must attempt a new saving throw at the start of each of its turns or the poison damage and poisoned condition continue for an additional round. The DC of the saving throw is reduced by 2 each round.

Leadership (Recharges after a Short or Long Rest). For 1 minute, the klaven commander can utter a special command or warning whenever another klaven it can see within 30 feet of it makes an attack roll or a saving throw. The creature can add a d4 to its roll provided it can hear and understand the klaven commander. A creature can benefit from only one Leadership die at a time. This effect ends if the klaven commander is incapacitated.

Dreadful Aspect (recharges after Short Rest). Each creature of klaven commander's choice within 30 feet that can see it must make a DC 12 Wisdom saving throw. On a failed save a creature is frightened of the klaven commander for 1 minute. If a creature ends its turn more than 30 feet away it can attempt another save to end the effect.

KLAVEN SAVAGE

Medium humanoid (klaven), lawful evil

Armor Class 18 (natural armor)

Hit Points 75 (10d8+30)

Speed 30 ft. (or 10 ft., swim 60 ft. for aquatic savages)

STR	DEX	CON	INT	WIS	CHA
14 (+2)	16 (+3)	16 (+3)	6 (-2)	10 (+0)	13 (+1)



Skills Athletics +6

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 10

Languages Aquan, Jagdaline (cannot speak)

Challenge 4 (1,100 XP)

Klaven Traits. The klaven savage has all the traits of a klaven.

Reckless. At the start of its turn, the klaven savage can gain advantage on all melee weapon attack rolls during that turn, but attack rolls against it have advantage until the start of its next turn.

Relentless. The klaven savage has advantage on saving throws against exhaustion and can go 6 + twice its Constitution modifier in days without food before suffering effects of starvation.

ACTIONS

Multiattack. The klaven savage makes 3 claw attacks.

Claw. *Melee Weapon Attack:* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) slashing damage.

Klaven savages are created by transmogrifying other races, including aquatic races such as locathah or merfolk. Land-based klaven savages move more quickly on shore but lack a swim speed.

KLAVEN ELITE MARINE

Medium aberration (klaven), lawful evil

Armor Class 15 (natural armor)

Hit Points 105 (10d8+60)

Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	18 (+4)	22 (+6)	13 (+1)	18 (+4)	12 (+1)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 14

Languages Bil'djooli Ultari (can't speak)

Challenge 6 (2,300 XP)

Klaven Traits. The klaven elite marine has all the traits of a klaven.

Swimming Sprint. The klaven elite marine can Dash as a bonus action each round when swimming.

ACTIONS

Multiattack. The klaven elite marine makes 3 spear attacks.

Spear. *Melee Weapon Attack:* +9 to hit, reach 10 ft., one target. *Hit:* 15 (2d8 + 6) piercing damage.

Spur Carbine. *Ranged Weapon Attack:* +7 to hit, range 80/320 ft., one target. *Hit:* 4 (1d6 + 1) piercing damage and target must succeed on a DC 14 Constitution save or take 3 (1d6) points of poison damage and gain the poisoned condition for 1 round. The target must attempt a new saving throw at the start of each of its turns or the poison damage and poisoned condition continue for an additional round. The DC of the saving throw is reduced by 2 each round.

Klaven elite marines are created by transmogrifying aquatic races such as locathah or merfolk. You can create similar land-based klaven troops by simply adjusting the speed of the troop and removing the Swim skill.

KLAVEN PIRANHA TROOP

Huge swarm of Medium aberrations (klaven), lawful evil

Armor Class 17 (natural armor)

Hit Points 147 (14d8+84)

Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	18 (+4)	22 (+6)	13 (+1)	18 (+4)	12 (+1)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 14

Languages Jagladine

Challenge 8 (3,900 XP)

Klaven Traits. The klaven piranha troop has all the traits of a klaven.

ACTIONS

Multiattack. The klaven piranha troop makes 1 slam attack and 2 bite attacks.

Slam. *Melee Weapon Attack:* +9 to hit, 5 ft. reach, one target. *Hit:* 15 (2d8 + 6) bludgeoning damage.

Bite. *Melee Weapon Attack:* +9 to hit, 5 ft. reach, one target. *Hit:* 22 (4d8 + 6) piercing damage, plus creatures within 5 feet of the target take half damage unless they succeed on a DC 16 Dexterity saving throw.

Chum the Waters. When a klaven piranha troop hits with a bite attack while in the water, the target must succeed on a DC 16 Constitution saving throw or its wounds begin to bleed, causing it to take 1d6 piercing damage each round at the end of its turn. This bleeding can be halted with a DC 16 Medicine check or any form of magical healing, such as cure wounds. The plumes of floating blood from its savage attack cause the water within a 10-foot radius of the klaven troop to become lightly obscured until the end of its next turn. The troop does not have disadvantage on its own Wisdom (Perception) checks from this obscurement.



KLAVEN MINDHUNTER

Medium humanoid (klaven), lawful evil

Armor Class 17 (hide armour)

Hit Points 163 (25d8 + 50)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	14 (+2)	14 (+2)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Dex +6, Con +6

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Skills Acrobatic +6, Intimidation +5, Perception +8, Survival +10

Senses darkvision 60 ft.; passive Perception 18

Languages Common, Ultari

Challenge 9 (5,000 XP)

Ambidextrous. When wielding two melee weapons the klaven mindhunter gains +1 to AC and +1 to Attack and Damage rolls (included).

Cybernetic. As a manufactured creature blending biological and bionic enhancements, the klaven mindhunter gains +1 to AC, darkvision, the converted host trait, nanite exchange trait, cybernetic claw attack and the energy modulation reaction. However, the conversion also adds substantial weight to the original creature reducing the creatures speed by 10 feet.

Deadeye. As a bonus action, the klaven mindhunter can add 1d10 to its next attack or damage roll with a ranged weapon.

Evasion. If the klaven mindhunter is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the klaven mindhunter instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Klaven Traits. The klaven mindhunter has all the traits of a klaven.

ACTIONS

Multiattack. The Klaven mindhunter makes three attacks with its psychokinetic shortspear and one with its stun baton. It can replace one attack with either of these weapons with an attack using its cybernetic claws.

Cybernetic Claws. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d4 + 2) slashing damage. These weapons are considered adamantite for the purposes of overcoming damage resistances and immunities.

Psychokinetic Shortspear. *Melee or Ranged Weapon Attack:* +9 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 8 (1d6 + 5) piercing damage and 2 (1d4) psychic damage.

Stun Baton. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 8 (1d6 + 5) thunder or lightning damage. On a critical hit the stun baton does 23 thunder or lightning damage. The target must succeed at a DC 23 Constitution saving throw or be stunned until the end of its next turn.

KRAKEN BREED KLAVEN

Medium aberration (klaven), lawful evil

Armor Class 14 (natural armor)

Hit Points 84 (8d8+48)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	18 (+4)	22 (+6)	13 (+1)	18 (+4)	12 (+1)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 14

Languages Bil'djooli, Ultari (can't speak)

Challenge 4 (1,100 XP)

Compression. The kraken breed klaven never takes damage from extreme pressure in deep water, and its compressible flesh grants it advantage on Athletics to escape a grapple and on Dexterity checks to squeeze through narrow spaces.

Klaven Traits. The kraken breed klaven has all the traits of a klaven, save that its composite bil'djooli physiology negates the normal klaven advantage on saving throws against poison.

Underwater Camouflage. The kraken breed klaven has advantage on Dexterity (Stealth) checks made while underwater.



ACTIONS

Multiattack. The kraken breed klaven makes 2 slam attacks.

Slam. *Melee Weapon Attack:* +8 to hit, 5 ft. reach. *Hit:* 19 (3d8 + 6) bludgeoning damage. If the target is a Medium or smaller creature, it is grappled (escape DC 16). Until this grapple ends, the target is restrained, and the kraken breed klaven must use at least one of its slam attacks each round to attack the restrained creature. It cannot grapple a second creature while it has another creature already grappled.

Kraken breed klaven are advanced experimental creatures hybridized using genetic material from true krakens infused through the klaven process into the body of a bil'djooli warrior. These klaven have the same contamination, interstellar, and vulnerability to toxins traits as base bil'djooli.

ELITE KLAVERN CONSTABLE

Medium humanoid (klaven), lawful evil

Armor Class 18 (synth plate)

Hit Points 187 (25d8 + 75)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	14 (+2)	17 (+3)	8 (-1)	10 (+0)	12 (+1)

Saving Throws Dex +6, Con +7

Condition Vulnerabilities malign influence

Skills Acrobatic +6, Intimidation +5, Perception +8, Survival +10

Senses darkvision 60 ft.; passive Perception 18

Languages Common, Ultari

Challenge 12 (8,400 XP)

Ambidextrous. When wielding two melee weapons the klaven gains +1 to AC and +1 to Attack and Damage rolls (included).

Cybernetic. As a manufactured creature of steel and technology the klaven gains +1 to AC, darkvision, the converted host trait, nanite exchange trait, cybernetic claw attack and the energy modulation reaction. However, the conversion also adds substantial weight to the original creature reducing the creatures speed by 10 feet.

Deadeye. As a bonus action, the klaven can add 1d10 to its next attack or damage roll with a ranged weapon.

Evasion. If the klaven is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the klaven instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Klaven Traits. The klaven constable has all the traits of a klaven.

ACTIONS

Multiattack. The klaven makes three attacks with its psychokinetic shortspear and one with its stun baton.

Cybernetic Claws. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d4 + 2) slashing damage. These weapons are considered adamantine for the purposes of overcoming damage resistances and immunities.

Psychokinetic Shortspear. *Melee or Ranged Weapon Attack:* +9 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 8 (1d6 + 5) piercing damage and 2 (1d4) psychic damage.

Stun Baton. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 8 (1d6 + 5) thunder or lightning damage. On a critical hit the stun baton does 23 thunder or lightning damage. The target must succeed at a DC 23 Constitution saving throw or be stunned until the end of its next turn.

REACTIONS

Energy Modulation (1/Day). As a reaction, when a klaven takes radiant or necrotic damage it may convert that damage to healing. This lasts until the start of the klaven's next turn.

SPINEWALKER

Use the **tyrannosaurus rex**^{SRD} statistics with the following changes:

- Change its size to Gargantuan
- Change its hit points to 188.
- Increase its AC to 17 due to klaven bio-plate mutation.

ONARYX

One of the oldest of the Elder Evil species, the bat-like onaryx are born predators possessed of both power and prowess that few can match upon battlefield. Theirs is a militant race whose people swell the Ultari Hegemony forces both as rank-and-file soldiers as well as commanding officers and even generals. Onaryx were among the earliest of the evil races to ally themselves with Hegemony against the Bellianic Accord. Fortunately, their constant warfare (even among their peers) has caused both the waxing and waning of their empires over the past millennia, thus preventing them ever posing a unified threat. Arrogantly, many onaryx think of themselves as superior to other races of the Hegemony, including the Ultar, whom they currently serve beneath. Secretly, a handful of the most powerful onaryx elders actively hatch independent plans for overtaking the Hegemony and bending its power to their own designs.

Metamorphic Maturity. Onaryx have become an extremely diverse race, and a good many mutate as they age. Few understand why the mutations occur, and a variety of explanations such as sickness and forced genetic alterations have been credited as the cause of the shift. For the most part, they are hideously formed creatures, with strangely jointed bodies that appear almost crumpled beneath thick knots of sinew and muscle. When standing upright, an onaryx can twist its wings alongside its arms so that they fold backwards, making them nearly undetectable. Their legs too are sized similar to those of a human; however, the knees turn slightly outward and its feet are flat, wide and clawed, extending a from its raised ankle. Their mottled flesh has a slightly greasy sheen and few hairs. Coloration ranges from drab grayish-green to ochre and dark brown, with dark stains and blotches that make them difficult to spot in the dark. Nails and teeth are a sickly ochre color stained with umber. Depending on age, they stand between 6 to 18 feet tall.

Night-Born. Onaryx prefer the darkness of both night and space and use their uncanny abilities to navigate in complete darkness. They also wield advanced technological weaponry and equipment developed over thousands of years. They speak their own language, as well as Ultari, the official language of the Hegemony.

SAMPLE ONARYX NPCs

ONARYX

Medium fiend, neutral evil

Armor Class 16 (scale mail)

Hit Points 65 (10d8 + 20)

Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	10 (+0)	14 (+2)	9 (-1)	12 (+1)	11 (+0)

Skills Intimidation +2, Stealth +6, Survival +3

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 11

Languages Onaryx, Ultari

Challenge 3 (700 XP)

Battle-Tech. Onaryx make up the bulk of the Hegemonic ground troops and carry a variety of technological gear that they can use during battle. Roll 1d6 whenever an onaryx uses a tech item and apply the affects. Reroll nonsensical results:

- 1. Detonation.** The onaryx throws a desiccating grenade. All living creatures within 20 ft. radius of the blast point must make a DC 15 Dexterity saving throw or suffer 15 (5d6) necrotic damage.
- 2. Density Nodule.** The onaryx activates a device attached to his autograpnel that increases its weight significantly. The next attack weapon attack the onaryx makes deals 1 extra die of damage.

- 3. Disrupting Nodule.** For the next attack, the weapon the nodule is attached to strikes a solid creature, it generates a burst of nanites that directly attack organic cells. The affected target takes an additional 2 (1d4) damage of the same type and must make a DC 15 Constitution save or lose its next action.
- 4. Hunter Seeker.** The onaryx releases a detonation device that tracks its designated target. It makes an attack at +3 and continues to make an attack until it hits or runs out of fuel (an attack roll less than 10) and drops harmlessly to the ground. If it detonates it covers the target in sticky goo incapacitating them. A DC 15 Strength ability check is required to break free.
- 5. Ray Emitter (Numbing).** This contact lens tech shoots a ray of numbing cold at a target who must make a DC 15 Constitution or Dexterity saving throw. On a failed save they take 7 (2d6) cold damage, lose 10 feet of movement and lose the function of a limb for one minute.
- 6. Rejuvenator.** The onaryx takes a pill healing for 6 (2d4+2) hit points of damage.

Echolocation. An onaryx can't use its blindsight while deafened.

Flyby Rake. Onaryx are skilled at swooping down on opponents and using their claws (or melee weapons) to rake them to shreds as they fly past. Onaryx do not provoke opportunity attacks when using their fly speed to enter and leave a threatened space. In addition, whenever they fly at least 30 feet towards a target, they do an additional die of damage with a melee attack and automatically do maximum damage if they score a critical hit.

Hegemony Weapon Familiarity. An onaryx is trained in the use of technological weapons, armour and gear. They gain a +1 bonus to attack and damage rolls when using technological weapons (included).

Keen Hearing. An onaryx has advantage on Wisdom (Perception) checks that rely on hearing.

ACTIONS

Multiattack. The onaryx uses a battle-tech item (as above) then makes two claw attacks.

Claw. Melee Weapon Attack. +5 to hit, 5 ft. reach. *Hit:* 12 (2d8 + 3) slashing damage

Autograpnel. Ranged Weapon Attack. +2 to hit, range 30/60 ft., one target. *Hit:* 4 (1d8) piercing damage and the target must make a DC 16 Strength saving throw when hit and at the start of each of its turns or be pulled 10 feet toward the onaryx. The grappling line can be broken (DC 20 Strength check) or cut (AC 12, 20 hp, resistance to slashing, bludgeoning and piecing).

Sonic Cry (Recharges 5-6). An onaryx can use its unique vocal structures to produce potent sonic effects. These effects are always a 60 ft. long and 5 ft. wide line and onaryx are immune to their effects and the DC to resist these effects is 13. The onaryx uses one of the following cries.

- **Nauseating.** The onaryx's sonic cry disturbs the equilibrium of living creatures it strikes causing the target to become nauseated for 1 round unless it makes a Constitution saving throw. Nauseated creatures have disadvantage on ability checks and saving throws.

DREAD ONARYX

Large fiend, neutral evil

Armor Class 20 (half plate)

Hit Points 110 (13d10 + 39)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	14 (+2)	16 (+3)	10 (+0)	11 (+0)	15 (+2)

Saving Throws Int +5, Wis +3, Cha +5

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 11

Languages Onaryx, Ultari

Challenge 6 (2,300 XP)

Onaryx Traits. A dread onaryx has the Battle-tech, Echolocation, Flyby Rake, Hegemony Weapon Familiarity, and Keen Hearing traits common to all onaryx.

ACTIONS

Multiattack. The onaryx makes three claw attacks. Alternatively, it can make two ranged attacks with its plasma javelins.

Claw. *Melee Weapon Attack.* +9 to hit, 10 ft. reach. *Hit:* 12 (2d8 + 3) slashing damage

Plasma Javelin. *Melee or Ranged Weapon Attack.* +10 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 11 (2d6 + 4) radiant damage.

Sonic Cry (Recharges 5-6). An onaryx can use its unique vocal structures to produce potent sonic effects. These effects are always a 60 ft. long and 5 ft. wide line and onaryx are immune to their effects and the DC to resist these effects is 15. The onaryx uses one of the following cries.

- **Nauseating.** The onaryx's sonic cry disturbs the equilibrium of living creatures it strikes causing the target to become nauseated for 1 round unless it makes a Constitution saving throw. Nauseated creatures have disadvantage on ability checks and saving throws.
- **Terrifying.** The onaryx's sonic cry strikes terror into its victim, causing it to become frightened for 1 minute on a failed Wisdom saving throw.

ELDER ONARYX

Large fiend, neutral evil

Armor Class 17 (baroque splint)

Hit Points 200 (19d10+95)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	9 (-1)	21 (+5)	9 (-1)	10 (+0)	12 (+1)

Saving Throws Con +9, Wis +4, Cha +5

Skills Athletics +10, Perception +4

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 14

Languages Onaryx, Ultari

Challenge 10 (5,900 XP)

Onaryx Traits. The elder onaryx has the Echolocation, Flyby Rake, Hegemony Weapon Familiarity, and Keen Hearing traits common to all onaryx.



ACTIONS

Multiattack. The onaryx soldier makes two adamantine sheathed claw attacks.

Adamantine Sheathed Claws. *Melee Weapon Attack.* +10 to hit, 10 ft. reach. *Hit:* 25 (3d12 + 6) slashing damage

Photon Blaster. *Range Weapon Attack.* +4 to hit, range 120 ft. one target. *Hit:* 8 (2d6+1) radiant damage and the target must make a DC 15 Dexterity saving throw or be blinded for 1 minute. A blinded creature may make a DC 17 Constitution save at the end of its turn to remove the condition.

Sonic Cry (Recharges 5-6). An onaryx can use its unique vocal structures to produce potent sonic effects. These effects are always a 60 ft. long and 5 ft. wide line and onaryx are immune to their effects and the DC to resist these effects is 17. The onaryx uses one of the following cries.

- **Nauseating.** The onaryx's sonic cry disturbs the equilibrium of living creatures it strikes causing the target to become nauseated for 1 round unless it makes a Constitution saving throw. Nauseated creatures have disadvantage on ability checks and saving throws.
- **Terrifying.** The onaryx's sonic cry strikes terror into its victim, causing it to become frightened for 1 minute on a failed Wisdom saving throw.
- **Sonic Thrust.** The sonic cry creates a dense pulse of sound that knocks targets prone on a failed Dexterity saving throw and deals 13 (1d6 + 10) points of thunder damage.

ONARYX SOLDIER

Large fiend, neutral evil

Armor Class 16 (baroque skymetal scale)

Hit Points 230 (20d12 + 100)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
29 (+9)	14 (+2)	20 (+5)	16 (+3)	18 (+4)	18 (+4)

Saving Throws Str +14, Con +10, Wis +9, Cha +9

Skills Athletics +14, History +8, Perception +9

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 19

Languages Onaryx, Ultari

Challenge 12 (5,900 XP)

Onaryx Traits. An onaryx soldier has the Echolocation, Flyby Rake, Hegemony Weapon Familiarity (with bonus of +2), and Keen Hearing traits common to all onaryx.

ACTIONS

Multiattack. The veteran onaryx warrior makes two skymetal greatsword attacks.

Skymetal Greatsword. *Melee Weapon Attack:* +14 to hit, 10 ft. reach, one target. *Hit:* 30 (6d6 + 9) slashing damage

Heavy Photon Blaster. *Range Weapon Attack:* +9 to hit, range 120 ft. one target. *Hit:* 19 (4d6 + 4) radiant damage and the target must make a DC 15 Dexterity saving throw or be blinded for 1 minute. A blinded creature may make a DC 15 Constitution save at the end of its turn to remove the condition.

Overcharged Heavy Photon Blaster (Recharge 5-6). The onaryx overcharges his photon blaster for a one-off artillery-style attack. It picks a point it can see within 240 feet of it. Each creature within 10 feet of that point must make a DC 17 Dexterity saving throw, taking 58 (12d8 + 4) radiant damage on a failed save, or half as much damage on a successful one. The target is also blinded on a failed save until the end of its next turn. The heavy photon blaster attack option becomes unavailable while the overcharged heavy photon blaster is recharging.

Sonic Cry (Recharges 5-6). An onaryx is capable of using its unique vocal structures to produce potent sonic effects. These effects are always a 60 ft. long and 5 ft. wide line and onaryx are immune to their effects and the DC to resist these effects is 17. The onaryx uses one of the following cries.

- **Disorientating.** Targets struck by this subsonic cry become dizzy and disoriented for 1 minute on a failed Constitution saving throw, losing all sense of direction. They treat all creatures as if they had concealment, and whenever they attempt to move there is a 50% chance each time they move 5 feet that they move in a random direction rather than their intended direction. If they remain stationary for the entire round, there is a 50% chance they fall prone at the end of their turn. On a successful save the target is only disorientated for 1 round.
- **Echolocate.** Using this ability, the onaryx sends forth sonic frequencies that bounce off its surroundings, allowing it to perceive creatures and within the area of its cry as if it had tremorsense out to 60 ft. until the end of its turn. This sensory effect persists within the area of the cry and does not follow creatures that leave that area.
- **Sickening.** The onaryx's sonic cry causes targets to become poisoned (but living creatures immune to poison are affected) for 1 minute.

ONARYX SHOCKWARDEN

Large fiend, neutral evil

Armor Class 18 (skymetal-infused bones)

Hit Points 252 (24d12 + 120)

Speed 50 ft., fly 70 ft.

STR	DEX	CON	INT	WIS	CHA
29 (+9)	14 (+2)	20 (+5)	10 (+0)	14 (+2)	11 (+0)

Saving Throws Str +14, Con +10, Wis +9

Skills Athletics +14, Perception +9, Survival +9

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities charmed, frightened

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 20

Languages Onaryx, Ultari

Challenge 13 (10,000 XP)

Aggressive. As a bonus action, an onaryx shockwarden can move up to his speed toward a hostile creature that it can see.

Brute. A melee weapon deals one extra die of its damage when an onaryx shockwarden hits with it (included in the attack).

Evasion. If an onaryx shockwarden is subjected to an effect that allows him to make a Dexterity saving throw to take only half damage, an onaryx shockwarden instead takes no damage if he succeeds on the saving throw, and only half damage if he fails.

Onaryx Traits. An onaryx shockwarden has the Echolocation, Flyby Rake, Hegemony Weapon Familiarity (with bonus of +2), and Keen Hearing traits common to all onaryx.

ACTIONS

Multiattack. An onaryx shockwarden may use its sonic cry (if available) and then makes two attacks.

Synth Battleaxe. *Melee Weapon Attack:* +14 to hit, 10 ft. reach, one target. *Hit:* 33 (7d6 + 9) slashing damage.

Synth Javelin. *Melee or Ranged Weapon Attack:* +14 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 12 (1d6 + 9) piercing damage.

Sonic Cry (Recharges 5-6). An onaryx can use its unique vocal structures to produce potent sonic effects. These effects are always 60 ft. long and 5 ft. wide line and onaryx are immune to their effects and the DC to resist these effects is 18. The onaryx uses one of the following cries.

- **Deafening.** This wave of sonic energy deafens targets who fail a Constitution saving throw for 1 hour. Deafened creatures may make a save at the beginning of its turn to end the effect.
- **Sonic Bludgeon.** Creatures struck by this sonic cry are brutally bludgeoned, being pushed backwards 10 feet and knocked prone and taking 14 (4d6) thunder damage on a failed Strength check. A successful saving throw halves the damage but the target is still pushed back and knocked prone.
- **Stunning.** This cry allows the onaryx to bludgeon an opponent's nervous system. If the targeted creatures fail a Constitution saving throw, they become stunned for 1 minute. They can attempt a new save at the end of each of their turns to end the effect.

REACTIONS

Rampage. When an onaryx rager reduces a creature to 0 hit points with a melee attack on his turn, he can move up to his speed and make a synth battleaxe attack. Its sonic cry also recharges if not ready.

DREAD STRIKE WING

Huge Troop of Medium fiends, neutral evil

Armor Class 17 (heavy trooper armor)

Hit Points 260 (40d8 + 80)

Speed 30 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	10 (+0)	14 (+2)	9 (-1)	12 (+1)	11 (+0)

Skills Intimidation +2, Stealth +6, Survival +3

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 11

Languages Onaryx, Ultari

Challenge 13 (10,000 XP)

Echolocation. An onaryx can't use its blindsight while deafened.

Keen Hearing. An onaryx has advantage on Wisdom (Perception) checks that rely on hearing.

Troop. The troop can occupy another creature's space and vice versa, and the troop can move through any opening large enough for a Medium fiend. The troop can't regain hit points or gain temporary hit except with its Rejuvenator ability. A troop takes half damage from attacks that use an attack roll and double damage from area effects. Creatures that are not troops are impaired while they remain in the troop's space or within 5 feet of it and have disadvantage on attack rolls and Constitution saving throws to maintain concentration. A troop's damage is halved when reduced to below half its maximum hit points.

ACTIONS

Battle-Tech. Onaryx make up the bulk of the Hegemonic ground troops and carry a variety of technological gear that they can use during battle. Roll 1d6 whenever an onaryx troop uses a tech item and apply the affects to all enemy creatures sharing the same space as the troop or within 20 feet. Reroll nonsensical results:

1. **Detonation.** The onaryx troop throws a desiccating grenade up to 40 feet away. Living creatures in a 10-foot sphere take 70 (20d6) necrotic damage, or half as much with a successful DC 15 Constitution saving throw.
2. **Density Nodule.** The onaryx troop activates a device attached to its autograpnel that increases its weight significantly. Three creatures of the wing's choice within 60 feet take 9 (2d8) piercing damage and must make a DC 16 Strength saving throw or be pulled 20 feet toward the troop.



3. **Disrupting Nodule.** The troop uses detonation with the added effect of the disrupting nodule. It generates a burst of nanites that directly attack organic cells, increasing damage by 10 (3d6), and creatures failing their save lose their next action.
4. **Hunter Seeker.** The onaryx troop releases a detonation device that tracks its designated target. It makes an attack each round at +10 to hit and continues to attack until it hits or runs out of fuel (an attack roll less than 10)10). A target struck is paralyzed by sticky polymers (adjacent creatures are restrained if they fail a DC 17 Dexterity save). Creatures can escape with a DC 17 Strength (Athletics) check.
5. **Ray Emitter (Numbing).** This contact lens tech shoots a ray of numbing cold at a target who must make a DC 15 Constitution or Dexterity saving throw. On a failed save they take 36 (8d6) cold damage, lose 10 feet of movement and lose the function of a limb for one minute.
6. **Rejuvenator.** The onaryx pops a pill healing for 12 (8d4+2) hit points of damage.

Nauseating Cry (Recharges 5-6). The dread strike wing's cry disturbs the equilibrium of all non-onaryx within 60 feet. Those that fail a DC 13 Constitution saving throw are affected as slow due to dizziness and nausea for up to 1 minute. They can attempt a new save at the end of each of their turns.

ONARYX SHOCKWARDEN LIEUTENANT

Large fiend, neutral evil

Armor Class 18 (baroque plate)

Hit Points 284 (27d10+135)

Speed 40 ft., 60 ft. fly ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	10 (+0)	21 (+5)	12 (+1)	14 (+2)	17 (+3)

Saving Throws Con +10, Wis +7, Cha +8

Skills Athletics +12, Perception +7

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 12

Languages Onaryx, Ultari

Challenge 14 (11,500 XP)

Onaryx Traits. An onaryx shockwarden lieutenant has the Echolocation, Flyby Rake, Hegemony Weapon Familiarity (with bonus of +3), and Keen Hearing traits common to all onaryx.

ACTIONS

Multiattack. The onaryx shockwarden lieutenant uses its sonic cry (if available) and makes two attacks.

Claw. *Melee Weapon Attack:* +11 to hit, 10 ft. reach, one target.
Hit: 14 (2d6 + 7) slashing damage

Null Blade. *Melee Weapon Attack:* +11 to hit, 10 ft. reach, one target. *Hit:* 31 (6d6 + 10) slashing damage. This weapon critical hits on a natural 19 and 20 and does double damage against constructs and is considered an adamantite and magic weapon for the purposes of overcoming damage resistances and immunities. Whenever the onaryx shockwarden scores a critical hit it may make another attack with the null blade as a bonus action and the null blade erupts in green energy increasing its magical bonus to +2 (not included) for 1d4 rounds. Finally, each time a null blade strikes an enemy the target must make a DC 15 Constitution saving throw or 1 random magic item or technological device is suppressed for 1 minute, and a random spell affecting the target (if any) is affected as *dispel magic*, using the onaryx's Charisma modifier.

Arcgun. *Ranged Weapon Attack:* +8 to hit, range 120 ft., one target. *Hit:* 13 (3d6+3) lightning damage and the target must make a DC 15 Constitution saving throw or be stunned for 1 minute. A stunned creature may make a DC 15 Constitution save at the end of its turn to remove the condition.

Sonic Cry (Recharges 5-6). An onaryx can use its unique vocal structures to produce potent sonic effects. These effects are always a 60 ft. long and 5 ft. wide line and onaryx are immune to their effects and the DC to resist these effects is 18. The onaryx uses one of the following cries.

- **Concussive.** The onaryx screeches out a concussive hypersonic blast that causes creatures' conscious minds to shut down, dazing them for 1 minute and dealing 17 (5d6) points of bludgeoning damage on a failed Wisdom saving throw, or half as much damage on not dazed on a success. While dazed the creature cannot use reactions, bonus actions, has disadvantage on Wisdom saving throws and loses half of its movement speed.
- **Crippling.** This wave of destructive sonic energy disrupts tissue, deadens reflexes, and shatters bone. Creatures that fail the Strength or Dexterity saving throw (as appropriate) have disadvantage on Strength or Dexterity ability checks and only do half damage when using weapons keyed to the selected ability score. A creature failing its save while already taking a penalty to one of these ability scores instead takes the same penalty to a different physical ability score chosen randomly.
- **Stupefying.** This wave of transonic signals disrupts targets' rational capacity for thought. Creatures that fail the Intelligence, Wisdom or Charisma saving throw (as appropriate) have disadvantage on the related ability score affected and only do half damage when using spells keyed to the selected ability score. A creature failing its save while already taking a penalty to one of these ability scores instead takes the same penalty to a different mental ability score chosen randomly.

ONARYX COMMANDER

Large fiend, neutral evil

Armor Class 18 (baroque plate)

Hit Points 284 (27d10+135)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	10 (+0)	21 (+5)	12 (+1)	14 (+2)	17 (+3)

Saving Throws Con +10, Wis +7, Cha +8

Skills Athletics +12, Perception +7

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 12

Languages Onaryx, Ultari

Challenge 14 (11,500 XP)

Brave. The onaryx commander has advantage on saving throws against being frightened.

Onaryx Traits. An onaryx commander has the Echolocation, Flyby Rake, Hegemony Weapon Familiarity (with bonus of +3), and Keen Hearing traits common to all onaryx.

ACTIONS

Multiattack. The onaryx commander makes two attacks from the options below.

Claw. *Melee Weapon Attack:* +11 to hit, 10 ft. reach. *Hit:* 14 (2d6 + 7) slashing damage

Null Blade. *Melee Weapon Attack:* +15 to hit, 10 ft. reach. *Hit:* 31 (6d6 + 10) slashing damage. This weapon critical hits on a natural 19 and 20 and does double damage against constructs and is considered an adamantine and magic weapon for the purposes of overcoming damage resistances and immunities. Whenever the onaryx commander scores a critical hit he may make another attack with the null blade as a bonus action and the null blade erupts in green energy increasing its magical bonus to +2 (not included) for 1d4 rounds. Finally, each time a null blade strikes an enemy the target must make a DC 15 Constitution saving throw or 1 random magic item or technological device is suppressed for 1 minute, and a random spell affecting the target (if any) is affected as *dispel magic*, using the onaryx's Charisma modifier.

Photon Blaster. *Range Weapon Attack:* +8 to hit, range 120 ft. one target. *Hit:* 13 (3d6+3) radiant damage and the target must make a DC 15 Constitution saving throw or be stunned for 1 minute. A stunned creature may make a DC 15 Constitution save at the end of its turn to remove the condition.

Sonic Cry (Recharges 5-6). An onaryx commander is capable of using its unique vocal structures to produce potent sonic effects. These effects are always a 60 ft. long and 5 ft. wide line and onaryx are immune to their effects and the DC to resist these effects is 18. The onaryx uses one of the following cries.

- **Shattering Screech.** The high-pitched frequencies of this sonic cry causes all creatures and objects in its area of effect to make a DC 18 Constitution saving throw or take 13 (3d8) thunder damage. Objects take double damage and creatures made of inorganic material such as stone, crystal, or metal have disadvantage on this saving throw.

- **Paralyzing Scream.** All creatures in the line must make a DC 18 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success.

ONARYX SKYLORD

Large fiend, neutral evil

Armor Class 19 (inertial armor, gothic skymetal plate)

Hit Points 326 (31d10+155)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	14 (+2)	21 (+5)	14 (+2)	14 (+2)	17 (+3)

Saving Throws Con +11, Wis +8, Cha +9

Damage Resistances force

Skills Athletics +13, Arcana +8, History +8, Perception +8

Senses blindsight 90 ft., darkvision 60 ft., passive Perception 18

Languages Onaryx, Ultari

Challenge 17 (18,000 XP)

Magic Resistance. An onaryx skylord has advantage on saving throws against spells and other magical effects.

Onaryx Traits. An onaryx shockwarden has the Echolocation, Flyby Rake, Hegemony Weapon Familiarity (with bonus of +5), and Keen Hearing traits common to all onaryx.

Psionic Warrior. Onaryx skylords are trained in psionic battle. They gain the following benefits (included):

- **Inertial Armor.** +1 to AC and resistance to force damage.
- **Soulknife.** The skylord may change the damage type of its monowhip and claws to psychic damage as part of his Multiattack action.
- **Mindslice.** A creature damaged by the skylord must make a DC 19 Charisma saving throw or have disadvantage on spell attack rolls for 1 round.
- **Prescient Offensive.** The onaryx skylord gains the maneuver reaction.

ACTIONS

Multiattack. The onaryx skylord uses its sonic cry (if available) and makes three attacks.

Claw. *Melee Weapon Attack:* +11 to hit, 10 ft. reach, one target. *Hit:* 14 (2d6 + 7) slashing (or psychic) damage

Monowhip. *Melee Weapon Attack:* +13 to hit, reach 15 ft., one target. *Hit:* 23 (3d8 + 10) slashing (or psychic) damage and scores a critical hit on a roll of 19-20. On a critical hit, the onaryx skylord rolls damage dice three times instead of twice. A monowhip slices through armor that is not made of mithral or adamantine, granting the onaryx skylord a +1 bonus on attack rolls against targets in light armor and granting advantage on attack rolls against targets wearing medium or heavy armor.

Vortex Gun. *Ranged Weapon Attack:* +13 to hit, range 120 ft. one target. *Hit:* 42 (10d6 + 7) force damage and the target must make a DC 15 Constitution saving throw or become nauseated (as slow, but with disadvantage on attack rolls and requiring a Constitution saving throw to recover). A target that fails the saving throw by 5 or more falls prone.

Sonic Cry (Recharges 5-6). An onaryx can use its unique vocal structures to produce potent sonic effects. These effects are always a 60 ft. long and 5 ft. wide line and onaryx are immune to their effects. The onaryx uses one of the following cries.

- **Discorporate.** This sonic cry must be focused on a single creature or an object of up to a 10-foot cube within 60 ft. of the onaryx. This hypersonic shriek causes the matter and substance of the target to unravel and collapse. A creature targeted by this cry must make a DC 19 Dexterity saving throw. On a failed save, the target takes 75 (10d6 + 40) force damage. If this damage reduces the target to 0 hit points, it is disintegrated.
- **Mindshatter.** This sonic cry must be focused on a single creature, as its eldritch tones dissolve thought and memory. The target takes 1d4 levels of exhaustion if it fails a DC 19 Intelligence saving throw; a successful saving throw reduces this to 1 level of exhaustion. In addition, a creature failing its saving throw against this cry forgets everything that happened within the previous hour. This does not negate *charm* or *dominate* spell effects, but it does cause the target to forget specific instructions it was given within that time. If reminded of a geas, suggestion, or similar order it was given previously, it resumes following that order (though the order cannot be changed).
- **Paralyzing Scream.** All creatures in the line must make a DC 19 Constitution saving throw or be paralyzed for 1 minute. The target can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. In addition, pass or fail, the target gains vulnerability to psychic damage for 1 minute. The creature may spend an action ending the psychic noise causing the vulnerability by spending 5 HD worth of healing.

REACTIONS

Maneuver. When an enemy he threatens attacks one of his allies, the onaryx skylord, can make a melee weapon attack against that target with any attack that can reach. If this attack hits and causes damage, his target takes a -2 penalty on the attack and damage rolls for the remainder of the encounter. This penalty is cumulative.

PURITY

Over the past few decades, a powerful political and idealistic faction has united the various divisions of the Shattered Zone into a confederacy—Purity, so named because of its members expectation and surety that the cybernetic auttaine are the purest race and that—in time—they will become the next natural step of evolution across the universe. Purity's ideals appeal to many locals; they have brought order, unity, and wider wealth to those within the Zone, and whilst their motivations and methods are considered harsh, most auttaine rub along with the ideals.

In truth, Purity represents a monstrous oppressor, punishing an increasingly wide group of its own citizens as abnormal. Under the flag of Purity, tens of thousands have been sent to correctional facilities across the Zone—and no one cares. Their leaders are aggressively idolized by the indoctrinated youth of the Zone, their words seen as almost divine, their vision for order and supremacy of the auttaine unquestioned. The older generation is somewhat less vocal but equally willing to dismiss negative rumors about Purity or put them down to foreign spies. Foreigners are viewed with broad smiles masking secret fears and loathing while the propaganda machine continues to spin.

Tactics: The purity obersolders attack with their rifles, continuing their barrage unless enemies close, in which case they split and several move into melee while the others continue to shoot, or switch places in melee to allow their fellows time to reload. Purity soldiers are fanatical and fight to the death.

PURITY SQUAD OBERSOLDER

Medium humanoid (auttaine), lawful evil

Armor Class 20 (plate)

Hit Points 105 (14d8 + 42)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	14 (+3)	16 (+3)	11 (+0)	10 (+0)	10 (+0)

Senses passive Perception 10

Languages Common

Challenge 7 (2,900 XP)

ACTIONS

Multiattack. The obersolder makes 2 melee attacks or 3 ranged attacks.

Nine-ring sword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) slashing damage.

Rifle. *Ranged Weapon Attack:* +7 to hit, reach 5 ft. or range 80/320 ft., ammunition (4), one target. *Hit:* 12 (2d8 + 3) piercing damage.

AMMUNITION

Ranged weapons with the ammunition trait can be used a limited number of times [the number in parentheses] before needing to be reloaded, which requires an action.

PURITY PATROL OBERFAHN

Medium humanoid (auttaine), lawful evil

Armor Class 20 (plate)

Hit Points 170 (20d8 + 80)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	16 (+4)	18 (+4)	11 (+0)	14 (+2)	10 (+0)

Senses passive Perception 10

Languages Common

Challenge 10 (5,900 XP)

Spellcasting. The Oberfahn is a 7th-level cleric. His spellcasting ability is Wisdom (spell save DC 14, to hit with spell attacks +6)

Cantrips (at will): *guidance, mending, sacred flame, thaumaturgy*

1st level (4 slots): *cure wounds, healing word, shield of faith*

2nd level (3 slots): *spiritual weapon, calm emotions, prayer of healing, blindness/deafness*

3rd level (3 slots): *revivify, mass healing word, sending, spirit guardians*

4th level (1 slots): *guardian of faith*

ACTIONS

Multiattack. The oberfahn makes 3 melee attacks or 3 ranged attacks.

Bastard Sword. *Melee Weapon Attack:* +6 to hit, reach 5 ft., one target. *Hit:* 11 (2d8 + 2) slashing damage.

Rifle. *Ranged Weapon Attack:* +8 to hit, reach 5 ft. or range 80/320 ft., one target, ammunition (6). *Hit:* 17 (3d8 + 4) piercing damage.

PURITY OBERHAUPTMANN

Medium humanoid (auttaine), lawful evil

Armor Class 18 (plate mail)

Hit Points 171 (18d8 + 90)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	20 (+5)	20 (+5)	18 (+4)	16 (+3)	20 (+5)

Saving Throws Str +9, Con +10, Wis +8, Cha +10

Senses passive Perception 13

Languages Common, Abyssal

Challenge 16 (15,000 XP)

Arc Rifle. The oberhauptmann's pepperbox rifle shots imbue a resonant electrical charge in the target. A creature struck by two or more shots in the same round takes 7 (2d6) lightning damage for each shot that hits after the first. If he hits two adjacent creatures with his rifle in the same round, electricity arcs between them, dealing 7 (2d6) lightning damage to each of them.



ACTIONS

Multiattack. The oberhauptmann makes three melee or ranged attacks.

Longsword. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) slashing damage.

Pepperbox. *Ranged Weapon Attack:* +10 to hit, range 20/80 ft., one creature, ammunition (6). *Hit:* 15 (2d10 + 4) piercing damage.

Inferno Grenade (1/Turn). In lieu of a ranged attack, the oberhauptmann can hurl an inferno grenade (see page 541). If he has support from a metallic golem like an iron golem, cannon golem, or steamwerks golem, he hurls the grenade into melee in order to heal the golem while harming his foes. He has three inferno grenades.

REACTIONS

Blur Screen (1/Day). When attacked, the oberhauptmann can trigger a *blur* spell on himself, lasting up to 1 minute.

PURITY OBERCOMMANDER

Medium humanoid (auttaine), lawful evil

Armor Class 18 (plate mail)

Hit Points 190 (20d8 + 100)

Speed 30 ft.

STR **DEX** **CON** **INT** **WIS** **CHA**

18 (+4) 20 (+5) 20 (+5) 18 (+4) 16 (+3) 20 (+5)

Saving Throws Str +9, Con +10, Wis +8, Cha +10

Skills Acrobatics +11, Arcana +10, Insight +9, Intimidation +11, Perception +9

Senses passive Perception 19

Languages Common, Abyssal

Challenge 16 (15,000 XP)

Escape Route. The obercommander supervises orderly maneuvers and retreats. The obercommander's movement never provokes opportunity attacks as long as she is adjacent to an ally, and her allies' movement never provokes opportunity attacks as long as they are adjacent to the obercommander.

Fanatic Defenders. As long as the obercommander is adjacent to an ally, she gains **half cover** against ranged attacks.

Magic Resistance. The obercommander has advantage on saving throws against spells and other magical effects.

Reactive. The obercommander can use two reactions each round.

Shake It Off (1/Turn). As a bonus action, the obercommander can attempt a saving throw to end one ongoing spell or effect affecting her. Allies adjacent to the obercommander when she uses this ability can likewise attempt a saving throw to end an ongoing effect; this does not require an action for those allies.

ACTIONS

Multiattack. The obercommander uses her stern gaze (if available) and makes three attacks.

Baton. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 13 (2d8 + 4) bludgeoning damage.

Pepperbox. *Ranged Weapon Attack:* +10 to hit, range 20/80 ft., one creature. *Hit:* 15 (2d10 + 4) piercing damage.

Stern Gaze (Recharge 4-6). As a bonus action, the obercommander can turn her stern and steely gaze on an enemy within 30 feet, which must make a DC 21 Wisdom saving throw or become frightened. The target can make a new saving throw each round at the end of its turn to stop being frightened, and the DC is reduced by 1 each round after the first.

REACTIONS

Duck and Cover. When the obercommander and an adjacent ally must make a Dexterity saving throw against the same effect, the obercommander and her ally can take the result of either her own die roll or that of her ally. A creature taking their ally's result falls prone after doing so. If the obercommander is adjacent to multiple allies, all of her allies can use a reaction to take the obercommander's saving throw result, but she must select one ally whose saving throw result she might use instead.

Exploit Weakness. Whenever an enemy within 30 feet is blinded, frightened, incapacitated, restrained, stunned, or falls prone, as a reaction the obercommander can make an attack against that foe. Instead of attacking herself, she can instead use this reaction to grant an ally within 30 feet the ability to attack the same creature using their own reaction. She cannot use this ability against the same creature more than once per round.

ULTAR

The Ultari trace their lineage directly to the Ancients, claiming their race was the first of the new races to manifest from the void. As a result, they believe themselves the purest form of existence, their will to be divine, and their ethics flawless; for they believe it was by their interpretation of reality that gave birth to the consciousness of all other lesser beings and thereby consider all other beings and their interpretations of reality inherently flawed and imperfect. As the truest and purest of the "evil" Ancients' offspring—and they claim themselves as the dominate species and natural born leaders over the "evil Hegemony". They hold this claim with their innate and potent psionic abilities, using them in the most invasive and cruel manner to rend minds and twisting allegiances. With this as the basis of their claim of supremacy, none of the other evil races have yet challenged their position in the evil alien hierarchy.

Ultari are muscular and hairless humanoids with smooth grayish, blue-black skin. Their bone structure is well defined with streamlined, skull-like facial features. Their glassy black eyes are almost weary in their knowingness, but their gaze remains cruel, calculated, and superior. Their noses are nearly non-existent while their round membranous ears lie flat against their skulls, only slightly covered with a fleshy flap. Their bodies are muscular, well proportioned, and distinctly human. They stand between 6.5 to 8 feet tall.

An imposing figure strides forth, his great form adorned with armored plates fashioned from an unknown resin. His bluish-black flesh is stretched tightly over his muscular frame and seems to possess a shark-like glisten. His ebon eyes glower with terrible omnipotence, as they slowly scour the surroundings.



ULTAR

Medium fiend (ultar), lawful evil

Armor Class 14 (natural armor)

Hit Points 120 (16d8 + 48)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	20 (+5)	14 (+2)	11 (+0)

Saving Throws Dex +9, Int +10

Skills Acrobatics +9, Deception +6, Perception +8, Stealth +14

Damage Resistances psychic

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 16

Languages Ashtuul, Belligren, Common

Challenge 4 (1,100 XP)

Aura: Fear. The first time a creature enters a space adjacent to the ultar it must make a DC 14 Intelligence saving throw or become frightened for 1 minute. The target can repeat the saving throw at the end of each of its turns, with disadvantage if the ultar is visible to the target, ending the effect on itself on a success.

Defensive Precognition. If the ultar is subjected to an effect that allows it to make a saving throw to take only half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage if he fails.

Keen Smell. The ultar has advantage on Wisdom (Perception) checks that rely on smell.

Ultari Weapon Affinity. The ultar has a special affinity for ultari weapons. A melee weapon with "Ultari" in its name grants an additional +1 to the attack roll and deals one extra die of its damage when an ultar hits with it (included in the attack).

ACTIONS

Ultari Broadsword. *Melee Weapon Attack:* +3 to hit, reach 5 ft., one target. *Hit:* 11 (2d10) slashing damage.

Telepathic Lash. *Ranged Weapon Attack (Psionic):* +10 to hit, range 150 ft., one target. *Hit:* 13 (1d8 + 5) force damage, and the target must make a DC 14 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Telepathic Drain (1/Day). An ultar can telepathically drain psychic energy from any creature with an Intelligence score above 5 that is within 30 feet. The target must make DC 14 Intelligence save or gain disadvantage on Wisdom and Charisma checks and saving throws and disadvantage on spell attack rolls for 1d6 hours. The ultar also gains one d12 bardic inspiration die. If the ultar Concentrates (up to 1 minute), the target must save each round; each failed save grants an additional inspiration die (maximum 4) and extends the duration 1d6 hours. If the ultar hits with an ultari broadsword, it can expend an inspiration die as a bonus action to add 1d12 psychic damage. Inspiration dice dissipate after a long rest if not used.

ULTARI BUREAUCRAT

Medium fiend (ultar), neutral evil

Armor Class 16 (omniweave armor)

Hit Points 126 (17d8 + 50)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	20 (+5)	14 (+2)	11 (+0)

Saving Throws Dex +7, Int +8

Skills Acrobatics +9, Deception +6, Perception +8, Stealth +14

Damage Resistances psychic

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 16

Languages Ashtuul, Belligren, Common, Deep Speech, Jagladine, Onaryx, Ultari

Challenge 6 (2,300 XP)

Ultar Traits. An ultar bureaucrat has the Aura: Fear, Defensive Precognition, Keen Smell, and Ultari Weapon Affinity traits of all ultari.

ACTIONS

Ultari Dagger. *Melee Weapon Attack:* +9 to hit, reach 5 ft., one target. *Hit:* 11 (2d4 + 4) piercing damage.

Telepathic Lash. *Ranged Weapon Attack (Psionic):* +10 to hit, range 150 ft., one target. *Hit:* 13 (1d8 + 5) force damage, and the target must make a DC 14 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Telepathic Drain (1/Day). As above (DC 14).

ULTARI INQUISITORS

Huge troop of Medium fiends (ultar), neutral evil

Armor Class 19 (neh-thalggu leather armor)

Hit Points 162 (25d8 + 50)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	18 (+4)	14 (+2)	20 (+5)	14 (+2)	10 (+0)

Saving Throws Dex +8, Int +9

Skills Acrobatics +8, Deception +5, Insight +6, Perception +7

Damage Resistances psychic

Condition Immunities charmed, frightened

Senses darkvision 60 ft., thoughtsense 30 ft., passive Perception 16

Languages Ashtuul, Belligren, Common, Ultari

Challenge 12 (8,400 XP)

Extract Confession. Whenever ultari inquisitors succeed on a Wisdom (Insight) check to see through a deception or notice mental compulsion, as a reaction they can attempt to compel a liar to inadvertently reveal the lie and the truth behind it (DC 14 Wisdom saving throw negates). A creature under an enchantment effect reveals the nature of its enchantment and who placed it (if the creature knows) and gains a new

saving throw to break free from the enchantment. A creature that saves against this ability cannot be affected by it again for 24 hours.

Thoughtsense. Ultari inquisitors have blindsight 30 ft. but cannot detect creatures using *nondetection*, *mind blank*, or similar effects.

Troop. The troop can occupy another creature's space and vice versa, and the troop can move through any opening large enough for a Medium creature. The troop can't regain hit points or gain temporary hit points. A troop takes half damage from attacks that use an attack roll and double damage from area effects (or normal damage on a failed save if their Defensive Precognition applies). Creatures that are not troops are impaired while they remain in the troop's space or within 5 feet of it and have disadvantage on attack rolls and Constitution saving throws to maintain concentration. A troop's damage is halved when reduced below half its maximum hit points.

ACTIONS

Multiattack. Ultari inquisitors make three warblade attacks.

Ultari Mindblades. All creatures that share the same space as the ultari inquisitors or are within 5 feet of the troop automatically take 9 (2d8) force damage and must make a DC 17 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much on a success.

Mental Assault. Ultari inquisitors can target up to four creatures within 75 feet, using different effects on each target if desired (or expending one of its assaults to use focused thought to increase the DC of one of its mental assaults). A DC 17 Intelligence saving throw resists an effect, and a target can attempt a new save at the end of each of its turns to end a persistent effect:

- **Brain lock:** The target is dazed for as long as the ultari inquisitors maintain concentration and for 1 round thereafter. A dazed creature cannot cast spells or Concentrate and can't make more than one melee or ranged attack during its turn.
- **Focused thought:** The save DC of another power the ultari inquisitors uses is increased by 2. If it uses focused thought more than once to increase the DC of the same power, each subsequent use only increases the DC by 1.
- **Mind thrust:** The target takes 45 (10d8) points of psychic damage. As a bonus action, the ultari inquisitors can cause a creature failing a saving throw against its mind thrust to become sickened for 1 minute (a sickened creature does half damage on Strength based attacks).
- **Mindscan:** Ultari inquisitors can replace one or more of its usual mental assaults with a *detect thoughts* spell. This lasts as long as the inquisitors maintain concentration on it and reduces the number of mental assaults the inquisitors can make each round by one.
- **Show yourselves:** All enemies within 30 feet of the ultari inquisitors are compelled to reveal themselves if they are hiding on a failed saving throw. Creatures failing their saves must cease using Stealth, unlock and open doors between themselves and the inquisitors, and dismiss, suppress, or

dispel if necessary magical effects that grant invisibility or any other form of concealment from the inquisitors. As long as the inquisitors maintain concentration on this ability, affected creatures may not attack or flee until they have eliminated every such effect, though they are freed from this compulsion immediately if attacked.

REACTIONS

Force Screen. The ultari inquisitors add 3 to their AC against one weapon attack that would hit them.

ULTAR COMMANDER

Medium fiend (ultar), lawful evil

Armor Class 19 (neh-thalgggu leather armor)

Hit Points 228 (35d8 + 70)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
11 (+0)	18 (+4)	14 (+2)	20 (+5)	14 (+2)	11 (+0)

Saving Throws Dex +9, Int +10

Skills Acrobatics +9, Deception +6, Perception +8, Stealth +14

Damage Resistances psychic

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 16

Languages Ashtuul, Belligren, Common

Challenge 16 (15,000 XP)

Psychic Strike (1/Turn). The ultari commander deals an extra 21 (6d6) psychic damage when he hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally that is not incapacitated and he doesn't have disadvantage on the attack roll.

Soulknife. The ultari commander has advantage on attack rolls against any creature that hasn't taken a turn. In addition, any hit he scores against a surprised creature is a critical hit. Finally, he may use his Intelligence score for any weapon attack with the psionic tag.

Ultr Traits. An ultar commander has the Aura: Fear (DC 20), Defensive Precognition, Keen Smell, and Ultari Weapon Affinity traits of all ultari.

ACTIONS

Multiattack. The ultari commander makes three mindblade attacks.

Ultari Mindblade. Melee Weapon Attack: +11 to hit, reach 5 ft., one target. **Hit:** 11 (2d6 + 5) force damage, and the target must make a DC 18 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one. In addition, on a natural attack roll of 18+ the mindblade dislocates the target teleporting them 1d100 miles away in a random direction if the target fails a DC 17 Intelligence saving throw.

Telepathic Lash. *Ranged Weapon Attack (Psionic):* +10 to hit, range 150 ft., one target. *Hit:* 13 (1d8 + 5) force damage, and the target must make a DC 18 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Telepathic Drain (1/Day). As a standard ultar (see page 653), but DC 18.

REACTIONS

Force Screen. The ultari commander adds 4 to his AC against one weapon attack that would hit it.

ULTARI TECHLORD

Medium fiend (ultar), lawful evil

Armor Class 19 (carbon armor breastplate)

Hit Points 315 (70d8)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	16 (+3)	11 (+0)	24 (+7)	14 (+2)	15 (+2)

Saving Throws Dex +10, Con +7, Int +14

Skills Arcana +14, Deception +6, Medicine +9, Perception +9

Damage Resistances psychic

Damage Immunities poison

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 19

Languages Auran, Ashtuul, Belligren, Celestial, Common, Deep Speech, Draconic, Ignan, Infernal, Terran, Undercommon

Challenge 21 (33,000 XP)

Applied Learning. If the ultari techlord is subjected to an effect that allows him to make a saving throw to take only half damage and the source is a technological device, he gains advantage on the saving throw.

Spellstrike. As a bonus action the ultari techlord may add 14 (4d6) damage to a melee weapon attack. The damage type maybe selected as part of the bonus action – cold, fire, lightning, necrotic, radiant, poison or thunder.

Magus. The ultari techlord uses his Intelligence ability to replace Strength and Dexterity when using a melee weapon.

Ultrar Traits. An ultar techlord has the Aura: Fear (DC 20), Defensive Precognition, Keen Smell, and Ultari Weapon Affinity traits of all ultari.

ACTIONS

Multiattack. The ultari techlord makes four attacks: three ultari broadsword attacks and one laser pistol attack.

Ultari Broadsword. *Melee Weapon Attack:* +14 to hit, reach 5 ft., one target. *Hit:* 16 (2d8 + 7) force damage, and the target must make a DC 18 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Laser Pistol. *Ranged Weapon Attack (Psionic):* +10 to hit, range 40/120 ft., one target. *Hit:* 13 (3d6 + 3) radiant damage, and the target must make a DC 18 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Telepathic Lash. *Ranged Weapon Attack (Psionic):* +10 to hit, range 150 ft., one target. *Hit:* 13 (3d6 + 7) force damage, and the target must make a DC 18 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Telepathic Drain (1/Day). As a standard ultar (see page 653), but DC 18.

Bomb. The ultari techlord throws a grenade which lands up to 60 feet away and has a 20-foot sphere blast radius. Each creature in that area must make a DC 19 Dexterity saving throw, taking 27 (6d8) energy damage (cold, fire, lightning, necrotic, radiant, or thunder) on a failed save, or half as much damage on a successful one.

REACTIONS

Nano Shield. The ultari techlord adds 5 to his AC against one attack or cancels a targeted force effect like magic missile. The AC bonus lasts until the start of his next round.

LEGENDARY ACTIONS

The ultari techlord can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The ultari techlord regains spent legendary actions at the start of his turn.

- **Psychcoportation.** The ultari techlord teleports up to twice his movement speed.
- **Technomancer.** The ultari techlord uses makes one laser pistol attack with advantage and increasing all damage dice on this attack by one step to d8.
- **Boomcaster.** The ultari techlord is a master alchemist and has bombs and grenades prepared for battle. He uses his bomb ability and may sculpt the shape of the blast to exclude up to four creatures (including himself).

ULTARI GENERAL

Medium fiend (ultar, mythic), lawful evil

Armor Class 20 (astral suit)

Hit Points 500 (50d8 + 100)

Speed 45 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	14 (+2)	14 (+2)	22 (+6)	12 (+1)	12 (+1)

Saving Throws Str +11, Dex +9, Int +13

Skills Athletics +11, Intimidation +15, Persuasion +8

Damage Resistances force, psychic; bludgeoning, piercing and slashing from nonmagical attacks

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 16

Languages Ashtuul, Belligren, Common, Deep Speech, Ultari, Jagladine, Onaryx

Challenge 24 (62,000 XP)

Aegis. The ultari general is a master of the psionic discipline known as an aegis. He forms an astral suit which acts as armor from psionic quintessence. This suit provides him with armor and damage resistance against force and nonmagical weapon attacks. Finally, the suit provides healing at the start of the general's turn, restoring 24 (7d6) hit points.

Legendary Resistance (3/Day). If the ultari general fails a saving throw, it can choose to succeed instead.

Lightning Reflexes. If the ultari general is subjected to an effect that allows him to make a Dexterity saving throw to take only half damage, the ultari general has advantage on the saving throw.

Magic Resistance. The ultari general has advantage on saving throws against magical effects.

Magic Weapons. The ultari general weapons are magical.

Psionic Celerity. The ultari general has five initiative counts and acts five times per combat round. He loses one count for every 100 hit points of damage. This extra initiative counts do not affect the general's reactions or legendary actions these do not recharge between turns. Phantom trigger may recharge but can still only be used no more than once a round.

Ultar Traits. An ultar general has the Aura: Fear (DC 21), Defensive Precognition, Keen Smell, and Ultari Weapon Affinity traits of all ultari.

Ultari Weapon Master. the ultari general is a master with the ultari bastard sword and deals an additional 7 (2d6) damage with this weapon (included in the attack) and always has advantage on attack rolls.

ACTIONS

Multiattack. The ultari general makes three ultari bastard sword attacks.

Ultari Bastard Sword. *Melee Weapon Attack:* +11 to hit, reach 5 ft., one target. *Hit:* 18 (4d6 + 4) force damage, and the target must make a DC 21 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Telepathic Lash. *Ranged Weapon Attack (Psionic):* +12 to hit, range 150 ft., one target. *Hit:* 13 (1d8 + 5) force damage, and the target must make a DC 21 Intelligence saving throw, taking 24 (7d6) psychic damage on a failed save, or half as much damage on a successful one.

Telepathic Drain (1/Day). As a standard ultar (see page 653), but DC 21.

Phantom Trigger (Recharge 5-6). The General moves at lightning speeds and makes a double attack against all adjacent targets and any target that he passes. This movement does provoke opportunity attacks but with disadvantage. Each enemy the General passes or ends his turn adjacent to after moving up to twice his movement speed suffers a combination attack of his telepathic lash, which manifests as an ethereal whip and his ultari broad sword. A target that fails a DC 21 Dexterity saving throw takes 91 (26d6) force and psychic damage, or half as much damage on a successful one.

REACTIONS

Force Screen. The ultari general adds 4 to his AC against one weapon attack that would hit him.





LEGENDARY ACTIONS

The ultari general can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. the ultari general regains spent legendary actions at the start of his turn.

- **Impossible Speed.** The ultari general moves up to 55 feet and then uses telepathic lash.
- **Sudden Strike.** The ultari general uses ultari bastard sword against each adjacent opponent.
- **Brain Lock.** The ultari general shuts down the target's higher brain functions. A creature that fails a DC 21 Intelligence saving throw stands dazed, unable to take any actions other than move or defend itself. Each round on its turn, the target may attempt a new saving throw to end the effect.
- **Body Adjustment (Costs 2 actions).** The ultari general heals for 25 (4d8+5) damage.

LAIR ACTIONS

When fighting inside his lair, the ultari general can invoke the ambient psychic quintessence to take lair actions. On initiative count 20 (losing initiative ties), the ultari general takes a lair action to cause one of the following effects:

- Until initiative count 20 on the following round, all creatures other than ultari have vulnerability to psychic damage.
- At a command, the room darkens and becomes pitch black confounding any non-technological based sight and light sources. All creatures in the room are blinded until initiative count 20 on the following round. Even technological light sources are dimmed to the immediate area around a creature penalising attacks rolls by -2. The general is in his element in total darkness and is unaffected.
- A motion detector-based autocannon emerges from a hidden slot in the roof of his command center. As a reaction, it makes a ranged weapon attack, then retracts into its compartment.

M34 Autocannon. *Ranged Weapon Attack:* +5 to hit, range 100/200 ft.; one target or two adjacent targets. *Hit:* 16 (4d8) piercing damage.

CHAPTER 14: BESTIARY

AKATA

Akatas hail from a strange, distant planet that long ago succumbed to a cataclysmic end. Appearing like hairless blue lions with twin tentacular tails, a mane of thrashing tendrils, and maws filled with tiny writhing larvae, countless akatas escaped the destruction of their homeworld. Clinging to fragments of the dead planet, they entered hibernation and rode these asteroids until they eventually crashed upon suitable new planets. Their cocoons protected them from the impact, and they soon awoke to seek out suitable hosts to spawn their young. Left untended, an akata scourge can quickly grow into a significant threat. A typical akata stands 3-1/2 feet tall and weighs 400 pounds.

AKATA

Medium aberration, neutral

Armor Class 14 (natural armor)

Hit Points 30 (4d8 + 12)

Speed 40 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	15 (+2)	16 (+3)	3 (-4)	12 (+1)	11 (+0)

Skills Athletics +3, Acrobatics +4, Stealth +6

Damage Immunities fire, cold, poison

Condition Immunities poisoned

Senses darkvision 120 ft.; passive Perception 11

Languages Auran

Challenge 1 (200 XP)

Deaf. The akata can't hear. It is immune to any spell or effect that relies on hearing to function, but it automatically fails Wisdom (Perception) checks that rely on hearing.

Hibernation. The akata can enter a state of hibernation for an indefinite period of time when food is scarce. When an akata wishes to enter hibernation, it seeks out a den and surrounds itself in a layer of fibrous material excreted from its mouth. These fibers quickly harden into a dense, almost metallic cocoon. While hibernating the akata doesn't require food or water. The cocoon has AC 18, 35 hp, and a damage threshold of 10. It is immune to fire and bludgeoning damage. As long as the cocoon remains intact, the akata within is unharmed. The akata remains in hibernation until a living creature comes within 10 feet of the cocoon, or it is exposed to extreme heat, at which point it claws its way to freedom in 1d4 minutes.

Keen Smell. The akata has advantage on Wisdom (Perception) checks that rely on smell.

Salt Water Vulnerability. Salt water deals 1 point of acid damage for every gallon splashed on the akata. Full immersion in salt water causes 20 acid damage at the start of the akata's turn.

Void Born Nature. The akata doesn't need to breathe and is immune to disease.

Void Death. The akata's mouth is infested with hundreds of invisibly small larval young that transfer to victims of its bite, manifesting as a disease. Within 1 hour of contracting void death a victim suffers muscle cramps and pain. The victim takes 3d6 (10) necrotic damage and must make a DC 13 Constitution saving throw. On a failed save the victim's maximum hit points are reduced by an amount equal to the damage taken. As long as a creature suffers from void death this reduction can only be removed by greater restoration or more powerful magic. A creature whose maximum hit points are reduced to 0 dies. The creature must repeat the save when it finishes a long rest. A creature that makes two consecutive saving throws recovers from the disease and can regain its maximum hit point total when it finishes a long rest. A humanoid that dies as a result of void death rises as a void zombie (see page 716) 1 hour later.

ACTIONS

Multiattack. The akata makes three attacks: one with its bite, and two with its tentacles.

Bite. *Melee Weapon Attack.* +4 to hit, 5 ft., 1 target. *Hit:* 5 (1d6 + 2) piercing damage and if the target is a creature other than a construct or undead it must succeed on a DC 13 Constitution saving throw or contract the Void Death disease (see above).

Tentacle. *Melee Weapon Attack.* +2 to hit, 5 ft., 1 target. *Hit:* 4 (1d4 + 2) bludgeoning damage.



AKATA ALPHA

Medium aberration, neutral

Armor Class 15 (natural armor)

Hit Points 37 (5d8 + 15)

Speed 40 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	17 (+3)	16 (+3)	3 (-4)	12 (+1)	11 (+0)

Skills Athletics +3, Acrobatics +5, Stealth +7

Damage Immunities fire, cold, poison

Condition Immunities poisoned

Senses darkvision 120 ft.; passive Perception 11

Languages Auran

Challenge 2 (450 XP)

Deaf. As an akata.

Hibernation. As an akata.

Keen Smell. As an akata.

Salt Water Vulnerability. As an akata.

Void Born Nature. As an akata.

Void Death. As an akata.

ACTIONS

Multiattack. The akata makes three attacks: one with its bite, and two with its tentacles.

Bite. *Melee Weapon Attack.* +5 to hit, 5 ft., 1 target. *Hit:* 6 (1d6 + 3) piercing damage and if the target is a creature other than a construct or undead it must succeed on a DC 13 Constitution saving throw or contract the Void Death disease (see above).

Tentacle. *Melee Weapon Attack.* +5 to hit, 5 ft., 1 target. *Hit:* 5 (1d4 + 3) bludgeoning damage.

AMALGAMITE SWARM

Originally forged as a self-replicating tool by a now-extinct race of artificers, these tiny animated machines were subverted by the Hegemony, used to destroy their creators, and then utilized by the Ultari as a weapon of conquest. By itself, each individual amalgamite component has sentience but little more.

However, when they bring themselves together to form into insect-like amalgamite units, a hive-like consciousness forms.

Amalgamites are inextricably bound to follow their programmed commands but they have the capacity to learn and are often quite cunning in how they follow out their orders.

Metal Destroyers. Amalgamites use their acidic spittle to break down small quantities of common minerals for energy to sustain

themselves. They can also rapidly self repair damaged or broken components, but this requires considerably more energy. The process of creating amalgamites is complex and closely guarded secret, but amalgamites can replicate by themselves. This requires qualities of refined metal imbued with significant amounts of magical energy. Due to the potential danger of amalgamites reproducing out of control and destroying their owner's valuables, amalgamites routinely have strict safeguards integrated into them that limit the total amount of units in a swarm.

AMALGAMITE SWARM

Large swarm of Tiny constructs, unaligned

Armor Class 15

Hit Points 84 (13d10 + 13)

Speed 30 ft.; climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	20 (+5)	12 (+1)	6 (-2)	10 (0)	1 (-5)

Skills Stealth +7

Damage Resistances bludgeoning, piercing, slashing from nonmagical weapons that aren't adamantite

Damage Immunities acid, poison, psychic

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, prone, poisoned, restrained, stunned

Senses darkvision 60 ft., passive perception 10

Languages understands Common but can't speak

Challenge 8 (3,900 XP)

Dispersion. The amalgamite swarm can disperse itself across a 30-foot cube over the course of 1 round. While dispersed, the swarm has advantage on Dexterity (Stealth) checks made to hide and can hide even if it is being observed. The dispersed swarm cannot attack, deal damage, or regain hit points or gain temporary hit points. The swarm can reform over the course of 1 minute, but it loses its advantage on Dexterity (Stealth) checks while reforming.

Reassemble. The amalgamite swarm regains 10 hit points at the start of its turn. If the swarm takes damage from a weapon or an effect that affects an area, this trait doesn't function at the start of the swarm's next turn. The swarm dies only if it starts its turn with 0 hit points and doesn't reassemble.

Scuttling Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a Tiny amalgamite. The swarm can use its speed to move Medium-sized segments of its area independently from the rest of its area, as long as all segments remain contiguous.



ACTIONS

Multiattack. The amalgamite swarm makes two attacks: one with its acid spit and one with its bite.

Acid Spit. *Ranged Weapon Attack.* +8 to hit, range 15/30 ft., one target. *Hit:* 21 (6d6) acid damage.

Bites. *Melee Weapon Attack.* +8 to hit, reach 0 ft., one target in the swarm's space. *Hit:* 25 (10d4) piercing damage, or 12 (5d4) piercing damage if the swarm has half of its hit points or fewer.

ATOTH

Atoths are hideous undead parasites that exist outside of time within the void of space. When a ceroptor dies within its host body during extra-dimensional travel, the material essence associated with the corporeal body tears free and jettisons into the void. The essence of the material form then reforms creating the atoth. Lacking souls and therefore devoid of true consciousness, they cannot fully merge with the outer realms. As a result, their forms remain tragically addicted to the egoic consciousness of living things. This means that while atoth can potentially travel anywhere in the void, they remain inextricably bound to exist in the dimensions that surround the world upon which their old material form was fabricated.

Atoths are singularly consumed with feeding off the psychic energies of living creatures, particularly emotional energies such as joy, love, fear, and anger. They are cursed to sense these energies radiating from the material worlds upon which they can no longer manifest, thus whenever a living being breaks from the material form and enter the dimension of non-being, the atoth explode into a frenzied rush to devour their mortal essence in its disincorporate form. Cruelly, they can beget no true sustenance from the emotions of their victims. Following only a brief period of satiation that antecedes their feasting, their emptiness and disconnect returns a thousand-fold, driving them to become even more aggressive and ferocious in their hunts.

ATOTH

Large undead, chaotic evil

Armor Class 23 (natural armor)

Hit Points 290 (20d10 + 180)

Speed 0 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
7 (-2)	24 (+7)	28 (+9)	5 (-3)	13 (+1)	22 (+6)

Saving Throws Con +16, Wis +8, Cha +13

Skills Perception +7, Stealth +14

Damage Resistances acid, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, necrotic, poison

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone

Senses truesight 120 ft., passive Perception 17

Languages Ashtuul (can't speak), Belligren, (can't speak); Common (can't speak), Jagladine (can't speak), Ultari (can't speak); telepathy 60 ft.

Challenge 17 (18,000 XP)

Dimensional Omniscience. Whenever a living mortal creature within 1 million miles uses a teleportation effect, or a necromancy effect that separates a creature's spirit from its body (such as *astral projection* or *magic jar*), the atoth senses their transition and can use its dimensional rift ability to hunt them down. It cannot sense creatures shielded by mind blank unless they are within its line of sight. It can also sense the presence of creatures using effects like ethereal jaunt within 1 mile, regardless of the atoth's planar location, and can use its nightmare rift ability to intercept them. Effects used by outsiders or immortal creatures do not attract an atoth's attention when using effects such as these.

Feed on Fear. At the end of every turn in which an atoth is within 15 feet of a frightened creature or creature at 0 hit points, it regains 10 hit points for each creature that satisfies one or more of these conditions.

Incorporeal Movement. The atoth can move through other creatures and objects as if they were difficult terrain. It takes 5 force damage if it ends its turn inside an object.

Innate Spellcasting (Psionic). The atoth's innate spellcasting ability is Charisma (spell save DC 20). It can innately cast the following spells, requiring no components.

At Will: *detect thoughts*, *hideous laughter*, *telekinesis*

3/Day: *confusion*, *fear*

1/Day: *feblemind*

Nightmare Rift. An atoth can tear holes in the dimensions, allowing them to transport themselves across and between dimensions and planes to intercepting creatures between midst of dimensional travel. The atoth appears instantaneously adjacent to its targets, interrupting their journey and drawing them into an infinite null-space outside of normal space and time. Creatures can attempt a DC 19 Wisdom saving throw to resist being drawn into the nightmare rift; however, if one or more allies fail a saving throw and are drawn into it, allies who have successfully saved may choose to be drawn in. Creatures that succeed and are not drawn into



the nightmare rift suffer from a monstrous visitor the next time they sleep as per the *dream* spell with a save DC of 19. If the save is failed, these nightmares continue to plague them every time they sleep. These nightmares continue until a creature successfully saves on three consecutive nights. They also can be ended by *remove curse*, *miracle*, or *wish*.

Turn Resistance. The atoth has advantage on saving throws against any effect that turns undead.

ACTIONS

Multiattack. The atoth makes three incorporeal touch attacks.

Incorporeal Touch. *Melee Weapon Attack.* +11 to hit, reach 20 ft., one target. *Hit:* 33 (6d10) necrotic damage. The target must succeed on a DC 19 Constitution saving throw or have its hit point maximum is reduced by an amount equal to the damage taken. This reduction lasts until the target finishes a long rest. The target dies if this effect reduces its hit point maximum to 0. On each successful attack, the atoth gains 10 temporary hit points. Humanoids slain by an atoth become wraiths in 1d4 rounds. These wraiths are not under the control of the atoth but similarly hate all life and attack living creatures they encounter. If not destroyed, they will often stay with the atoth that created them for 1d4 days before departing. These wraiths share the atoth's channel resistance as long as they are within 30 feet of the atoth that spawned them.

Frightful Presence. Each creature of the atoth's choice that is within 120 feet of the atoth and aware of it must succeed on a DC 19 Wisdom saving throw or become frightened for 1 minute. A creature can repeat the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the atoth's Frightful Presence for the next 24 hours.

LEGENDARY ACTIONS

The atoth can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The atoth regains spent legendary actions at the start of its turn.

- **Incorporeal Touch.** The atoth makes an incorporeal touch attack.
- **Frightful Presence.** The atoth uses its frightful presence attack.
- **Use a Psionic Ability (2 actions).** The atoth can use one of its innate psionic spells.

AN ATOTH'S LAIR

The nightmare rift has no natural light. There is no solid matter within the rift nor any gravity, but all creatures gain a fly speed of 30 feet (hover). Conjunction and teleportation effects do not function within the rift, nor do effects that alter the flow of time or allow divination that reveals information about the past or future.

The rift is a dimension purely of mind, so mindless creatures cannot be drawn into it, nor can unconscious creatures; if either type of creature accompanies those who have failed their save, they are held in a null-border between moments at the edge of the rift while their fellows encounter the atoth. Creatures knocked unconscious within the rift disappear into this null-space as well, as are the physical remains and gear of creatures killed within the rift. If the atoth is destroyed, the rift collapses and creatures within it continue on to their final destination, accompanied by any wraiths created within the nightmare rift. If all creatures other than the atoth and wraiths are killed or knocked unconscious, they and their remains return to their point of origin in the Material Plane while the atoth and its wraiths are shunted away 1d100 x 100 miles in a random direction.

LAIR ACTIONS

On initiative count 20 (losing ties), the atoth takes a lair action to cause one of the following effects.

- The atoth can dispel any light source within 60 feet. Non-magical lights are automatically snuffed. Magical lights are affected as *dispel magic*.
- The atoth gains a point of inspiration.
- The atoth can prevent any extradimensional travel into or out of the nightmare rift for 1 round. The atoth is assumed to use this power each round by default unless it is pressed to use another option.

BAHGRA

The bahgra are uncharitably (but not without good cause) referred to as “dog folk”, due to their distinctly canine features. They stand upright and possess fully articulate hands, while their skull and face are inhuman. Unlike canines, bahgra can perform something close to a smile, but lack the lips and facial control to make certain sounds necessary to many humanoid languages. They are generally taller than dwarves but shorter than humans. Bahgra flourish in temperate and cold temperatures thanks to their natural fur coats. Bahgra stand about 5 feet tall and weigh over 200 pounds.

Stunted Culture. Bahgra are intelligent, but in respect to the Elder races, they are little more than savages. Discovered by the krang while that race was still a member the Ultari Hegemony, the bahgra never had the opportunity to make important discoveries on their own. They did not naturally achieve developmental milestones such as the discovery of mathematics, writing, literature, arts, and engineering. When the krang discovered the bahgra were capable of learning advanced concepts, they were confronted with a choice. Do nothing with the likelihood that the other races of the Hegemony would enslave them utterly, or quietly “uplift” them so that they could at least rise to the status of laborer or soldier

caste rather than abject slavery. When the krang defected from the Hegemony and joined the Bellianic Accord, they attempted to bring their client race with them. Unfortunately, at that point the bahgra could be found on any number of Hegemony worlds. Young and culturally contaminated, bahgra remain one of the interstellar conflict's neutral races.

Pack Mentality. Bahgra make excellent skilled laborers and warriors. They possess a natural “team” instinct which makes them well suited to construction and manufacturing. This also expresses itself in combat, as bahgra excel in pack-based tactics.

BAHGRA SCOUT

Medium humanoid (bahgra), neutral

Armor Class 13 (leather armor)

Hit Points 16 (3d8+3)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	14 (+2)	12 (+1)	9 (-1)	13 (+1)	12 (+1)

Skills Nature +4, Perception +5, Stealth +6, Survival +5

Senses darkvision 60 ft., passive Perception 15

Languages Bahgra, understands Common but can't speak languages other than Bahgra

Challenge 1/2 (100 XP)

Keen Hearing and Sight. The bahgra scout has advantage on Wisdom (Perception) checks that rely on hearing or sight.

Pack Tactics. The bahgra scout has advantage on an attack roll against a creature if at least one of the scout's allies is within 5 feet of the creature, and the ally isn't incapacitated.

ACTIONS

Multiattack. The bahgra scout makes two melee attacks or two ranged attacks.

Bite. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Scimitar. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) slashing damage.

Longbow. *Ranged Weapon Attack.* +4 to hit, range 150/600 ft., one target. *Hit:* 6 (1d8 + 2) piercing damage.

BAHGRA CHARACTERS

Due to their history as an artificially uplifted species, belonging to the Ultari Hegemony and then later some leaving to the Bellianic Accord, bahgra are considered a common species in the galactic melting pot. All bahgra have the following racial traits.

Ability Score Increase. A bahgra's Strength score increases by 2, and its Wisdom score increases by 1.

Speed. Bahgra have a base speed of 30 feet.

Darkvision. A bahgra has superior vision in dim and dark conditions out to 60 feet. It can see in dim light as if it were

bright, and in darkness as if it were dim. In darkness it sees in shades of gray.

Pack Fighting. A bahgra has advantage on an attack roll against a creature if at least one allied bahgra is within 5 feet of the creature, and the ally isn't incapacitated.

Powerful Jaws. A bahgra can make a bite attack as an unarmed strike that deals 1d6 piercing damage.

Rugged. Bahgra gain proficiency in the Survival skill.

Languages. A bahgra can speak, read, and write Bahgra. It understands Common (or whatever is the local equivalent) but is physically unable to make the correct sounds required by most humanoid languages. The reverse is not true however, as most humanoids can learn to speak Bahgra.



BEETLE, CHAG

A trio of exaggerated horns protrude from the crown of this massive beetle's head and its six legs kick up a large amount of dust as it snorts aggressively.

Chag beetles roam the grasslands in sizable herds, searching for carrion and plant matter. Juvenile chags are 3 feet long but weigh a very compact 150 pounds. The larger cows and bulls are 8 feet long, with cows weighing 500 pounds and bulls weighing nearly a ton.

Viciously Territorial. When a mature herd finds a steady supply of food, the beetles revert to a territorial, hierarchical organization typical of many insectoid species. They aggressively protect this territory, as well as their eggs and hatchlings. Despite their appearance and insectoid behavior, chag possess an intelligence equivalent to any warm-blooded animal. Chags mate for life, and newly born beetles depart as they mature to start their own herds. During mating season, unmated chag cows attract several bulls which battle one another by charging and tangling horns to win mating rights. The victor is the bull with its horns still intact after such clashes, and this ritual proves dangerous to anyone stumbling upon them as the beetles stop their singular combat to drive off or kill intruders.

Desert Staple. Various races on desert planets have domesticated these foul-tempered beetles and use them as a source of armor, tools, and food. Expert scavengers can strip the chitinous shells protecting chags and fashion them into suits of armor retaining the chitin's resistance to blows. Very few armorsmiths can retain the shell's reflective qualities, however, but many smiths purposely dull the armor to ensure the wearers don't make easy targets on the desert plain.

Smaller plates and bull horns are more often fashioned into hammering tools or serrated into saws and other cutting implements. Thanks to the shell's natural hardness, objects crafted from them can withstand a lot of wear before breaking.

Despite these benefits, chag meat remains the most popular product harvested from chags. For those unaccustomed to the simultaneously chewy and greasy substance, it demands an acquired taste. However, the beetles' carrion diets surprisingly do not taint the meat, and it proves quite filling. A widespread technique on desert worlds transforms the chag meat into jerky which greatly reduces the greasy quality, making it more palatable to offworlders.

CHAG BEETLE

Large beast, unaligned

Armor Class 15 (natural armor)

Hit Points 85 (10d10 + 30)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	11 (+0)	17 (+3)	3 (-4)	8 (-1)	15 (+2)

Skills Perception +5

Damage Resistances slashing, piercing

Damage Immunities poison

Condition Immunities poisoned

Senses blindsight 60 ft., passive Perception 15

Languages —

Challenge 5 (1,800 XP)

Iridescent Carapace. When the chag beetle is in bright light, its carapace shines with blinding radiance. A creature that starts its turn within 30 feet of a chag beetle that's in bright light must succeed on a DC 14 Constitution saving throw or be blinded until the start of its next turn. Unless surprised, a creature can avert its eyes to avoid the saving throw at the start of its turn. If the creature does so, it can't see the chag beetle until the start of its next turn, when it can avert its eyes again. If the creature looks at the beetle in the meantime, it must immediately make the save.

Trampling Charge. If the chag beetle moves at least 20 feet straight toward a creature and then hits it with a gore attack on the same turn, that target must succeed on a DC 16 Strength saving throw or be knocked prone. If the target is prone, the beetle can make one slam attack against it as a bonus action.

ACTIONS

Multiattack. The chag beetle makes two attacks: one with its gore, and one with its slam.

Gore. *Melee Weapon Attack.* +8 to hit, reach 5 ft., one target. *Hit:* 14 (2d8 + 5) piercing damage, and the target begins to bleed. At the start of the creature's turn, it loses 7 (2d6) hit points due to blood loss. A creature can take an action to make a DC 13 Wisdom (Medicine) check. On a success, or upon receiving magical healing, the bleeding stops.

Slam. *Melee Weapon Attack.* +8 to hit, reach 5 ft., one target. *Hit:* 12 (2d6 + 5) bludgeoning damage.

BEGEDHI

An alien form of intelligent plant creatures, begedhi seek out other living creatures as food and fodder to spread their infestation. Begedhi seedlings are about 1 foot in diameter and grow as tall as 3 feet. Parasites are about the size of a large egg, 6 inches across. Mother plants are 10 feet in diameter and grow to a height of 15 feet.

Invasive Species. Transplanted by the Ultari Hegemony from a riotous jungle planet where all flora is inimical to fleshy life, begedhi have appeared on a variety of worlds. The Hegemony believed they could control the parasitic creatures and use them to infiltrate enemy forces, but the begedhi proved unpredictable and attacked anything within reach. Rather than destroy the plants, the Hegemony dumped them on worlds allied with their enemies with the expectation they would eventually arrive as saviors to exterminate the pests and convert such worlds to their side of the conflict.

BEGEDHI, SEEDLING

This colorful plant with vibrant green leaves and sparkling blue berries seems very delicate.

Life Cycle. Begedhi have two growth stages: a seedling and a mother plant. Seedlings are deceptively delicate plants, evolving that way to evoke a sense of protectiveness in other creatures. Their spores enforce this desire, which serves them well when multiple creatures work to remove them. Seedlings rarely defend themselves to give the illusion of helplessness so those left unmolested may eventually mature into a mother plant and further propagate. This process takes five years, during which seedlings feed on rotten organic material or small creatures they overcome. As the years pass, seedling tendrils lengthen and become tentacles, and their cheerfully colored berries transform into sickly green lumps which gestate with more parasites.

BEGEDHI SEEDLING

Tiny plant, unaligned

Armor Class 13 (natural armor)

Hit Points 18 (4d4 + 8)

Speed 10 ft.

STR	DEX	CON	INT	WIS	CHA
2 (-4)	14 (+2)	15 (+2)	3 (-4)	10 (+0)	13 (+1)

Skills Perception +2

Damage Resistances piercing

Damage Immunities acid

Senses darkvision 60 ft., passive Perception 12

Languages —

Challenge 1/8 (25 XP)

False Appearance. While the seedling remains motionless, it is indistinguishable from an ordinary plant.

ACTIONS

Tendrils. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target.
Hit: 4 (1d4 + 2) slashing damage.

Spores (Recharge 5-6). The seedling releases a puff of spores that fills the area within 10 feet of itself. Creatures in the spore cloud must succeed on a DC 12 Constitution saving throw or become poisoned for 1 hour. While it is poisoned in this way, the creature is charmed by the seedling. The charmed creature defends the seedling if it is in danger, tends to its needs if it requires anything (such as water), or simply leaves it alone and goes about any other business. A creature that takes damage can repeat the saving throw at the end of its next turn. On a successful save the creature is no longer charmed.



BEGEDHI, PARASITE

Thorny vines wriggle from this green, egg-shaped plant. Tumescient boils cover its surface and occasionally burst creating a nauseating scent.

Subversive Progeny. Begedhi parasites exist as extensions of their mother plant, but still act as autonomous creatures with a tremendous ability to absorb knowledge and memories from their hosts to mimic them. Since it requires a week for parasites to fully overcome their hosts, mother plants maintain a larder of infected victims in a secluded place and release them when a week has elapsed to spread their progeny. Mother plants cannot regrow parasites, so they die once they have released all their “children.” Parasites can maintain a symbiotic relationship with their hosts for up to five years, allowing them to spread throughout the stars without having to draw undue attention to themselves. The only telltale sign of a begedhi-infected host is a small mote of green in one of its eyes.

BEGEDHI PARASITE

Tiny plant, neutral evil

Armor Class 14 (natural armor)

Hit Points 36 (8d4 + 16)

Speed 10 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	15 (+2)	7 (-2)	10 (+0)	15 (+2)

Skills Deception +6, Stealth +7

Damage Resistances piercing

Damage Immunities acid

Condition Immunities prone

Senses passive Perception 10

Languages —

Challenge 1/2 (100 XP)

Control Host (During Infest Only). The parasite can control its host by issuing telepathic commands. The control is imperfect, and the parasite must make a Charisma (Deception) check against the passive Insight of any observers to hide the strangeness of its presence. Individuals who are intimately familiar with the host have advantage on their Insight score. While infesting a host, the parasite doesn’t act on its own, it merely directs the host’s actions. When the host attacks the parasite can choose to attack with its vines, but the host suffers 3 piercing damage every time it does so as they burst forth from its body.

Create Seedlings (During Infest Only). When the parasite’s host dies, the parasite can break open its outer shell and release root buds into the corpse. This kills the parasite, and 1d4 begedghi seedlings sprout from the corpse 1 week later.

Infest. The parasite can enter the mouth of an unconscious or paralyzed creature. Once inside, it gestates for 1 week, during which time any spell or effect that cures diseases kills the parasite. After this gestation period, the parasite gains access to the host creature's memories and can use Control Host. Removing the parasite from this point on requires the host to be reduced to 0 hit points, then an effect that cures disease can kill the parasite and free the host.

Confer Regeneration. After one week gestating in a host, the parasite grants the host the ability to regain 5 hit points at the start of its turn, if it has at least 1 hit point.

ACTIONS

Multiattack. The parasite makes two vine attacks.

Vine. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) piercing damage.

BEGEDHI, MOTHER PLANT

Giant tumorous seeds comprise the majority of this plant, which sits atop a nest of writhing, thorny tentacles.

Apotheosis. Once seedlings become mother plants, complete with fully grown parasites, their demeanor changes. The spore cloud they release covers a larger area and compels living creatures to move closer to them. The plants' tentacles then sprout wicked thorns to ensnare prey more effectively and infect them with parasites. These victims then travel to other locations where they slowly rot, perish, and sprout more seedlings.

BEGEDHI MOTHER PLANT

Large plant, neutral evil

Armor Class 15 (natural armor)

Hit Points 95 (10d10 + 40)

Speed 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	10 (+0)	18 (+4)	10 (+0)	17 (+3)	14 (+2)

Saving Throws Con +8, Wis +7

Skills Perception +7, Stealth +4 (+8 in plant-filled terrain)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities acid, lightning

Condition Immunities charmed, frightened, prone

Senses blindsight 30 ft., passive Perception 9

Languages Understands Common but can't speak, telepathy 500 ft. (only with seedlings and parasites it produces)

Challenge 11 (7,200 XP)

Entangling Vines. The area within 10 feet of the mother plant is difficult terrain. A creature that starts its turn in this area must succeed on a DC 16 Strength saving throw or be restrained. As an action, it can repeat the save, freeing itself on a success. Other begedhi are immune to this effect.

Legendary Resistance (2/Day). When the mother plant fails a

saving throw, it can choose to succeed instead.

Magic Resistance. The mother plant has advantage on saving throws against spells and other magical effects.

Regeneration. The mother plant regains 10 hit points at the start of its turn. If the mother plant takes fire damage this trait doesn't function at the start of its next turn. The mother plant dies only if it starts its turn with 0 hit points and doesn't regenerate.

ACTIONS

Multiattack. The mother plant makes two tentacle attacks and uses its Spores action if it is ready.

Implant Parasite. The mother plant forces a begedhi parasite down the throat of an unconscious or paralyzed creature within 15 feet, or a creature it is grappling.

Tentacle. *Melee Weapon Attack.* +9 to hit, reach 15 ft., one target. *Hit:* 10 (2d4 + 5) piercing damage and the target is grappled (escape DC 15). A creature grappled by a tentacle is restrained and can't speak or cast spells with verbal components. The mother plant has two tentacles, each of which can only grapple one target.

LEGENDARY ACTIONS

The mother plant can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The mother plant regains spent legendary actions at the start of its turn.

- **Tentacle Lash.** The mother plant makes one tentacle attack.
- **Ingrain (Costs 2 Actions).** The mother plant regains 10 hit points.
- **Rampant Growth (Costs 2 Actions).** If the mother plant suffered fire damage since its last turn, its regeneration functions normally at the start of its next turn.



A MOTHER PLANT'S LAIR

A begedhi mother plant's lair is full of plants, and disturbingly close to populated areas or well-used paths and roads. Some secluded corner of the lair contains the remains of creatures the plant fed upon, as well as those of hosts for its parasitic children.

LAIR ACTIONS

On initiative count 20 (losing initiative ties), the mother plant can take a lair action to cause one of the following magical effects: the mother plant can't use the same effect two rounds in a row:

- Grasping vines and tentacles erupt in a 10-foot radius centered on a point on the ground the mother plant can see within 120 feet of it. The area becomes difficult terrain, and each creature there must succeed on a DC 15 Strength saving throw or be restrained by the vines. A restrained creature can be freed if it or another creature takes an action to make a DC 15 Strength check and succeeds. The vines and tentacles recede into the ground if the mother plant uses this action again, or when the mother plant dies. Other begedhi are immune to this effect.
- The mother plant animates a tree or other large plant it can see within 120 feet of it. The animated plant lashes or slams at a creature within 10 feet of it (treat as a tentacle attack from the mother plant that deals bludgeoning damage). The plant remains animated until initiative count 20 on the following round. If the plant is grappling a creature at that time, it goes rigid, trapping the creature. The creature can attempt to escape as normal, but gains advantage on any further attempt as long as the plant is inanimate.
- The mother plant causes normal plants in the area to suddenly grow impossibly long and dense in a 20-foot radius centered on a point on the ground she can see within 120 feet. The area is heavily obscured by the plant growth and is difficult terrain. This effect lasts until initiative count 20 on the following round.

REGIONAL EFFECTS

The region containing a mother plant's lair is warped the begedhi's presence, which creates one or more of the following effects:

- Flowering plants and fragrant herbs grow in abundance within 2 miles of the mother plant's lair, more densely closer to the lair itself. In the lair itself, the perfume of the plants is almost enough to cover the smell of decay from the mother plant's past victims.
- Poisonous plants become more frequent within 6 miles of the lair. Many of these appear harmless until ingested.

- Areas of wild plant growth within 6 miles of the lair grow faster and thicker, but leave "natural" pathways that draw animals and people closer to the mother plant's lair.

If the mother plant dies, the conditions surrounding the lair return to normal over the course of 1d10 days.

BREATHLESS ONE

When humanoid creatures suffocate, the horror of slowly dying from lack of air drives them mad and they sometimes return as breathless ones. These vengeful undead seek to inflict the same horror on the living while filling their lungs with air as a brief respite from their eternal torment. Breathless ones weigh the same as they did in life, even though their caved-in chests give them the appearance of weighing less.

Since the most common places for death by suffocation are locations with thin or no atmosphere, such as the void of space, breathless ones most commonly appear there. They hide among asteroids or constructed places they can tether themselves, since they have no ability to fly through space. They prefer to attack from hiding, but they also enjoy the terror their visages induce in their victims. Breathless ones use their necrotic lung fibers to puncture their victims' lungs, latch onto them, and reel them in for their deadly embrace. They do this rather than attack from up close to soften up their victims, bolster themselves, and enjoy witnessing their victims' terror at the inexorable fate. They reserve the kill for their kiss of death, since that gives them the rush of air to alleviate their suffering, if only temporarily.

Void Prowlers. Groups of breathless ones on an inhabited asteroid sabotage or steal equipment necessary to provide air to the inhabitants. They are not subtle about it, however, so it is easy to see smashed helmets or air bladders. They often purposely make enough noise to rouse defenders and escape into an airless environment with their gains in full view of their victims, enticing their victims to chase them to recover vital equipment. With the speed at which breathless ones spawn, a handful can wipe out even a well-fortified installation.

BREATHLESS ONE

Medium undead, chaotic evil

Armor Class 19 (natural armor)

Hit Points 136 (16d8+64)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
19 (+4)	17 (+3)	18 (+4)	7 (-2)	10 (+0)	16 (+3)

Saving Throws Wis +4

Skills Perception +4, Stealth +7

Damage Resistances necrotic; bludgeoning, piercing, and

slashing from nonmagical attacks

Damage Immunities cold, poison

Condition Immunities exhaustion, poisoned

Senses darkvision 60 ft., passive Perception 14

Languages The languages it knew in life

Challenge 11 (7,200 XP)

ACTIONS

Death Grip. *Melee Weapon Attack.* +8 to hit, 15 ft. reach, one target. *Hit:* 22 (4d8 + 4) bludgeoning damage, plus 44 (8d10) necrotic damage and the target is grappled (escape DC 18). Until this grapple ends, the creature is restrained, and the breathless one can't use its death grip on another target. The breathless one regains hit points equal to the necrotic damage taken by the target. Creatures that do not need to breathe are immune to the necrotic damage.

Kiss of Death. The breathless one chokes a grappled target. The breathless one may use its action each turn to continue choking a grappled target. A choking creature can survive for a number of rounds equal to its Constitution modifier (minimum of 1 round). At the start of its next turn, a creature that is choking drops to 0 hit points and is dying, and it can't regain hit points or be stabilized until it can breathe again.

Steal Air. The breathless one chooses one spell or effect within 30 feet that provides breathable air. Any spell of 3rd level or lower on the target ends. For each spell of 4th level or higher on the target or other effect, the breathless one makes a Charisma check. The DC equals 10 + the spell's level, or DC 10 for effects that have no effective spell level. On a successful check, the spell or effect ends.

Create Breathless Spawn. The breathless one targets a humanoid within 10 feet of it that has died of suffocation or its Death Grip attack. The target's body rises as a wight in the space of its corpse or in the nearest unoccupied space. The **wight**^{SRD} is under the breathless one's control. The breathless one can have no more than eight wights under its control at one time. These wights have a reach of 15 feet with their Life Drain, which does not affect creatures that do not breathe.

CEROPTOR

The dominant species that holds control over all habitable moons orbiting Anshar are known as Ceraptors. Ceraptors hail from the near lifeless moon the humanoids call Morthos. Created by the dark and alien manipulations of the jagladine, they were designed to manipulate weaker species of the neighboring moons in order to break them into revealing the secrets of the Ancient gates. Of genius and entirely alien intellect, a typical ceraptor appears almost as an oversized, hideous head trailing long ganglion-like structures of thick cartilage.

Parasitic Predators. Ceraptors capture, enslave and breed the various humanoid races as if they were cattle. They eat humans when they so desire, but also use their bodies by removing a host's head, inserting their ganglion into their necks and taking over their central nervous systems so they gain full control over the body. This mounting process kills the humanoid host, although the body can remain "alive" and in the possession and control of its host for as long as the host desires or until it is killed. They also reproduce by laying eggs inside a host body. When the eggs hatch, a brood of tiny ceraptor larvae eats its way out of the corpse. Upon escaping the host, the larvae go into deep caves where they sleep for several months as they mature into fully developed ceraptors.

Body Traders. Ceraptors believe themselves to be a paragon species, far superior to all others. Currently ceraptors travel from moon to moon by mentally projecting themselves from their existing head-like bodies, through inner space and into recently hatched ceraptor larvae on other moons. The original form dies, but the same personality lives on in the new form. In this way, they are somewhat immortal. How ceraptors originally

traveled between the moons is unknown, though it is speculated that an earlier humanoid race possessed the ability to moon jump and became infested with ceraptor eggs after an encounter with the hostile creatures.

Ceraptors who find stable host bodies to inhabit over a long period of time become infiltrators within humanoid societies, spying out choice targets for their fellows and manipulating events behind the scenes. They use their mental powers to create disorder and suspicion so the communities where they hunt will be easy prey.

Insidious Takeover. When a ceraptor controls a creature, you can consider it a template that can be applied to a creature much as any other template. Use the following rules when applying the ceraptor template.



- The creature gains the shapechanger and ceroptor subtype.
- The creature's AC becomes 17 if it is not already 17.
- The creature's mental attribute scores are altered as follows: Int 19, Wis 15, Cha 13.
- The creature gains the skill proficiencies of the ceroptor, including those skills that count proficiency bonus twice (Deception, Intimidation, Perception, and Persuasion).
- The creature gains the Powerful Mind ability, which grants it proficiency in Intelligence saving throws, and allows it to use that saving throw in place of Wisdom or Charisma. All physical saving throws are unchanged from the base creature.
- The creature gains darkvision of 60 feet if it did not have it previously.
- The creature gains the use of the Ceroptor's Innate Spellcasting as follows:

Innate Spellcasting (Psionic). The ceroptor's innate spellcasting ability is Intelligence (spell save DC 15). It can innately cast the following spells, requiring no components.

At will—*detect thoughts, suggestion*

3/Day—*confusion, fear*

1/Day—*feeblemind*

This creature irrevocably dies when it reaches 0 hit points, as it was already mostly dead to begin with, and partially animated by the ceroptor. If the host is targeted by magic that would return the corpse to life, the ceroptor is expelled (see the ceroptor's "steal body" special ability above). When the body is incapacitated, the ceroptor is forced out of the body, and the host body.

CEROPTOR

Medium aberration, chaotic evil

Armor Class 17 (natural armor)

Hit Points 150 (20d8 + 60)

Speed 10 ft., fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	16 (+3)	19 (+4)	15 (+2)	13 (+1)

Saving Throws Int + 7 (see Powerful Mind)

Skills Deception +7, Intimidation +7, Perception +8, Persuasion +7, Stealth +6

Damage Resistances acid, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, necrotic, poison

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone

Senses darkvision 60 ft., passive Perception 18

Languages Ashtuul, Belligren, Common

Challenge 8 (3,900 XP)

Innate Spellcasting (Psionic). The ceroptor's innate spellcasting ability is Intelligence (spell save DC 15). It can innately cast the following spells, requiring no components.

At will—*detect thoughts, suggestion*

3/Day—*confusion, fear*

1/Day—*feeblemind*

Powerful Mind. If the ceroptor needs to make a Wisdom or Charisma saving throw, it can instead make an Intelligence saving throw.

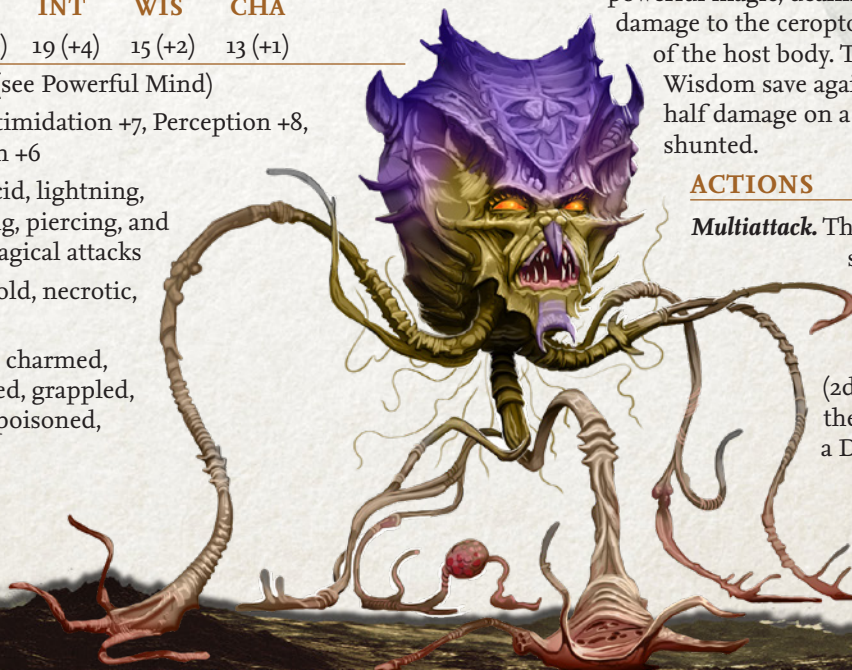
Steal Body. Over the course of a minute, a ceroptor can take control of a headless corpse that died within the past 12 hours by affixing itself to the creature's nervous system and absorbing the residual memories of the creature. A ceroptor cannot affix itself to creatures lacking nervous systems, nor to creatures of the following types: elementals, oozes, plants, undead. A ceroptor is considered incapacitated while it is attempting to steal a body. Once mounted, the ceroptor can control the body and gains its Hit Dice, skills proficiencies, feats, racial traits and abilities. If the host body possessed spellcasting ability, the ceroptor can use those spells through its innate spellcasting, though it retains a maximum of 10 spell levels. It uses the physical ability scores the dead creature had in life, but retains its own mental ability scores, skills, feats, spell-like abilities, and any other effects or abilities related to its own mental ability scores.

AA ceroptor with a powerful host body may have its own separate Challenge. A ceroptor cannot inhabit the body of a creature with more than 10 Hit Dice. The ceroptor physically bonds with its host body and may inhabit the body until forced out. A ceroptor is forced from its host body if the body's hit points drop below zero. If the host body is successfully polymorphed, petrified, or otherwise incapacitated, the ceroptor may abandon that host body as a bonus action. It also can be forced out of a body by targeting the body with *reincarnate*, *raise dead*, *resurrection*, or similarly powerful magic, dealing 30 (10d6) points of force damage to the ceroptor and shunting it out of the host body. The ceroptor can make a Wisdom save against the spells DC, taking half damage on a success, but still being shunted.

ACTIONS

Multiattack. The ceroptor makes three stinger attacks.

Stinger. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target. *Hit:* 7 (2d6+2) piercing damage, and the target must succeed on a DC 15 Constitution saving



throw or become paralyzed for 1 minute. The creature can make a new saving throw at the beginning of their turn, ending the effect on a success.

Ganglion Probe. The ceroptor can forcefully insert one of its ganglions into an incapacitated creature's nervous system. Inserting the ganglion deals 22 (4d10) psychic damage. A creature that is reduced to 0 hit points by this attack does not die but is considered incapacitated and remains at 0 hit points for 1 hour or until it receives any medical attention or healing. A ganglion probe can be torn out by hand with a successful DC 15 Strength (Athletics) check, which deals 10 (3d6) piercing damage to the creature being probed.

CEROPTOR SPY

Medium aberration, chaotic evil

Armor Class 16 (studded leather)

Hit Points 156 (24d8 + 48)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	18 (+4)	14 (+2)	19 (+4)	15 (+2)	13 (+1)

Saving Throws Dex +8, Int +8 (see Powerful Mind)

Skills Acrobatics +8, Deception +9, Intimidation +9, Perception +10, Persuasion +9, Stealth +8

Senses darkvision 60 ft., passive Perception 20

Languages Ashtuul, Belligren, Common

Challenge 12 (8,400 XP)

Cunning Action. On each of its turns, a ceroptor spy can use a bonus action to take the Dash, Disengage, or Hide action.

Evasion. If a ceroptor spy is subject to an effect that allows it to make a Dexterity saving throw to only take half damage, it instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

Powerful Mind. As above.

Sneak Attack. Once per turn, a ceroptor spy deals an extra 21 (6d6) damage when it hits a target with a weapon attack and has advantage on the attack roll, or when the target is within 5 feet of an ally that isn't incapacitated and the ceroptor spy doesn't have disadvantage on the roll.

Innate Spellcasting (Psionic). As above.

ACTIONS

Multiattack. Ixalitz makes two attacks from the options below.

Flaming Shortsword. *Melee Weapon Attack.* +8 to hit, reach 5 ft., one target. *Hit:* 6 (1d6+3) piercing damage plus 24 (7d6) fire damage.

Overcharged EMP Pistol. *Ranged Weapon Attack.* +8 to hit, range 50/100 ft., one target. *Hit:* 17 (4d6+3) lightning damage. A creature with the robot subtype takes double damage from this weapon. On a critical hit, creatures with the robot or android subtype must succeed on a DC 15 Constitution

saving throw or be stunned until the start of the ceroptor spy's next turn.

REACTIONS

Uncanny Dodge. A ceroptor spy halves the damage that it takes from an attack that hits it. The ceroptor spy must be able to see the attacker.

CEROPTOR SWARM

Huge swarm of Medium aberrations, chaotic evil

Armor Class 17 (natural armor)

Hit Points 292 (39d8 + 117)

Speed 10 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	16 (+3)	16 (+3)	19 (+4)	15 (+2)	13 (+1)

Saving Throws Int +7 (see Powerful Mind)

Skills Deception +7, Intimidation +7, Perception +8, Persuasion +7, Stealth +6

Damage Resistances acid, lightning, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold, necrotic, poison

Condition Immunities charmed, exhaustion, frightened, grappled, paralyzed, petrified, poisoned, prone, restrained, stunned

Senses darkvision 60 ft., passive Perception 18

Languages Ashtuul, Belligren, Common

Challenge 16 (15,000 XP)

Distracting Swarm. The swarm can occupy another creature's space and vice versa, and the swarm can move through any opening large enough for a medium aberration. The swarm can't regain hit points or gain temporary hit points. Additionally, creatures sharing the same space as a swarm are distracted. They gain disadvantage on all attack rolls and ability checks (but not saving throws).

Innate Spellcasting (Psionic). As above.

Powerful Mind. As above.

Steal Body. As above.

ACTIONS

Multiattack. The ceroptor swarm makes three stinger attacks.

Stinger. *Melee Weapon Attack.* +6 to hit, reach 0 ft., all creatures in the swarm's space. *Hit:* 23 (6d6 + 2) piercing damage, or 12 (3d6 + 2) piercing damage if the swarm has half of its hit points or fewer. The target must succeed on a DC 15 Constitution saving throw or become paralyzed for 1 minute. The creature can make a new saving throw at the beginning of their turn, ending the effect on a success.

Ganglion Probe. As above.

CHOKE OOZE

Choke oozes are steaming masses of turgid slime that constantly churns and writhes in a pale tidal mass of anger and hunger. Great chunks of ooze boil upwards and splash back into its horrific bulk. Sages argue whether they were first distilled by the aboleth to create vast sub-oceanic domes of air for visitors and air-breathing slaves or simply curious scientists pushing the bounds of possibility, there seems little doubt that choke oozes were conceived, not discovered. Their fundamental purpose—and the reason for their being found in such vast quantities when they are met—is their ability to convert sustenance into breathable air. This boon not only causes their profligacy, but also may explain why they are so rarely encountered in the wild or randomly met. So great is this boon that the choke ooze is greatly prized, and even an immature specimen may fetch a king's ransom amongst those with a vested interest in bringing air to remote locations.

Hunger to Breathe. Cultivated choke oozes are usually massive—to enable them to yield the maximum amount of air harvest. Sometimes smaller versions of these oozes are found cultivated—often where a portable form of air is required in remote locations. There are, of course, dangers with the ooze. The first is its hunger—a choke ooze is never sated, its hunger a constant gnawing ache that is never satisfied. This need makes securing the ooze of the greatest importance, since they are drawn to flesh—any flesh—to consume. Unless held within an appropriately tough—usually steel or iron—container, they may break out and escape. Second is their need to be fed—in general 1 Hit Die of food enables a choke ooze produce enough air to fill a chamber one hundred yards square for a day, though the quality and quantity of air created varies from ooze to ooze—something some keepers extoll as a considerable virtue.



Senses blindsight 120 ft., passive Perception 10

Languages -

Challenge 17 (18,000 XP)

Air Production. The choke ooze naturally produces breathable air as a byproduct of its metabolism. It is surrounded by 30 feet of breathable air, even in a vacuum. Any gasses or vapors with a duration in this area have their duration halved. Creatures within this radius also gain advantage on saving throws against gaseous effects.

ACTIONS

Multiattack. The choke ooze makes 3 melee attacks.

Slam. *Melee Weapon Attack.* +14 to hit, reach 20 ft., one target. *Hit:* 21 (3d8 + 8) bludgeoning damage, 21 (6d6) acid damage and the target is grappled (escape DC 16). Until this grapple ends, the target is restrained.

Envelop. *Melee Weapon Attack.* +14 to hit, reach 5 ft., one target. *Hit:* 21 (3d8+8 damage) bludgeoning damage, 35 (10d6) acid damage, and if the target is a Large or smaller creature grappled by the ooze, that creature is swallowed, and the grapple ends. While swallowed, the creature is blinded and restrained, it has total cover against attacks and other effects outside the ooze, and it takes 35 (10d6) acid damage at the start of each of the ooze's turns. If the ooze takes 35 damage or more on a single turn from a creature inside it, the ooze must succeed on a DC 25 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the ooze. If the ooze dies, a swallowed creature is no longer restrained by it and can escape from the corpse using 15 feet of movement, exiting prone.

CHOKE OOZE

Gargantuan ooze, unaligned

Armor Class 19 (natural armor)

Hit Points 350 (20d20 + 140)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	11 (+0)	24 (+7)	4 (+1)	11 (+0)	10 (+0)

Saving Throws Con +8, Wis +5, Cha +6

Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Damage Immunities acid, poison

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, poisoned, prone

CLOCKWORK SPY

These spindly and discreet mechanical arachnids are ideal for surveillance and reconnaissance missions and can be vital tools in political intrigues or illicit consortium tactics. Their retractable, insectile wings make the swift creatures even craftier foes than most would anticipate. As they are less combat-oriented than many other clockworks, if a clockwork spy is caught in the act of recording its target, escape is usually the most practical course of action for it. Clockwork spies are about 2 feet wide from leg to leg and weigh less than 40 pounds.

Assassin Drone. While most clockwork spies are programmed for simple reconnaissance, some are weaponized with built-in armaments to deliver poisons or other lethal payloads to their targets.

Clockwork. As a constructed being, a clockwork spy doesn't eat, breathe, drink, or sleep. If it is not wound regularly, it becomes inert until it is wound again.

CLOCKWORK SPY

Tiny construct, unaligned

Armor Class 13 (natural armor)

Hit Points 14 (4d4 + 4)

Speed 40 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
2 (-4)	14 (+2)	14 (+2)	1 (-5)	10 (+0)	1 (-5)

Saves Dex +4

Skills Perception +2, Stealth +5

Damage Vulnerability lightning

Damage Immunity poison, psychic

Condition Immunity charmed, frightened, paralyzed, petrified, poisoned

Senses darkvision 60 ft.; passive Perception 12

Languages understand the language of its creator, but can't speak

Challenge 1/8 (25 XP)

Constructed Nature. The clockwork spy doesn't require air, food, drink, or sleep.

Record Audio. As a bonus action, the clockwork spy can record nearby sounds, archiving all sounds within 20 feet of it onto a small gemstone worth 50 gp embedded in its body. The clockwork spy can record up to 1 hour of sound per memory gem, and it can hold up to 4 gems. It can also start or stop playback of recorded sounds as a bonus action. The memory gems can be removed with a successful DC 20 Dexterity check with thieves' or tinkerer's tools. Failure doesn't damage the gemstone, but it does erase all recorded audio stored on that gem. The spy needs specific instructions on when to start and stop recording. It can differentiate between creature types, but not individuals.

Self Destruct. Unless commanded not to by its creator or a designated creature, when the clockwork spy is reduced to 0 hit points it shrieks and thrashes about. The next round on its initiative it explodes, destroying any loaded memory crystals and dealing 1d6 (3) fire damage to every creature within 5 feet. A successful DC 12 Dexterity save halves the damage. Before it explodes, a successful DC 15 Dexterity check with thieves' tools halts the self destruct process.

Winding. A clockwork spy must be wound with a unique key to remain active. It must be wound once every 24 hours. A creature can use an action to wind a clockwork spy, restoring to it 1 hour of operating time. In the absence of the correct key, a DC 20 Dexterity check with thieves' tools or tinkerer's tools can successfully wind (or unwind, if the creature is incapacitated) the clockwork spy.

ACTIONS



Slam. *Melee Weapon Attack.* +4 to hit, reach 0 ft., 1 target. *Hit:* 1 bludgeoning damage.

CLOCKWORK ASSASSIN DRONE

Tiny construct, unaligned

Armor Class 19 (natural armor)

Hit Points 35 (14d4)

Speed 30 ft., fly 50 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
1 (-5)	22 (+6)	10 (+0)	13 (+1)	14 (+2)	11 (+0)

Damage Immunities lightning, poison, psychic

Damage Resistances fire, necrotic, thunder; bludgeoning, piercing, and slashing from nonmagical attacks

Condition Immunities exhaustion, poisoned, unconscious

Senses darkvision 120 ft., passive Perception 12

Languages understands the languages of its creator but can't speak

Challenge 3 (900 XP)

Record Vision. The assassin drone records up to 2 hours of everything it sees and hears and can play it back as if using *programmed illusion*. This recording must be one 2-hour block and cannot be split up. Its master determines under what conditions it will begin recording.

ACTIONS

Multiattack. The assassin drone makes 2 attacks.

Sting. *Melee Weapon Attack.* +8 to hit, reach 5 ft., one creature. *Hit:* 1 piercing damage, 2d8 poison damage, and the target must succeed at a DC 10 Constitution saving throw or be poisoned for 1 round.

CONCH TREE

Several stalks of thick seaweed rise from the ocean floor, with large round stones decorating the silt nearby.

Cadaverous Reproduction. Conch trees reproduce by implanting a single seed in a partially digested corpse. The corpse is then expelled so the seed can absorb nutrients from it before sprouting and taking root. Conch trees never stop growing, but an average adult specimen is 20 feet tall.

Sea Treants. Conch trees are frequently cultivated as living barriers, unsporting hedges against unwanted incursions. After centuries of breeding and experimentation, they developed an instinct for discerning regular travelers among their groves from visiting prey. In the wild, entire schools of fish can vanish instantly over a conch grove.

CONCH TREE

Large plant, unaligned

Armor Class 16 (natural armor)

Hit Points 94 (9d10 + 45)

Speed 0 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	8 (-1)	21 (+5)	1 (-5)	16 (+3)	1 (-5)

Damage Resistances bludgeoning, piercing

Damage Vulnerabilities fire

Senses blindsight 60 ft., passive Perception 13

Languages –

Challenge 7 (2,900 XP)

False Appearance. While the conch tree remains motionless, it is indistinguishable from a normal seaweed bed.

Water Breathing. The conch tree can breathe only underwater.

ACTIONS

Multiattack. The conch tree makes two harpoon tentacle attacks.

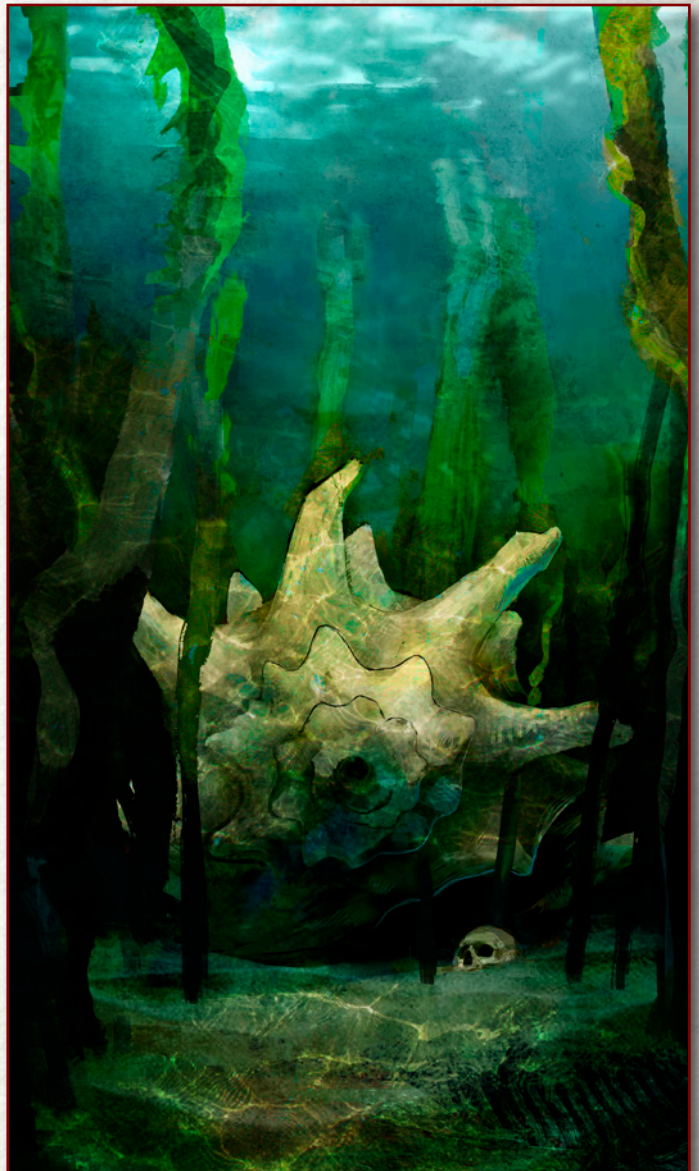
Harpoon Tentacle. *Melee or Ranged Weapon Attack.* +10 to hit, range 60 ft., one target. *Hit:* 28 (4d10 + 6) piercing damage. If the target is a Medium or smaller creature, it must succeed on a DC 15 Dexterity saving throw or be reeled into the seaweed mass that makes up the conch tree and be swallowed whole. This triggers the collapse ability of the conch tree. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the tree, and it takes 7 (2d6) bludgeoning and 3 (1d6) acid damage at the start of each of the conch tree's turns. If the conch tree takes 10 (3d6) damage or more on a single turn from a creature inside it, the conch tree must succeed on a DC 17 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the tree. If the tree dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

REACTION

Collapse. Once a conch tree swallows a creature whole, it can collapse into a smaller hard shell to protect itself while it digests its prey. The tree curls around its prey, reinforcing its own outer flesh and changing colors to represent mud or stone. It gains a damage threshold of 10 and a +20 bonus on Dexterity (Stealth) checks while on the ocean floor.

DAEMON, LOCUSDAEMON

This hideously deformed creature is wracked by agony, its flesh simultaneously frozen solid and burned black, disintegrating into the void and calcifying into tormented necrotic tissue pierced with scores of tiny holes as if by projectiles shot at incredible speed. Flaring light shines from half of the creature's body from an unseen source. The shattered remnants of survival gear hang about its battered body.



No Breath, No Hope. Most creatures facing death maintain some sort of hope for a better outcome until their very last breath. For those unfortunate souls forced into outer space with no protection, there is neither breath nor hope. The instant lethality of such a threat sometimes empowers fiendish souls waiting to manifest at such a sudden and inescapable demise. Locusdaemons embody the concept of death in outer space, whether by collision with high-speed debris, exposure to extreme temperatures, or instant suffocation.

Architects of Cataclysm. Locusdaemons fit loosely into the hierarchy of daemonkind. Exclusive to apocalyptic errands in space, they observe (and frequently engineer) cataclysmic events, teleporting to survivors to prevent any effort to rescue them. Their most common interaction with mortals is when spacefaring cults seeking apocalypse summon them to aid in the destruction of an entire world or massive interstellar vessel.

DAEMON, LOCUSDAEMON

Medium fiend (daemon), neutral evil

Armor Class 18 (natural armor)

Hit Points 190 (20d8+100)

Speed 0 ft., fly 60 ft.

STR DEX CON INT WIS CHA

22 (+6) 16 (+3) 20 (+5) 14 (+2) 13 (+1) 20 (+5)

Saving Throws Cha +10

Skills Stealth +8

Damage Resistance lightning

Damage Immunities cold, fire, bludgeoning, piercing and slashing from nonmagic weapons

Condition Immunities poisoned

Senses darkvision 60 ft., passive Perception 11

Languages Abyssal, Draconic, Infernal, telepathy 100 ft.

Challenge 13 (10,000 XP)

Gravitic Aura. The locusdaemon radiates a 30-foot aura of attraction that impedes any movement away from the creature. This manifests as either a gravitational pull or a rush of air responding to lower pressure. Any creature that attempts to move away from a locusdaemon while inside this aura must succeed on a DC 15 Strength (Athletics) or Dexterity (Acrobatics) check. This roll must be attempted each time a character inside the aura moves (so each move action, each Dash action, etc). Failure indicates the character cannot move away from the locusdaemon, although she can move around it or toward it. Creatures that specifically ignore gravity or have magical flight speeds ignore this

effect. The daemon's reverse gravity ability pushes creatures up and away from it without interference from this aura.

Innate Spellcasting. The locusdaemon's innate spellcasting ability is Charisma (spell save DC 18). The locusdaemon can innately cast the following spells, requiring no material components:

At will: *detect magic*, *detect good and evil*

3/Day each: *reverse gravity*, *teleport*

Spacefaring. The locusdaemon does not need to eat, breathe, or sleep. It can survive comfortably in the vacuum of space.

Tidal Lock. The locusdaemon never takes extra damage or effects from critical hits, nor does it take extra damage from Sneak Attack or similar abilities.

ACTIONS

Multiattack. The locusdaemon makes 3 slam attacks.

Slam. *Melee Weapon Attack:* +11 to hit, 5 ft. reach, 1 target. *Hit:* 15 (2d8 + 6) bludgeoning damage and 9 (2d8) fire or cold damage. On a critical hit, the locusdaemon selects one worn piece of the target's equipment. It is damaged and does not provide any benefit until it is repaired during a short or long rest.



DIAMANTEM

This glittering crystal creature is vaguely humanoid in form, sparkling with multicolored radiance from within even as it gathers all light around it and throws it back in a radiant display.

Stardwellers. Star Diamantems manifest where elemental energies of earth and fire exist in extreme supply. The dense hearts of some dying stars provide the perfect home for these beings of compressed carbon and dazzling light. Native to their unusual homes, they engage in the processes of fusion or increasing gravity and defend their homes against any intruders who can survive their lethal environment.

DIAMANTEM

Large elemental, true neutral

Armor Class 20

Hit Points 336 (24d10+204)

Speed 40 ft., burrow 40 ft. ft.

STR	DEX	CON	INT	WIS	CHA
28 (+9)	10 (+0)	27 (+8)	6 (-2)	16 (+3)	22 (+6)

Skills Perception +8

Damage Immunities acid, fire

Condition Immunities exhaustion, paralyzed, petrified, poisoned, unconscious

Senses darkvision 60 ft., tremorsense 60 ft., passive Perception 18

Languages –

Challenge 16 (15000 XP)

Intrastellar. The diamantem is immune to any effect related to fusion, gravity, light, and pressure. It can move and see normally in the natural conditions of their home.

Light Immunity. The diamantem is immune to the harmful effects of bright light, including effects that blind with light and other light effects such as prismatic spray.

Radiant Light. The diamantem emits light as a torch.

ACTIONS

Multiattack. The diamantem makes 2 slam attacks and one prismatic beam attack.

Slam. *Melee Weapon*
Attack: +14 to hit, 10 ft. reach, 1 target. *Hit:* 45 (8d8 + 9) slashing damage. and is not subject to resistance or immunity unless the target is resistant

or immune to magic bludgeoning, piercing, and slashing damage.

Prismatic Beam. The diamantem projects a beam of prismatic light to one target within 60 ft. The target suffers the effects of *prismatic spray* (DC 19).

DIVYMM

The divymm are an enigma: a race of intelligent constructs and androids, created long ago by the ancient Patrons, though whether the divymm were servitors or ‘children’ of the Ancients and whether the divymm were left behind for some purpose or simply abandoned by these goodly Ancients when they disappeared is lost to history. Not even the divymm know, for they lack any memory or knowledge of their makers. The divymm don’t have a single homeworld, instead, they’ve been found across many different worlds, usually in an ageless state of torpor or offline reverie. Elder members of the Bellanic Accord have recently activated a number of divymm, but lately many others have come out of suspended animation on their own, as if in response to some unseen trigger.

Ghost in the Shell. A divymm is a mind and living soul in a constructed body. Divymms are physically powerful, and intellectually cognizant, but are often emotionally detached. Their purely mechanical body presents an emotive obstacle between their psyche and those around them. Divymms often find their emotions seemingly diluted by how they artificially interface with their environment. Divymms each have their own unique personality and identity and many work hard to convey who they are to those around them. Despite their physical forms, most divymms strongly identify themselves as having a specific gender. Divymms are known to react badly to the implication that they have no emotions or any inference that they are just machines.

Variable Construction. Divymms come in many different shapes and sizes, apparently suited for a variety of purposes at the time of their construction. Some are completely humanoid, taking on more of the characteristics of an android, and others are hulking brutes, chiseled in stone, metal, or with other strange technological attachments. Given sufficient time and resources, divymms can modify their mechanical form considerably and many make cosmetic changes to suit their own personal tastes and personality.



Lifeforge. Divymms all recognize one another as emanating from the same source, or lifeforge as they refer to it. Divymms often have a glowing rune or sigil on their forehead or chest, but even without this, divymms can automatically identify each other and share a bond passed down by the Ancients which unites them far beyond the roles they currently serve. Nevertheless, at the present time, the divymm are an important part of the Bellanic Accord, defending the multiverse from malevolent incursions.

DIVYMM

Medium construct, unaligned

Armor Class 11

Hit Points 90 (20d8)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	12 (+1)	11 (+0)	13 (+1)	12 (+1)	9 (-1)

Condition Immunities exhaustion, paralyzed, poisoned

Senses passive Perception 11

Languages Belligren, Divymm

Challenge 1 (200 XP)

Sentient Construct. The divymm does not need to sleep or eat, but does need to enter a state of suspended animation, freezing in place and becoming motionless for 2 hours each day. This counts as sleep for the divymm.

Unity Lifeforge. The divymm can instantly recognize other divymms on sight. It instinctively knows that they serve a common purpose and while they may have differences of opinion, it cannot knowingly attack or harm another of its kind.

ACTIONS

Multiattack. The divymm makes two slam attacks.

Slam. *Melee Weapon Attack.* +3 to hit, reach 5 ft. *Hit:* 5 (1d6+1) bludgeoning damage.

DIVYMM MODIFICATIONS

Divymms are able to modify their body and add additional components giving themselves new traits. Listed below is a sample of such modifications they can make to themselves.

Armored Plating. A divymm can be fitted with armor plating that otherwise functions as normal armor of its type except heavy armor does not reduce the speed of the wearer regardless of their strength score.

Grab. A divymm with this ability can grab a target in place of a slam attack.

Inbuilt Armament. A divymm can hide items the size of a small dagger in their forearm. Items held in this compartment cannot be found without an opposed perception roll.

Integrated Weaponry. A divymm can have weapons affixed to their arms. A divymm cannot be forced to drop an integrated weapon, nor can they willingly drop or sheathe an integrated weapon or use the hand holding the affixed weapon for anything else.

Large. A divymm can be constructed into a large-sized form, increasing their HD to d10s and their HP to 110 HP. They gain a +1 natural armor bonus but take a -2 penalty to Dexterity.



ELALI

A powerful psychic species—and the elder statesmen of the Bellanic Accord—elali have long cultivated a reputation as benevolent shepherds of the multiverse. Ages ago, they evolved on a lush, mountainous world with vicious predators, forced to rely on cunning and intellect to survive. As a result, they also prefer to remain in the shadows of interplanetary affairs, often shaping events on other worlds through proxies and intermediaries until native species are ready to accept their presence. The true agenda of the elali is sustain the master plans and prophecies of the ascended Patrons, moving the multiverse towards a similar enlightenment and joint commonality.

Gentle Psychics. Capable of channeling their psychic talents in impressive displays of mental dominance and deception, the elali loathe to use their powers on the unwilling. This self-imposed ban on the unethical abuse of their abilities—as well as their dwindling population and slow reproductive cycle—is all that keeps them from becoming a conquering force in the universe; a well-known fact by other species, especially their enemies among the Ultari Hegemony. Only marginally shorter in stature than an average-sized human, elali commonly stand 5-1/2 feet tall and weigh around 120 pounds, with strange tattoos covering their skin, yet their most distinctive feature is how the crown of their heads splits open like a flower to expose brains covered in a thin layer of lavender skin.

ELALI

Medium humanoid (elali), neutral good

Armor Class 14 (natural armor)

Hit Points 55 (9d8+9)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
9 (-1)	16 (+3)	14 (+1)	18 (+4)	17 (+3)	16 (+3)

Skills Arcana +6

Damage Resistance lightning, fire; bludgeoning, piercing, and slashing from nonmagical weapons.

Condition Immunity paralyzed

Senses darkvision 60 ft., passive Perception 13

Languages Celestial, Common, Elali, and Ultari; telepathy 100 ft.

Challenge 4 (1,100 XP)

Innate Spellcasting (Psionics). The elali's innate spellcasting ability is Intelligence (save DC 14). The elali can innately cast the following spells, requiring no material components.

At will: *levitate* (self only)

3/Day each—*disguise self*, *shield*, *suggestion*

1/Day each—*invisibility* (self only), *modify memory*

Magic Resistance. The elali has advantage on saving throws against spells and other magical effects.

Psychic Enhancement. The elali's weapon attacks are magical. When an elali hits with a weapon attack, it deals an extra 3d6 psychic damage (included in the attack).

ACTIONS

Multiattack. The elali makes two dagger attacks.

Dagger. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target.

Hit: 5 (1d4+3) piercing damage plus 3d6 (10) psychic damage.

Mental Paralysis. The elali mentally assaults a creature within 30 feet that it can see. The creature must succeed on a DC 14 Wisdom saving throw against this magic or become paralyzed for up to 1 minute. The elali must maintain concentration on this ability as if concentrating on a spell. At the end of the creature's turn, it can repeat the saving throw, ending the effect on itself on a success. If the creature makes its saving throw or the effect ends for it, it is immune to the elali's Mental Paralysis for the next 24 hours.



EREBUS

Erebuses have human origins but have evolved into their own species, primarily due to the human inhabitants on a remote planet who experimented with instant mental communication between members of their species. They have since evolved far from their original human stock into dark-skinned beings of stocky build and an overall craggy appearance. Their blue eyes glow with an inner light that seems to pierce the souls of everything they view.

Average erebuses stand at 5 and a half feet tall. Their dense flesh causes them to weigh more than humanoids of their size, and they weigh in excess of 300 pounds. Erebuses enjoy long lives, nearly matching an elf's lifespan.

Overmind Connection. A long-ago erebus scientist learned how to open up his mind's deepest potential, granting him incredible psychic gifts, and he used those to augment the technological aspects of his peoples' advancement. The procedure was successful, and Erebus became the core of an Overmind connecting everyone on the planet. With all minds working as a harmonious collective, the erebuses expanded beyond their planet. As time passed, the Overmind lost all of its progenitor's personality, and it currently acts as a hub for its scattered people. The intense gestalt on the erebus home world has allowed them to repel even magically or technologically superior invaders, since the erebuses can instantaneously coordinate a response. Away from their home, though, they lose the strong connection among themselves but retain an empathic connection which eases communication among their species.

Overmind Seeker. Even an erebus born apart from the gestalt mind still feels a connection to it and finds a way to contact the Overmind before reaching adulthood. Adventuring erebuses are the norm, since their collected knowledge and experiences add to the whole and provide the Overmind a better understanding of the current state of the universe. Most erebuses leave their home planet upon reaching maturity and only return near the end of their natural lifespans, passing their memories on to the gestalt before dying.

Balanced Viewpoint. Erebuses tend toward true neutral alignments, but their individual experiences shift their viewpoints. Erebuses are split equally between good and evil, but the connection to a gestalt makes them more prone to shift to lawful alignments as opposed to chaotic. Extreme alignments are exceedingly rare among erebuses.

EREBUS MINDER

Medium humanoid (erebus), neutral

Armor Class 11

Hit Points 16 (3d8+3)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	12 (+1)	13 (+1)	17 (+3)	10 (+0)	15 (+2)

Saving Throws Int +5, Wis +2

Skills Arcana +5, Insight +2, Investigation +5, Perception +2

Senses darkvision 60 ft., passive Perception 12

Languages Celestial, Common, Draconic, Elven, Erebus

Challenge 1/4 (50 XP)

Innate Spellcasting. The erebus's innate spellcasting ability is Intelligence (spell save DC 13). It can innately cast the following spells, requiring no material components:

At will: *mage hand*, *message*

1/Day each: *charm person*, *command*, *detect thoughts*

Limited Mental Connection. An erebus has advantage on Wisdom (Insight) checks against other erebuses.

Mental Fortitude. An erebus has advantage on saving throws against being charmed.

Of One Mind. An erebus has advantage on Wisdom (Perception) checks as long as it is within 30 feet of another erebus it can see.

ACTIONS

Dagger. *Melee or Ranged Weapon Attack.* +3 to hit, reach 5 ft. or range 20/60 ft., one target. *Hit:* 3 (1d4 + 1) piercing damage.

Telekinetic Projectile. *Ranged Weapon Attack.* +5 to hit, range 30/90 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage. The erebus uses *mage hand* to hurl an object weighing 5 pounds or less.

NPC FEATURES

To make an existing NPC into an erebus, apply the following racial features:

- +2 Intelligence, +1 Charisma
- Darkvision 60 ft.
- Limited Mental Connection, Mental Fortitude, Of One Mind
- Innate Spellcasting: *charm person* (1/Day)



FISH, BLADEFISH

A school of human-sized grey fish moves as one. Their long flat bills and rigid fins are bordered in razor-thin silver scales. An adult bladefish is 7 feet long and weighs 600 pounds. Larger, rarer species can reach 40 feet in length and live for over a hundred years.

Scintillating Wave. Fast and strong, bladefish swim across the oceans in instinctive circuits that cover thousands of miles. These cycles take them through their entire life cycle, including live birth, adolescence, hunting, and mating, though beautiful to behold, bladefish are deadly carnivores and deliver brutal blows very rapidly as they charge in, swim past, and charge in again. Their skulls narrow to a flat, horizontal blade and their tail fins sport a similar vertical protrusion. Both bear shining scales along these sharp edges as decoration. A long, sharp mouth blade is ideal for hunting and defense, while the brightest sheen along its blades attracts the most desirable mates.

Storm of Blades. The greatest weapon bladefish have is in their numbers. Vast storms of them swim their lifelong circuits near the water's surface and as deep as 200 feet. When one senses an intruder, it determines whether the threat is manageable or overwhelming and reacts by charging or fleeing, respectively. The entire community of bladefish joins in that reaction, swimming away as one or attacking in a rapid frenzy of sharp bills. Weaker bladefish are left behind or join the fight late and risk losing their meal to more aggressive members.

BLADEFISH

Medium beast, unaligned

Armor Class 14 (natural armor)

Hit Points 104 (11d8 + 55)

Speed 0 ft., swim 60 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	12 (+1)	21 (+5)	1 (-5)	12 (+0)	5 (-3)

Skills Perception +3

Senses blindsight 10 ft., passive Perception 14

Languages —

Challenge 5 (1,800 XP)

Pack Tactics. The bladefish has advantage on attack rolls against a creature if at least one of the bladefish's allies is within 5 feet of the creature and the ally isn't incapacitated.

Razor Fin. A bladefish has quick reflexes and powerful muscles along its length. If it strikes the same target with its blade and tail slap attacks it does an additional 10 necrotic damage as the target bleeds from the gashes made by the bladefish.

Swim-By Attack. A bladefish is perfectly suited for attacking on the move. It does not provoke attacks of opportunity so long as it has attacked in the same turn it has provoked.

Water Breathing. The bladefish can breathe only underwater.

ACTIONS

Multiattack. The bladefish makes one blade and one tail slap attack so long as it has moved at least 5-feet before making the first attack roll.

Blade. *Melee Weapon Attack.* +9 to hit, reach 5 ft., one target. *Hit:* 17 (2d10 + 6) piercing damage. This attack criticals on a 19 or 20.

Tail Slap. *Melee Weapon Attack.* +9 to hit, reach 5 ft., one target. *Hit:* 11 (1d10 + 6) slashing damage. This attack criticals on a 19 or 20.

FISH, DINICHTHYS

Among the deadlier animals of the sea, the mighty dinichthys holds its own against dragons and magical beasts. Its punishing bite allows it to both defend itself and feed from Varen's hardest animals. Dinichthyses hunt at any depth greater than 20 feet, chasing prey for miles in any direction before resuming a natural migration toward decennial mating waters. Dinichthyses live for approximately 100 years. An adult is 30 feet long and weighs 22,000 pounds.

Neverfull. Dinichthyses are voracious, often biting a chunk of flesh out of a sizable creature so it can follow the bleeding quarry to any social unit it might flee to for protection.



DINICHTHYS

Huge beast, unaligned

Armor Class 14 (natural armor)

Hit Points 253 (22d10+132)

Speed 0 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	12 (+1)	23 (+6)	3 (-4)	12 (+1)	7 (-2)

Skills Perception +5

Senses blindsight 120 ft., passive Perception 13

Languages —

Challenge 12 (8,400 XP)

Swim-By Attack. A dinichthys is perfectly suited for attacking on the move. A dinichthys that uses its action to attack does not provoke opportunity attacks for the rest of its turn.

Water Breathing. The dinichthys can breathe only underwater.

ACTIONS

Multiattack. The dinichthys makes two bite attacks.

Bite. *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 22 (5d6 + 5) piercing damage. The dinichthys scores critical hits on natural rolls of 18-20. In addition, its critical hit damage is always maximized, dealing 35 piercing damage and inflicting an additional 7 (2d6) necrotic damage from bleeding. This bleeding can only be stopped with a DC 15 Wisdom (Medicine) check or through any magical healing. This damage is cumulative. For example, a creature who has been hit by two critical hits from a dinichthys vicious bite suffers 14 (4d6) necrotic damage per round.



Snatching Vehicle. Unscrupulous owners can also employ conveyance golems in kidnappings. The golems can quickly transform themselves to create openings with which to snag creatures.

The interior restraints used to keep passengers safe also work to pin unwilling captives. The climate control can instead pump anesthetizing gas to incapacitate victims. When all else fails, the golems make the transportation highly turbulent to throw victims around the interior.

Construction Materials. A conveyance golem's body is constructed from 6,000 pounds of iron infused with adamantite and smelted in a furnace with rare tinctures worth 4,500 gp.

CONVEYANCE GOLEM

Huge construct, unaligned

Armor Class 17 (natural armor)

Hit Points 157 (15d12 + 60)

Speed 40 ft., fly 60 ft

STR	DEX	CON	INT	WIS	CHA
18 (+4)	8 (-1)	18 (+4)	7 (-2)	10 (+0)	3 (-4)

Senses blindsight 10 ft., darkvision 60 ft., passive Perception 10

Damage Resistance acid, cold, fire; bludgeoning, piercing and slashing from nonmagical attacks

Damage Immunities poison

GOLEM, CONVEYANCE

Conveyance golems provide comfortable travel for creatures negotiating their service from their owners. Their interiors are climate-controlled to the specifications of their inhabitants. They have rudimentary intelligence, allowing them to follow a programmed set of instructions, usually getting clients to their destinations as quickly and safely as possible. Since they are immune to the rigors of space, they provide short-distance transportation among asteroids or other closely clustered objects. Conveyance golems are capable of passing through multiple environments and change their forms to suit the conditions. For those within, a few seconds of freefall or seemingly uncontrolled driving proves unsettling as the golems change form, but they take precautions to ensure their passengers remain otherwise unbothered by the transformation.



Condition Immunities charmed, exhaustion, frightened, paralyzed, poisoned

Languages understands commands given in any language but can't speak

Challenge 7 (2,900 XP)

Restraining Tentacles. A conveyance golem possesses 8 restraining tentacles in its interior. These tentacles have total cover against attacks and other effects outside the golem. The tentacles each have 19 hp but otherwise have the same statistics as the golem. Damaging the tentacles deals no damage to the golem.

Sentient Transport. A creature can spend 5 feet of movement to embark or disembark from the golem. While alive the golem can choose to prevent this movement, this does not require an action. While embarked a creature is considered swallowed (see bite).

Transformation. A conveyance golem can adapt to its environment as a transport device. As an action, it can reconfigure itself as an air - or space - borne vehicle, a ground-based vehicle, or a seaborne vehicle. Its base configuration is as an airborne vehicle. When it switches to a ground-based vehicle, it loses its fly speed, but its base speed increases to 80 ft. As a seaborne vehicle, it loses its fly speed and instead gains a swim speed of 60 feet. In all cases, the creatures contained within the golem (either willingly or not) do not suffer from a change in environment.

ACTIONS

Multiattack. The conveyance golem makes one bite attack and as many tentacle slam attacks as it has restraining tentacles.

Bite. *Melee Weapon Attack.* +7 to hit, reach 15 ft., one target. *Hit:* 11 (2d6 + 4) piercing damage and the target is swallowed. A swallowed creature has total cover against attacks and other effects outside the golem. As a bonus action, the golem can deal 5 (2d4) bludgeoning damage to all swallowed creatures that are not grappled. The golem can have up to four Medium or smaller (or two Large) creatures swallowed at a time. If the golem is destroyed, swallowed creatures can escape from the wreckage using 5 feet of movement, exiting prone.

Tentacle Slam. *Melee Weapon Attack.* +7 to hit, reach 15 ft., one target. *Hit:* 11 (2d6 + 4) bludgeoning damage and the target is grappled (escape DC 15).

Subduing Gas (Recharge 5-6). A conveyance golem can release an aerosol that induces unconsciousness in its internal space affecting all creatures it is carrying or swallowed whole. The target must succeed on a DC 15 Constitution saving throw or gain the unconscious condition for 1 minute. Any damage to the target will remove this condition. The unconscious creature may also make another saving throw at the end of each of its turns to remove the condition.

GOLEM, STEAMWERKS

A steamwerks golem is a curious collection of heavy industrialized armor, machines and plating rolled into a large—but surprisingly agile—construct. It is a bloated thing of iron and steel, filthy with soot and oil, its rusting form belying its considerable quickness. Steam belches from innumerable vents and apertures and its movement accompanied by the scraping and grinding sound of protesting metal. Standing at just over ten feet tall and weighing 2,700 pounds, the steamwerks golem is able to repeat simple phrases programmed into its making during creation.

Industrial Construction. Certain companies use steamwerks golems for harder work—and create larger specimens as a result. Many specialize in work such as deep mining or dangerous security work. Tales abound of vast steamwerks golems the size of small towns that are used to coordinate various tasks into a single entity; that these creatures—like their flesh golem cousins—occasionally go berserk is a secret few wish to admit to; steamwerks golems become so common in some places that they can outnumber employees.

Built-In Weaponry. Steamwerks golems are created with an ability to understand and use weapons, in the same way as a construct generally in human form. This weaponry is built into the construct at the time it is created, although some more advanced engineers have been able to modify the weapons after this point.

STEAMWERKS GOLEM

Large construct, unaligned

Armor Class 18 (natural armor)

Hit Points 189 (18d10 + 90)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
22 (+6)	9 (-1)	20 (+5)	3 (-4)	11 (+0)	1 (-5)

Damage Immunities poison, psychic; bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified, poisoned

Senses darkvision 120 ft., passive Perception 10

Languages understands the languages of its creator but can't speak



Challenge 14 (11,500 XP)

Immutable Form. The golem is immune to any spell or effect that would alter its form.

Magic Resistance. The golem has advantage on saving throws against spells and other magical effects.

Magic Weapons. The golem's weapon attacks are magical.

ACTIONS

Multiattack. The golem makes two melee attacks.

Earthbreaker. *Melee Weapon Attack.* +11 to hit, reach 10 ft., one target. *Hit:* 22 (3d10 + 6) bludgeoning damage.

Slam. *Melee Weapon Attack.* +11 to hit, reach 5 ft., one target. *Hit:* 19 (3d8 + 6) bludgeoning damage.

Spear-Strut. *Ranged Weapon Attack.* +11 to hit, range 20/60 ft., one target. *Hit:* 3 (1d6) piercing damage and 3 (1d6) fire damage.

Noxious Cloud (Recharge 6). The golem exhales poisonous gas in a 30-foot cone. It obscures vision as *obscuring mist* and each creature in that area must succeed on a DC 16 Constitution saving throw, taking 21 (6d6) fire damage on a failed save and becoming poisoned for 1d4 rounds, or half as much damage and not become poisoned on a successful one.

GRIEVER

This lithe warrior seems more machine than human, with four spidery arms flanged with razor-like burrs. Its four-fingered hands hold deadly-thin blades and two bent-jointed legs end in clamp-like metal claws. The eyes glaring out of its mask-like face are all too human in their scarred sockets, while tubes and wires knit its metallic chest pod to the flesh and mechanized vitals within.

Cybernetic Construct. Cruel cyborgs created with a fusion of magic and technology, grievors live a tortured existence enslaved to their master's will and driven to kill, maim, and destroy upon command, though they know it will bring them no succor nor respite from their tortured existence. The metallic exoskeletal devices erupting from a griever's flesh make it an exceptionally deadly combatant, but they pale beside the impossible grace and blinding speed of its bloody blades.

Cruel Construction. Creating a griever requires a live and healthy humanoid with Strength and Dexterity of at least 19, as well as the extracted brains of two creatures (one of these can provide the body of the griever if desired), as well as a body carapace and limbs of cast adamantine. Together with alchemical mutagenic serums, wires and cables of drawn mithral, and biomagical reinforcements, these materials cost 40,000 gp. Treat crafting a griever as crafting a legendary item.

In addition, each day of construction for a griever requires Wisdom (Medicine) and Intelligence (Arcana) checks, each against DC 21. If either check fails, work that day is wasted (though no additional gp cost is incurred). If the creator fails one or more checks on three consecutive days, the humanoid

being modified dies during the procedure and creation of the griever fails. If this occurs, 18,000 gp of the materials cost can be salvaged for later use. Other investment is lost.

GRIEVER

Medium construct, unaligned

Armor Class 21 (natural armor)

Hit Points 204 (24d8 + 96)

Speed 60 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
21 (+5)	27 (+7)	18 (+4)	14 (+2)	18 (+4)	11 (+0)

Skills Athletics +11, Perception +10, Stealth +13

Damage Resistances acid, cold, fire, poison; slashing, piercing and bludgeoning damage from nonmagical weapons that aren't adamantine.

Condition Immunities charmed, exhaustion, frightened, paralyzed, petrified

Senses darkvision 60 ft., truesight 60 ft., passive Perception 20

Challenge 17 (18,000 XP)

Bladesharp. The griever's weapon attacks are magical. When the griever hits with a slashing or piercing weapon, the weapon deals an additional 2d8 damage of the weapon's type (included in the attack).

Magic Resistance. The griever has advantage on saving throws against spells and other magical effects.

Reactive. The griever can take one reaction on every turn in a combat.



ACTIONS

Multiattack. The griever makes four rapier attacks, each of which it can replace with a hand crossbow attack.

Rapier. *Melee Weapon Attack:* +13 to hit, reach 5 ft., one target. *Hit:* 21 (3d8 + 7) piercing damage.

Hand Crossbow. *Ranged Weapon Attack:* +13 to hit, range 30/120 ft., one target. *Hit:* 10 (1d6 + 7) piercing damage plus 9 (2d8) piercing damage.

REACTIONS

Deflection. When the griever is hit by a ranged attack, it can reduce the damage it takes by 3d8 + 7. To do so, the griever must see the attacker and be wielding a melee weapon.

INVERTEBRATE, DEEP TIGER ANEMONE

Colorful tentacles writhe across this marine creature like long petals on an immense flower.

Vermin of the Deep. The largest anemones of the planetary oceans are capable predators despite their plodding movement. They lie in fields of other, usually smaller, anemones and among brightly colored coral societies. Monstrous anemones feed local scavengers by attacking large prey or schools of fish, scattering uneaten remains to their neighbors.

DEEP TIGER ANEMONE

Gargantuan beast, unaligned

Armor Class 15 (natural armor)

Hit Points 248 (15d20 + 90)

Speed 5 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	9 (-1)	22 (+6)	2 (-4)	11 (+0)	10 (+0)

Skills Perception +5, Stealth +4 (+9 in reefs)

Damage Resistances acid

Damage Immunities poison

Condition Immunities blinded, charmed, petrified, poisoned, prone

Senses blindsight 60 ft., passive Perception 15

Languages –

Challenge 14 (11,500 XP)

Acid Cloud. Deep tiger anemones use concentrated acid to incapacitate and digest their prey. Whenever an anemone suffers a critical hit, or when a creature cuts its way out of the anemone's stomach, the space within 25 feet is polluted with acid. Creatures

who end their turn within this range must succeed on a DC 18 Constitution save or take 3 (1d6) points of acid damage.

Water Breathing. The deep tiger anemone can breathe only underwater.

ACTIONS

Multiattack. The anemone makes three tentacle attacks.

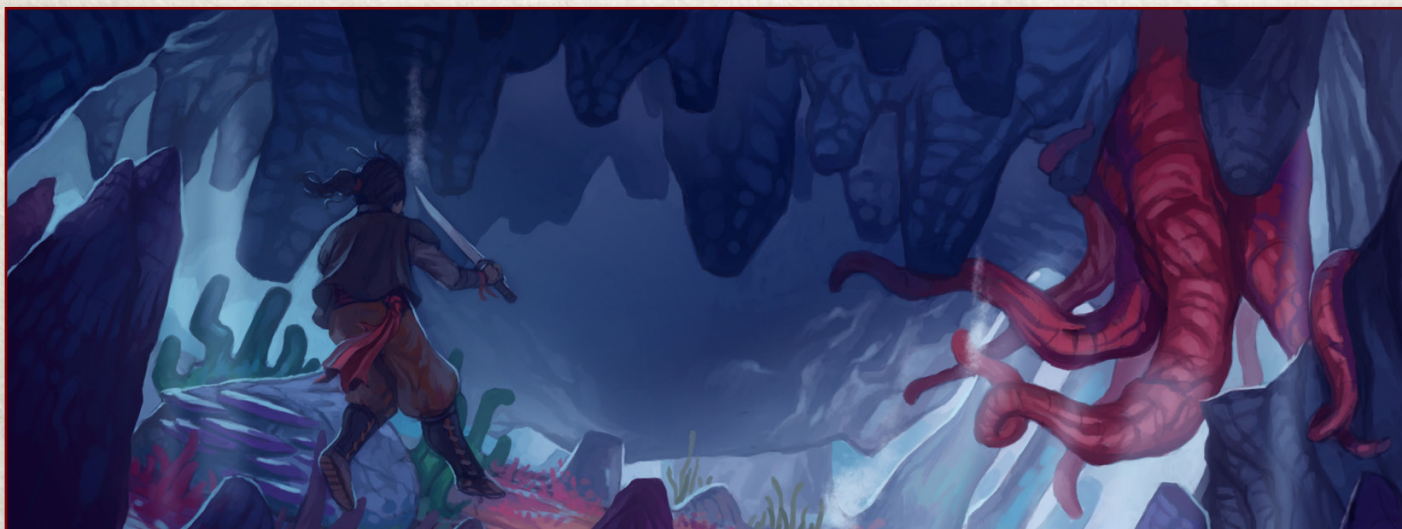
Tentacles. *Melee Weapon Attack.* +13 to hit, reach 25 feet, one target. *Hit:* 34 (4d12 + 8) piercing damage, and the target must succeed on a DC 15 Constitution saving throw, taking 24 (7d6) poison damage and gain the poisoned condition on a failed save, or half as much damage on a successful one. If the target is a Large or smaller creature, it is grappled (escape DC 18). Until this grapple ends, the target is restrained.

Acidic Shards (Recharges 3-6). A deep tiger anemone can fire a barb of crystallized bile at a single target within 60 feet. This crystal begins to dissolve immediately upon exposure to water. The shard deals piercing damage and coats the target's wound with potent acid. The target takes 21 (6d6) points of acid on a failed DC 18 Dexterity saving throw or half as much on a success. The damage continues on the following round regardless if the save was successful or not, with the target taking a further 10 (3d6) points of acid damage, and 3 (1d6) more the round after that.

REACTION

Digest. If at the end of its turn the anemone has a creature grappled it may swallow the creature whole if it is Large or smaller. It may swallow any number of grappled creatures with this reaction. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the anemone, and it takes 28 (8d6) bludgeoning damage at the start of each of the anemone's turns. If the anemone takes 29 damage or more on a single turn from a creature inside it, the anemone must succeed on a DC 20 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the anemone. This also triggers its acid cloud ability. If the anemone dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.





INVERTEBRATE, MINDCLAW

A mindclaw is a red-brown crab the size of a wagon that scuttles forward with an unusual amount of aggression. An adult mindclaw is 15 feet tall and weighs 4,000 pounds.

Echoes of a Dead World. Mindclaws retain the psychic impressions of the countless dead of the ocean depths, including those lost at sea, consumed for survival, or the victims of diluvian cataclysms that drowned entire continents. Mindclaws behave like ordinary mindless crabs most of the time, but their simple nervous systems process powerful emotions and are easily influenced by magic.

MINDCLAW

Huge beast, unaligned

Armor Class 21 (natural armor)

Hit Points 204 (24d12 + 48)

Speed 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	12 (+2)	1 (-5)	9 (-1)	3 (-4)

Skills Perception +3, Stealth +4

Condition Immunities charmed, frightened, stunned (if it is from a psychic-based attack)

Senses blindsight 30 ft., passive Perception 9

Languages —

Challenge 10 (5,900 XP)

Amphibious. The mindclaw can breathe air and water.

Shared Empathy. Mindclaws gain any bonuses or penalties from emotion effects affecting creatures within 30 feet. The specifics are at the GM's discretion, however, by way of example a mindclaw would gain the benefits of barbarian rage if a raging barbarian was within range. A mind crab can only benefit from the same spell or effect once regardless of bonus type or number of creatures affected by a single

effect, but mindclaws do gain bonuses and penalties from other mindclaws within 30 feet. Mindclaws cannot be the target of an emotion effect (for example the *calm emotions* spell), but do not gain saving throws against emotion effects affecting other creatures.

ACTIONS

Multiattack. The mindclaw makes 2 claw attacks.

Claw. *Melee Weapon Attack.* +11 to hit, reach 15 ft., one target.

Hit: 10 (2d6 + 3) bludgeoning damage and 35 (10d6) psychic damage, and the target is grappled (escape DC 17). The mindclaw has two claws, each of which can grapple only one target.

INVERTEBRATE, MONSTROUS SEASTAR

When a monstrous seastar emerges from repose, muscular tentacles explode from the sand and fold inward toward its toothless central maw. These aggressive starfish average 7 to 10 feet in diameter and weigh 600 to 1000 pounds.

Creeping Doom. Starfish on some alien ocean worlds contend with a greater number of more dangerous marine threats than on other worlds. Their resulting evolution produced faster, stronger specimens that recover from injury very quickly. Most unique among the species is that some giant seastars have no agenda or reproductive mechanism other than to split and regenerate after being attacked by predators. Ironically, the number of natural enemies that find them delicious ensures their survival.

One Too Many Mouths. Monstrous seastars have mouths on both sides of their bodies, allowing them to crawl towards stationary food, or to lie half-buried in sand to ambush prey crawling across the seabed above them.

MONSTROUS SEASTAR*Large beast, unaligned***Armor Class** 15 (natural armor)**Hit Points** 104 (11d10 + 44)**Speed** 10 ft., climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	18 (+4)	8 (-1)	13 (+1)	8 (-1)

Saving Throws Dex +5, Wis +4, Cha +2**Condition Immunities** prone**Damage Resistance** bludgeoning**Senses** blindsight 30 ft., passive Perception 11**Languages** -**Challenge** 6 (2,300 XP)

Tube Feet. Monstrous seastars move and grapple using thousands of shorter appendages filled with fluid and ending in tiny suction cups. They treat any solid surface as clear terrain.

Regeneration. The seastar regains 5 hit points at the start of its turn. If the seastar takes acid or fire damage, this trait doesn't function at the start of the seastar's next turn. The seastar dies only if it starts its turn with 0 hit points and doesn't regenerate.

Water Breathing. The seastar can breathe only underwater.

ACTIONS

Multiattack. The seastar makes two slam attacks.

Slam. *Melee Weapon Attack.* +6 to hit, reach 15 ft., one target.

Hit: 14 (2d10 + 3) bludgeoning damage, and if the target is a Medium or smaller creature and the seastar isn't already grappling a creature, it is grappled (escape DC 12).

External Stomach. A seastar ejects its stomach in order to begin digestion of a captured meal. If the target is a Medium or smaller creature grappled by the seastar, that creature is digested, and the grapple ends. While being digested, the creature is blinded and restrained, it has total cover against attacks and other effects outside the seastar's external stomach, and it takes 14 (4d6) acid damage at the start of each of the seastar's turns. If the seastar's external stomach takes 20 damage or more on a single turn from a creature inside it, the seastar must succeed on a DC 14 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 5 feet of the seastar. Damage done to a seastar's stomach does not harm the seastar. If the seastar dies, a swallowed creature is no longer restrained by it and can escape from the corpse using 5 feet of movement, exiting prone.

REACTIONS

Split. When a seastar is subjected to a critical hit from a slashing attack, it splits into two new seastars if it has at least 10 hit points. Each new seastar has hit points equal to half the original seastar's, rounded down. New seastars are one size smaller than the original seastar.

IRONROT LICHEN

Ironrot lichens faced extermination in most inhabited areas after infestations of the plant wiped out armor, tools, and weapons, while spreading from settlement to settlement on tainted metal. The hardy plants went into a long dormancy in hidden areas and have thus far avoided complete destruction. Ironrot lichens can enter a long-term stasis, and they reawaken after many locations have forgotten about the massive damage they cause. They also thrive in extreme environments where they could reproduce through red-blooded creatures populating those environments. Patches of dormant ironrot lichen have also spread to airless locations in space, becoming a menace to miners who rely on metal tools and habitats on the asteroids they work. A patch of lichen takes up a roughly 3-foot-diameter space and is virtually weightless.

Contagious Corrosion. Rumored to be a creation of the Hegemony, ironrot lichens sprouted simultaneously on many worlds where they unleashed considerable devastation. The first ironrot lichens only corroded metal and spread slowly enough to allow infested metal to easily come into contact with other metal objects. Whether through deliberate or unintentional mutation, ironrot lichens metamorphosed such that they inflict caustic wounds to flesh, and their destruction of iron also extended to iron contained in a living creature's blood. The lichens are immune to temperature extremes and even magical sources of cold, but fire destroys it. Unfortunately, using fire also causes the lichens to release spores which escape the fire and drift away on the wind. Druidic sects of a particularly malevolent bent gather and cultivate ironrot lichens and use them in their attempts to undermine large population centers. In areas where mining claims are contested, one group may resort to using ironrot lichens as instruments of sabotage.

IRONROT LICHEN*Small plant, unaligned***Armor Class** 19 (natural armor)**Hit Points** 110 (16d6 + 54)**Speed** 10 ft., Climb 10 ft.

STR	DEX	CON	INT	WIS	CHA
6 (-2)	21 (+5)	18 (+4)	1 (-5)	11 (+0)	5 (-3)

Skills Perception +6**Damage Immunities** cold, lightning**Condition Immunities** blinded, charmed, deafened, frightened, paralyzed, prone, stunned**Senses** tremorsense 60 ft., passive perception 16**Languages** —**Challenge** 7 (2,900 XP)

Camouflage. An ironrot lichen looks like normal rust and corrosion on a metal surface when at rest. A creature must succeed at a DC 22 Intelligence (Nature) or Wisdom (Survival) check to notice it before it attacks for the first time.

Ironrot Plague. The ironrot plague is a troublesome but nonlethal plague that affects metallic items. When exposed to either the touch of the ironrot lichen, or its spore cloud attack, any affected metal items are subject to its effects. Creatures that are holding or wearing metal items can make a DC 15 Dexterity saving throw to mitigate the effect. On a success, the metal items take 1d4 necrotic damage that bypass any resistances to damage. On a failure, the item becomes broken and unusable. Creatures made of metal (e.g., an iron golem) makes the same saving throw and takes 22 (4d10) necrotic damage on a failure, or half as much on a success. An item that fails the initial saving throw must make another saving throw after 1 minute. A broken item becomes destroyed on a second failure or remains broken and ends the effect on a success. Creatures that fail the first saving throw must make another saving throw every minute, taking damage on a failure, and ending the effect with no damage on a success. A creature or object destroyed as a result of this plague sprouts a new patch of ironrot lichen in 1 hour. Only metal creatures and held objects receive a saving throw against this disease; other metal objects automatically fail. Magic items are explicitly immune to this effect.

ACTIONS

Multiattack. The ironrot lichen makes two tendril attacks.

Tendrils. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target.



Hit: 21 (6d6) acid damage. If the target is made of metal, wearing metal armor, or wielding a metal weapon, they and/or those objects are exposed to the ironrot plague (see above).

Spore Cloud (Recharge 5-6). The ironrot lichen releases a 10-foot-radius cloud of spores. Creatures within the cloud must succeed on a DC 15 Dexterity saving throw or be affected by ironrot plague (see above). Metal objects that are not held are automatically subjected to the ironrot plague as if they had failed their saving throw.

KARN-TOR

The karn-tor are a primitive race of saurian humanoids that inhabit the jungles and swamps of Anshar's warmer moons. They live in small tribes of hunter-scavengers typically under the command of a powerful warlord chieftain. They are covered in mottled, scaly flesh and typically wear bloodstained hides.

Scavenged Technology. While karn-tor tend to live simply, they aren't unintelligent and prove incredibly resourceful in terms of survival and making do with whatever resources they seize during their raids. While they have no way of manufacturing technological items, they have figured out how to use those they can steal from more civilized races when they encounter them. Of course, they are most interested in military weapons such as guns and bombs but steal whatever tech they can during raids. Beyond plundering, they rarely interact with outsiders, including members of their own species.

KARN-TOR

Large humanoid (karn-tor), neutral evil

Armor Class 18 (battle harness)

Hit Points 117 (18d10 + 18)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	13 (+1)	11 (+0)	12 (+1)	8 (-1)

Saving Throws Dex +5, Con +4

Skills Athletics +7, Intimidation +5, Perception +4, Stealth +5, Survival +4

Senses darkvision 60 ft., passive Perception 14

Languages Common, Karn-Tor

Challenge 6 (2,300 XP)

Natural Leaper. The karn-tor ignores difficult terrain when it moves. If the karn-tor moves more than 10 feet in a round before it attacks, it deals an additional 7 (2d6) damage with its melee attacks. In addition, a karn-tor can jump through the space of allies without interfering with its movement, or even through the space of an enemy as long as it succeeds on a contested Strength (Athletics) check to move through its space. Success means that it moves without being impeded, and failure means that it cannot move past the

enemy. All opportunity attacks against the Karn-Tor are made with disadvantage.

Savage Death Throes. The karn-tor enters a rage when its hit point total reaches 0. The Karn-Tor has advantage on all attacks and can make an additional bite attack per round. While in this state, the karn-tor dies either in three rounds, or after it has been damaged an additional three times after reaching 0 hit points.

ACTIONS

Multiattack. The karn-tor makes two melee attacks, each one with a different weapon.

Bite. *Melee Weapon Attack.* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 +4) slashing damage.

Claw. *Melee Weapon Attack.* +7 to hit, reach 5 ft., one target. *Hit:* 11 (2d6 +4) piercing damage.

Spear. *Melee Weapon Attack.* +7 to hit, reach 10 ft., one target. *Hit:* 13 (2d8 +4) piercing damage.

Longbow. *Ranged Weapon Attack.* +7 to hit, range 80/320 ft., one target. *Hit:* 11 (2d6 +4) piercing damage.



KAULVREX

Ancient insectile beings engineered kaulvrexes as a servitor species with proficiency in combat. They are highly adaptive creatures and can live and thrive in all but the most hostile environments, a feature that allowed them to serve as their creators' proxies in wars (sometimes between the creators) on a variety of planets. Kaulvrexes emancipated themselves from their makers helped in part by a devastating disease that wiped out most of the creators while leaving kaulvrexes untouched. They retained their warlike instincts but generally refuse to fight one another en masse, preferring champions to settle disputes between hives. They also retreated to more inhospitable locations on the worlds where they were stranded and maintain a distance from other habitations. They have relatively short lifespans, appropriate to their engineered nature, with the longest-lived specimens reaching the age of 50.

Hive Leaders. Kaulvrexes gather in hives led by a kaulvrex who becomes agendered when it assumes leadership. Sages who study kaulvrexes do not know whether this transformation was "programmed" in by their creators to prevent romantic distractions during battle or the kaulvrexes developed this after they won their freedom.

Roles. Kaulvrexes of both genders serve equally as soldiers and workers. Their bodies adapt to the role they currently carry out. Soldiers' carapaces harden, and their musculature increases, while workers are weaker, but their third arms are defter. An individual kaulvrex usually remains in a specific role for its entire life but switching between roles is not uncommon. The most commonly encountered kaulvrexes are soldiers, who protect the hive or hire themselves out as mercenaries.

Second Language. Kaulvrexes who work outside a hive develop strong bonds with their partners and allies and adapt their communication to the languages spoken by other species. Among other species, they often develop odd phrases meaningful to their shared experiences and use these to replicate the chemical communication they otherwise share with other kaulvrexes. Non-kaulvrexes view this as a propensity on the kaulvrexes' part for developing "inside jokes," and react with a level of amusement.

KAULVREX DRONE

Medium monstrosity, neutral

Armor Class 16 (natural armor)

Hit Points 71 (11d8+22)

Speed 40 ft., burrow 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	15 (+2)	15 (+2)	8 (-1)	12 (+1)	14 (+2)

Saving Throws Int +1, Wis +3

Skills Acrobatics +4, Athletics +3, Intimidation +4, Perception +3, Stealth +4

Senses darkvision 60 ft., passive Perception 13

Languages chemical communication

Challenge 4 (1,100 XP)

Chemical Communication. Kaulvrexes can communicate with other kaulvrexes within 60 feet via pheromone transmission. In a kaulvrex hive, this range extends to cover the entire hive. This is a silent and instantaneous mode of communication only kaulvrexes can understand.

Third Arm. A kaulvrex has an extra arm that does not give it any extra attacks or actions per round. However, it can manipulate or hold items as a normal arm does.

ACTIONS

Multiattack. The kaulvrex makes three attacks: one with its bite, one with its claws, and one with its tail slap.

Bite. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) bludgeoning damage, plus 3 (1d6) acid damage.

Claws. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 7 (2d4 + 2) slashing damage.

Tail Slap. *Melee Weapon Attack.* +4 to hit, reach 10 ft., one target. *Hit:* 6 (1d8 + 2) bludgeoning damage, plus 5 (1d10)

fire damage, and the target is chemically marked. A kaulvrex has advantage on Wisdom (Perception) checks against a marked target and has blindsight with a radius of 30 feet with respect to it, using its sense of smell. A kaulvrex has advantage on attack rolls against a target that was chemically marked before the beginning of its turn. The marked creature must spend an hour scrubbing off the chemical brand to render the mark undetectable to kaulvrexes.

Acid Spit. *Ranged Weapon Attack.* +4 to hit, range 10/30 ft., one target. *Hit:* 9 (2d6 + 2) acid damage.

KAULVREX MASTER CONTROLLER

Medium monstrosity, neutral

Armor Class 17 (natural armor)

Hit Points 71 (11d8+22)

Speed 40 ft., burrow 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
13 (+1)	17 (+3)	15 (+2)	12 (+1)	12 (+1)	14 (+2)

Saving Throws Dex +6, Int +4, Wis +4

Skills Acrobatics +9, Athletics +7, Intimidation +8, Perception +7, Persuasion +8, Stealth +9

Senses darkvision 60 ft., passive Perception 17

Languages chemical communication

Challenge 5 (1,800 XP)

Chemical Communication. As a kaulvrex drone.

Cunning Action. The master controller can take a bonus action on each of its turns in combat. This action can be used only to take the Dash, Disengage, or Hide action.

Expertise. A master controller's proficiency bonus (+3) is doubled for any ability check it makes using a tool with which it is proficient.

Third Arm. As a kaulvrex drone.

ACTIONS

Multiattack. The kaulvrex makes three attacks: one with its bite, one with its claws, and one with its tail slap.

Bite. *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage, plus 3 (1d6) acid damage.

Claws. *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 8 (2d4 + 3) slashing damage.



Tail Slap. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage, plus 5 (1d10) fire damage, and the target is chemically marked, as a kaulvrex drone.

Acid Spit. *Ranged Weapon Attack.* +6 to hit, range 10/30 ft., one target. *Hit:* 10 (2d6 + 3) acid damage.

KAULVREX MASTER SOLDIER

Medium monstrosity, neutral

Armor Class 17 (natural armor)

Hit Points 97 (13d8+39)

Speed 40 ft., burrow 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	17 (+3)	8 (-1)	12 (+1)	14 (+2)

Saving Throws Str +6, Int +2, Wis +4

Skills Acrobatics +5, Athletics +6, Intimidation +8, Perception +4, Stealth +5

Senses darkvision 60 ft., passive Perception 14

Languages chemical communication

Challenge 6 (2,300 XP)

Chemical Communication. As a kaulvrex drone.

Third Arm. As a kaulvrex drone.

ACTIONS

Multiattack. The kaulvrex makes three attacks: one with its bite, one with its claws, and one with its tail slap.

Bite. *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage, plus 3 (1d6) acid damage.

Claws. *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 8 (1d10 + 3) slashing damage. If the master soldier scores a critical hit, it rolls damage dice three times, instead of twice.

Tail Slap. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage, plus 5 (1d10) fire damage, and the target is chemically marked, as a kaulvrex drone.

Acid Spit. *Ranged Weapon Attack.* +6 to hit, range 10/30 ft., one target. *Hit:* 10 (2d6 + 3) acid damage.

REACTIONS

Punish (Recharges After a Short or Long Rest). At the end of another creature's turn, the master soldier makes a tail slap.

KONGAMATO

Kongamatos are primeval dragons that hunt the deep jungles of the world. Although not as intelligent or magically adept as their "true" cousins, kongamatos are respected and feared for their resilience and awesome strength. While the kongamato's body is clearly draconic—squat and dense with sharp claws capping each of its four limbs—the creature's head is distinctly avian, with a long, toothless beak and a pronounced crest. A

kongamato's hide is a rich emerald hue, with an ash-colored underbelly and crimson webbing on its broad wings. Females have smaller head-crests than males, and a rosy hue colors both the undersides of their wings and their underbellies. Both males and females grow to a length of almost 30 feet, with an equally broad wingspan, and can weigh up to 7 tons. Kongamatos live between 500 and 600 years.

Jungle Flyers. Kongamatos are apex predators that make their lairs in the tops of the oldest and strongest trees, or in caves and ruins. Kongamatos are carnivorous and prey on large herd animals. Although they do not have teeth, their beaks are sharp and strong, allowing them to carve their kills with precision and to punch through wood, rock, and even metal. When possible, kongamatos hunt on the perimeter of their territories, gliding silently and gracefully through even the thickest forest foliage to surprise prey.

KONGAMATO

Gargantuan dragon, unaligned

Armor Class 17 (natural armor)

Hit Points 264 (16d20 + 96)

Speed 40 ft., fly 60 ft.

STR	DEX	CON	INT	WIS	CHA
27 (+8)	17 (+3)	22 (+6)	9 (-1)	14 (+2)	17 (+3)

Skills Perception +7

Damage Resistances acid, cold, fire, lightning

Damage Immunities thunder; bludgeoning, piercing and slashing from nonmagical attacks

Condition Immunities paralysis, sleep

Senses darkvision 60 ft., passive Perception 17

Languages Draconic

Challenge 15 (13,000 XP)



Piercing Beak. The kongamato deals double damage to objects and structures.

Prehistoric Rage. When the kongamato is looked in the eyes or takes damage in combat, it automatically flies into a rage as a bonus action on its next turn. It gains resistance to bludgeoning, piercing and slashing, does an extra die of damage (not included below), but takes a -2 penalty to its AC. The rage lasts as long as the battle or 1 minute, whichever is shorter. It cannot end its rage voluntarily.

ACTIONS

Multiattack. The kongamato makes one bite attack or tail attack, plus two claw attacks and one wing attack.

Bite. Melee Weapon Attack. +13 to hit, reach 15 ft., one target.

Hit: 34 (4d12 + 8) piercing damage. If the kongamato moves at least half its movement before making a bite attack the damage is increased by an additional 7 (1d12) thunder damage.

Claw. Melee Weapon Attack. +13 to hit, reach 10 ft., one target.

Hit: 22 (4d6 + 8) slashing damage. If the target is a Large or smaller creature, the kongamato may grapple the target (escape DC 18). When the kongamato moves, the grappled creature moves with it. Until this grapple ends, the target is restrained. The kongamato can grapple up to two creatures and usually flings them from a great height.

Tail. Melee Weapon Attack. +13 to hit, reach 20 ft., one target.

Hit: 21 (3d8 + 8) bludgeoning damage.

Wing. Melee Weapon Attack. +13 to hit, reach 5 ft., all creatures

in range not grappled by the kongamato. **Hit:** 19 (3d6 + 8) bludgeoning damage and the targets are knocked back 10 feet and fall prone on a failed DC 16 Dexterity or Strength saving throw (target's choice).

Dive Bombing (1/Day). A kongamato can fly high into the air with a boulder, log, or similar massive object in tow and dive directly at its target hurling the missile in its descent. It normally does this when starting a battle. The kongamato lifts an immense boulder into the air and drop it on its foes. This boulder affects a 15-foot square area, dealing 39 (4d6+25) points of bludgeoning damage to all creatures in the area on a failed DC 18 Dexterity saving throw, or half as much damage on a success. In addition, Medium or smaller creatures failing their saves are pinned under the boulder, gaining the immobilized condition and taking damage again each round at the end of their turn if they do not escape (escape DC 18).

Frightful Presence. Each creature within 120 feet that can hear when the kongamato uses its thunder breath must succeed on a DC 18 Wisdom saving throw or become frightened for 1 minute. A frightened creature repeats the saving throw at the end of each of its turns, ending the effect on itself on a success. If a creature's saving throw is successful or the effect ends for it, the creature is immune to the kongamato's Frightful Presence for the next 24 hours.

Thunder Breath (Recharge 5–6). The kongamato exhales a thunderous screech in a 50-foot cone. Each creature in that cone must succeed on a DC 19 Dexterity saving throw, taking 49 (14d6) thunder damage and deafened on a failed save, or half as much damage and not deafened on a successful one.

LEGENDARY ACTIONS

The kongamato can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. The kongamato regains spent legendary actions at the start of its turn.

- **Move.** The kongamato moves up to half its speed.
- **Tail Attack (Costs 2 Actions).** The kongamato makes one tail attack.
- **Piercing Screech (Costs 3 Actions).** This option is only available if the kongamato's thunder breath is available. The kongamato may use its breath weapon which becomes a focused beam of sound shattering objects in a 100-foot line, 5 feet wide. The attack ignores damage thresholds of objects, all objects in the area are damaged by the attack and on a failed save worn items are damaged – armor AC is reduced by 1, weapon damage is reduced by 1 also. If an items AC is reduced to 0 (or less) it is destroyed. This damage is reduced to 0 (or less) it is destroyed. This damage can be repaired at the GM's discretion.

KRANG

Krang come from a lush, forested homeworld called Tohrvaul, where their forebears first gathered in small tribes of arboreal apes. Fighting one another for centuries over territory and resources, the krang rose into warring nation-states but eventually joined forces with the Ultari Hegemony in search of glorious conquest across the stars. They proved terrifying in battle, but in the execution of their duties, the honorable krang soon realized the cruelty of their new overlords and the depths of their depravity and turned against the Ultari to join their enemies and find redemption while also liberating their homeworld from the grip of the Ultari. Krang average 6-and-a-half feet in height, but their long arms give them the appearance of being taller. They weigh between 200 and 300 pounds.

Pride and Valor. Krang are militaristic but deeply concerned with valor. While krang prefer to fight at close range, they also engage from a distance if conditions call for it but abhor the use of disease and poison in weaponized warfare. Many who meet krang for the first time view them as humorless apes with a fixation on combat and skill-at-arms. After spending time together, they soon realize the krang cling to their honor as a bastion against the painful memories of their association with the ultari. While krang possess a modicum of humor, they generally fail to recognize sarcasm and deceptive word play. Traditional krang religion focuses on ancestor worship,

but those traveling among other races often adopt the faiths of those they respect, though under duress krang often invoke the names of powerful warriors who faced similar trials or hardships. Respect among the krang is earned by actions, especially demonstrations of skill or bravery. A tale well told may impress a krang, but they always seek evidence to back it up, and they have little patience for those who reveal themselves to be deceitful or cowardly.

KRANG

Medium humanoid (krang), neutral

Armor Class 13 (hide armor)

Hit Points 67 (9d8 + 27)

Speed 30 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	11 (+0)	16 (+3)	11 (+0)	8 (–1)	13 (+1)

Saving Throws Str +5, Con +5, Wis +1

Skills Athletics +5

Senses passive Perception 9

Languages Common, Krang

Challenge 2 (450 XP)

Elongated Arms. The krang's long arms extend its reach with melee attacks to 10 feet.

Smashing Charge. If the krang moves at least 20 feet and hits with a head-butt attack in the same turn, the attack deals an additional 7 (2d6) bludgeoning damage and the target must succeed on a DC 13 Constitution saving throw or be stunned until the end of its next turn.

ACTIONS

Multiattack. The krang makes two melee attacks: one with its warhammer, and one with its head-butt.

Head-butt. *Melee Weapon Attack.* +5 to hit, reach 10 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage.

Warhammer. *Melee Weapon Attack.* +5 to hit, reach 10 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage, or 8 (1d10 + 3) bludgeoning damage if used with two hands.

KYTON, FERAL

When a termagant kyton dwells in a place of relative safety, the creatures bred by her are often predominantly feral kytons. The feral kyton is in many ways a lesser being even to weaker kin; they are almost always found in hives where the number of kyton is vast, the profligate manner of their birth often makes weaker or inferior kyton that some say are deliberately created to allow cruelty to thrive. Feral kytons are more brutish and sadistically violent than their more subtle and cruel kin—the huge numbers they are found in does not enable many to rise above the foul rank and file of their birth. They are cruel—like all their kin—but this cruelty is more sadistic bullying and group torment than refined suffering. They are creatures of the pack.

Savage. Kyton ferals are grotesque and animalistic creatures. Though roughly humanoid in shape, they have longer, more savage features, including prehensile tails that are often more dextrous than their gnarled and gangly limbs. Their mouths—used to biting in huge packs—have mouths able to extend outwards; their jaws tearing and rending, not for food, but for pleasure.

Pack Ascendancy. The feral kyton exists within the pack, but also hates it—it despises its need to have others of its kind nearby. It also hates those above it; fears and loathes their power and that of the mother that bred it; a figure it regards as divine yet hates and envies. The feral kyton has one big advantage, however, over its less-common kin; if it is able to rise through the festering sweating mass of its brood, it is truly a figure of power. A microscopic number of feral kytons rise to become more powerful kytons—revoltingly animalistic versions of interlocutor, ostiarius, and sacristan. Some ferals rise to form particular new types of kyton that can come only from feral heritage, with the dreaded festius, ovvaria and pak being the three most commonly encountered.

These feral kytons have horrific powers to call and command other kytons, able to bend them to their own will or take away their will to the point of self-destruction.



FERAL KYTON

Medium fiend (devil), lawful evil

Armor Class 16 (natural armor)

Hit Points 85 (10d8 + 40)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	15 (+2)	18 (+4)	11 (+0)	12 (+1)	14 (+2)

Saving Throws Con +8, Wis +5, Cha +6

Damage Resistances cold; bludgeoning, piercing, and slashing from nonmagical attacks that aren't silvered

Damage Immunities fire, poison

Condition Immunities poisoned

Senses darkvision 120 ft., passive Perception 11

Languages Infernal, telepathy 120 ft.

Challenge 9 (5,000 XP)

Kyton's Sight. Magical darkness doesn't impede the kyton's darkvision.

Magic Resistance. The kyton has advantage on saving throws against spells and other magical effects.

Swarming. Two feral kytons may share a single space. If two kytons sharing a space attack the same foe, each attack is made at a +2 bonus.

ACTIONS

Multiattack. The kyton makes two attacks.

Distended Bite. *Melee Weapon Attack.* +9 to hit, reach 10 ft., one target. *Hit:* 11 (2d6 + 5) piercing damage. The target is grappled (escape DC 14) if the kyton isn't already grappling a creature. Until this grapple ends, the target is restrained and takes 7 (2d6) piercing damage at the start of each of its turns.

LASIODON

Lasiodons are something out of ancient nightmares, with whale-like bodies, powerful fluked tails, and thick fins surmounted by six long-necked heads. Above each head's nightmarish maw is a curved, fleshy growth that glows in the dark waters with a pale radiance.

Deep Hydras. Lasiodons hunt the deepest oceans, luring inquisitive prey with the white glow of their protruding anglers and devouring it whole. With teeth able to slice solid stone, a lasiodon can freeze its quarry, sometimes attacking a school of large fish by freezing some and devouring others. In the darkest coldest depths, blocks of ice created by the creature's breath weapon remain still for several seconds before ascending slowly.



Unlimited Growth. Lasiodons never stop growing and seem immune to the effects of aging. Adult lasiodons average 60 feet long and weigh over 50 tons.

Lone Hunter. Lasiodons are cunning but not intelligent or social. The ferocious predators require a large hunting area, so they are almost always alone when encountered. They mate every few years at particularly bountiful hunting grounds in a frenzy that turns the ocean's green waters red.

LASIODON

Gargantuan monstrosity, unaligned

Armor Class 19 (natural armor)

Hit Points 346 (22d20+110)

Speed 0 ft., swim 50 ft.

STR	DEX	CON	INT	WIS	CHA
26 (+8)	10 (+0)	18 (+5)	2 (-4)	10 (+0)	7 (-2)

Saving Throws Dex +6, Con +11

Skills Perception +6, Stealth +6 (+12 if submerged)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities cold

Senses darkvision 120 ft., passive Perception 16

Languages —

Challenge 18 (20,000 XP)

Black See. The lasiodon sees perfectly in darkness, including magical darkness. Each of its six heads protrudes a fleshy appendage that can project natural luminescence or shadow. Once each round as a bonus action, Land-eater determines how many heads to light up to illuminate an area, increasing the illumination in a 10-foot sphere per head. If none of its heads project light, it can instead project magical darkness (as the spell). Each head then reduces the illumination level to total darkness in a 60-foot sphere.

Camouflage. The lasiodon can spread itself out over a large area with its long necks and immense torso. It changes color to match the waters it swims in and moves with aquatic grace. While submerged, it has advantage on Dexterity (Stealth) checks.

Keen Smell. The lasiodon has advantage on Wisdom (Perception) checks that rely on smell.



Multiple Heads. The lasiodon has six heads. While it has more than one head, the lasiodon has advantage on saving throws against being blinded, charmed, deafened, frightened, stunned, and knocked unconscious. Whenever the lasiodon takes 55 or more damage in a single turn, one of its heads dies.

Reactive Heads. For each head, Land-eater has beyond one, it gets an extra reaction that can be used only for opportunity attacks.

Water Breathing. Land-eater can breathe only underwater.

ACTIONS

Multiattack. The lasiodon makes as many bite attacks as it has heads. At full health, a lasiodon has six.

Bite. *Melee Weapon Attack.* +14 to hit, reach 25 ft., one target. *Hit:* 24 (3d10 + 8) piercing damage. If the target is a Large or smaller creature, it must succeed on a DC 19 Dexterity saving throw or be swallowed by the lasiodon. A swallowed creature is blinded and restrained, it has total cover against attacks and other effects outside the lasiodon, and it takes 21 (6d6) acid damage at the start of each of the lasiodon's turns. If the lasiodon takes 33 damage or more on a single

turn from a creature inside it, the lasiodon must succeed on a DC 22 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures, which fall prone in a space within 10 feet of the lasiodon. If the lasiodon dies, a swallowed creature is no longer restrained by it and can escape from the corpse by using 20 feet of movement, exiting prone.

Frigid Breath (Recharge 5–6). The lasiodon exhales an icy blast in a 90-foot cone. Each creature in that area must make a DC 19 Constitution saving throw, taking 67 (15d8) cold damage on a failed save, or half as much damage on a successful one. Creatures that fail the saving throw are also encased in ice and gain the restrained condition until the ice melts or is destroyed. The ice has Armor Class 15 and 33 Hit Points, and damage from all effects other than magical fire and adamantine weapons is reduced by 5 points per attack. If the ice is created under water the target floats upward 60 feet each round at the beginning of its turn.

REACTION

Frozen Food. When the lasiodon is reduced to less than half its original hit points its frigid breath attack option recharges and it may use it as a reaction.

LEGENDARY ACTIONS

A lasiodon can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature's turn. A lasiodon regains spent legendary actions at the start of its turn.

- **Move.** The lasiodon moves up to half its speed.
- **Shroud.** The lasiodon radiates magical *darkness* (as the spell) in a 30-foot radius. The darkness lasts until the start of the lasiodon's next turn.
- **Bite (Costs 2 Actions).** The lasiodon makes one bite attack.

LIVING NEBULA

Living nebulae are fragments of awakened cosmic consciousness that have coalesced over long centuries and have drawn accretions of dust and gas into themselves to surround their living spark, infusing the dust with their awareness like plankton floating on the eddies of the interstellar ocean. They frequently inhabit nebulae but also rove the spaceways, with an uncanny ability to sense the presence of starships and trail along behind them absorbing waste energies from their engines. These composite creatures are playful, with an almost childlike immaturity and a curiosity about travelers in the void combined with an alien lack of awareness about the repercussions of their actions. Most instances of their "attacks" against space travellers are more a result of them getting too close to the objects of their interest and unintentionally damaging creatures or their vessels, or playful illusory pranks created in a misguided effort to communicate with travellers or get them to chase, play tag, or other juvenile forms of recreation.

LIVING NEBULA

Gargantuan ooze, chaotic neutral

Armor Class 15

Hit Points 218 (15d20+60)

Speed 0 ft., fly 100 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
5 (-3)	20 (+5)	18 (+4)	10 (+0)	18 (+4)	18 (+4)

Skills Acrobatics +10, Perception +9, Survival +9

Damage Resistance non-magical damage

Damage Immunities cold, fire, poison

Condition Immunities blinded, deafened, exhaustion, grappled, poison, poisoned

Senses blindsight 120 ft., darkvision 120 ft.; passive Perception 19

Languages telepathy 300 ft.

Challenge 15 (13,000 XP)

Alien Mind. The living nebula's mind is vastly different from the corporeal bodies of most sentient races. The first time a creature makes mental contact (magic or psionics) with a living nebula, it must succeed at a DC 15 Wisdom save or suffer the effects of a *confusion* spell for 1d4 rounds. On a successful save, the creature suffers disadvantage on all

checks until the end of their next turn. This effect can occur whether the living nebula initiates mental contact (via telepathy) or another creature attempts to do so (such as via detect thoughts or dominate monster). Once a creature is exposed to a specific living nebula's alien mind, it is immune to this effect from all living nebulae for 24 hours.

Fiery Aura. At the start of each of the living nebula's turns, each creature within 30 ft. of it must make a DC 15 Constitution saving throw, taking 22 (5d8) fire damage on a failed save, or half as much damage on a successful one. This ignites flammable objects in the area that aren't being worn or carried.

Gaseous. A living nebula has a body composed of stardust. It can pass through small holes or narrow openings, even mere cracks, but cannot enter water or other liquid. It has no solid body and cannot manipulate objects as a result. The living nebula can enter and occupy the space of another creature. It has advantage on Strength, Dexterity, and Constitution saving throws. The living nebula can't fall and remains hovering in the air even when stunned or otherwise incapacitated.

Innate Spellcasting (psionics). The living nebula's spellcasting ability is Charisma (spell save DC 19). It can innately cast the following spells, requiring no components.

At will: *blur*, *mage hand* (the hand is invisible), *major image*

3/Day each: *greater invisibility*, *hallucinatory terrain*

1/Day each: *programmed illusion*, *telekinesis*

Magic Resistance. The living nebula has advantage on saving throws against spells and other magical effects.

Starflight. A living nebula can survive in the void of outer space. It flies through space at incredible speeds. Although exact travel times vary, a trip within a single solar system normally takes 3d20 months, while a trip beyond normally takes 3d20 years.

ACTIONS

Enveloping Cloud. A living nebula can enter other creatures' spaces. Whenever



the living nebula enters a creature's space, the creature must make a DC 18 Dexterity saving throw. On a successful save, the creature can choose to be pushed 5 feet away from the living nebula. A creature that chooses not to be pushed suffers the consequences of a failed saving throw. On a failed save, the living nebula shares the creature's space, and the creature takes 44 (10d8) fire damage and is engulfed. The engulfed creature is blinded and takes 44 (10d8) fire damage at the start of each of the living nebula's turns, or half of that with a successful DC 18 Constitution saving throw.

LORAN

Lorans claim both the ancient patrons of the Accord and the undine race as their progenitors. When the eldritch Patrons foresaw a need for disciplined, loyal aquatic allies, they enlisted undine volunteers to help shape a new race of agents to guard against the return of their nemeses. The Accord experimented with the creation of other races, sprinkling them throughout the cosmos to prepare for the revival of interplanetary war.

Guardians of Ancient Knowledge. While not every loran chooses to pursue a monastic lifestyle, many have endured centuries guarding the memories and relics of the Patrons since the disappearance of the old races and often the cataclysmic devastation of their worlds thereafter. Their discipline as unyielding as the coral ruins they live in, their mission controlled their culture, including career, lifespan, mating, and reproduction. They meditated on the history and teachings of the Patrons, passing principle down from generation to generation. They also maintained constant readiness from outside threats, knowing one day an enemy would come to shatter their walls and lives in search of galactic domination.

LORAN MONK

Medium humanoid (loran), lawful neutral

Armor Class 16

Hit Points 115 (21d8 + 21)

Speed 40 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	17 (+3)	13 (+1)	11 (+0)	14 (+2)	10 (+0)

Saving Throws The loran monk has advantage on saving throws against enchantment spells

Skills Acrobatics +6, Insight +5, Perception +5

Damage Resistance cold

Senses darkvision 60 ft.; passive Perception 15

Languages Aquan, Common

Challenge 5 (1,800 XP)

Amphibious. The loran monk can breathe air and water.

Evasion. If the loran monk is subjected to an effect that allows it to make a Dexterity saving throw to take only half damage, the loran monk instead takes no damage if it succeeds on the saving throw, and only half damage if it fails.

ACTIONS

Multiattack. The loran monk makes three unarmed strikes or three dart attacks.

Unarmed Strike. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 7 (1d8 + 3) bludgeoning damage. If the target is a creature, the target must succeed on a DC 15 Constitution saving throw or be stunned until the end of the loran monk's next turn.

Dart. *Ranged Weapon Attack.* +6 to hit, range 20/60 ft., one target. *Hit:* 5 (1d4+3) piercing damage.

LORAN TRAITS

Lorans are defined by their class levels. All lorans have the following racial traits, which you can apply to create a loran NPC.

Ability Score Increase. You gain +2 to Wisdom.

Size. Your size is medium.

Speed. Your base land speed is 30 feet and you have a swim speed of 40 feet.

Darkvision. You can see in the dark up to 60 feet.

Deep Ones. You are resistant to cold damage.

Elemental Affinity. Loran spellcasters have an affinity for water-based spells. The DC of such spells is increased by 1.

Amphibious. You can breathe both water and air.

Languages. You can speak read and write Aquan and Common.

Loran Monastic Training. Your people have a monastic tradition and you have been trained in basic martial art techniques. Your base AC is 11.



NARAV LIZARD

Inhabiting desert worlds and grasslands, narav lizards are generally docile and trainable, often being tamed as working beasts or mounts, and also bred for their hide which produces a tough but supple leather. Narav lizard meat is tough, stringy, and tasteless; most Kylornians would only consider eating it in exceptional circumstances. A typical adult narav stands between 4 and 5 feet high at the shoulder, is 16 feet long from snout to end of tail and weighs around 1,000 pounds. Naravs live for about 30 years, they lay clutches of around 10 eggs and bury them, these hatch after 8 months of incubation.

Omnivores. Naravs are frugivorous by nature, enjoying a diet of fruit or berries when available, but can subsist on meat or other plant life if necessary. The consistent environment of the Sunset lands suits the narav lizard's ectothermic nature, giving it ample opportunity to regulate its temperature and bask in sunlight.

Cooperative. Naravs are natural herd animals, banding together for mutual protection. Naravs are able to rear up on their hind legs while stationary. A lounge of wild naravs usually station at least one lookout, who rises up to monitor the area for danger. When the group is threatened, one or more adult naravs use their tails to restrain the intruder while the lounge either flees or attacks the foe in concert. Domesticated naravs are loyal and curious beasts, and often approach other creatures simply to investigate them.

NARAV LIZARD

Large beast, unaligned

Armor Class 15 (natural armor)

Hit Points 93 (11d10 + 33)

Speed 50 ft.

STR	DEX	CON	INT	WIS	CHA
18 (+4)	15 (+2)	17 (+3)	2 (-4)	12 (+1)	7 (-2)

Skills Athletics +6, Perception +3

Senses darkvision 60 ft., passive Perception 13

Languages —

Challenge 3 (700 XP)

Autotomic Tail. A narav can detach its tail from its body as a bonus action. This deals 3 (1d6) points of damage to the narav, but thereafter the narav's tail can act on its own for a number of minutes equal to the narav's Constitution score. A narav that is grappling a creature can detach its tail at the start of its turn and have it continue keeping a creature grappled, freeing the lizard to take other actions.

While detached, a narav's tail acts on the narav's initiative count as a separate Medium-sized creature. Blind and effectively mindless, the tail gains

tremorsense with a 5-foot range and attacks any adjacent creature other than the narav that detached it when not already grappling. The tail has the same statistics as the narav except as follows: **Size** Medium, **Hit Points** 20; **Speed** 0 ft.; **Int** 0 (-5); **Condition Immunities** charmed, frightened, prone; **Constrict.** *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 9 (1d10+4) bludgeoning damage.

Lesser Bite. Naravs' jaws lack the powerful musculature of its tail, as reflected in its bite attack.

Regrow Limb. Naravs can regrow a lost limb or tail. This regenerative process takes one month during which time the narav requires roughly 50% more food than normal. As long as a narav's detached tail remains active, it can reattach to the creature's body if pressed firmly against the creature's tail stub for at least 1 minute. In this case, the narav cannot use its tail for 24 hours while its internal structures rebind and recover. A *regenerate* spell or a similar effect can instantly repair or replace the narav's tail.

Scent. The Narav Lizard has advantage on Perception checks based on scent.

ACTIONS

Multiattack. The narav makes two attacks: either two bites, or a bite and a constrict attack.

Bite. *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 7 (1d6 + 4) piercing damage.

Constrict. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target. *Hit:* 8 (1d8 + 4) piercing damage, and the target is grappled (escape DC 13). Until the grapple ends, the creature is restrained, and the lizard can't constrict another target.



YOUNG NARAV LIZARD

Medium beast, unaligned

Armor Class 12 (natural armor)

Hit Points 19 (3d10 + 3)

Speed 30 ft., climb 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	15 (+2)	2 (-4)	10 (+0)	5 (-3)

Senses darkvision 30 ft., passive Perception 10

Languages —

Challenge 1/4 (50 XP)

Autotomic Tail. As a Narav lizard, except as follows: **Size** Small, **Armor Class** 10; **Hit Points** 10; **Speed** 0 ft.; **Int** 0 (-5); **Condition Immunities** charmed, frightened, prone; **Tail Slap.** *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8+2) bludgeoning damage.

Lesser Bite. As a Narav lizard.

Regrow Limb. As a Narav lizard.

Scent. The Narav Lizard has advantage on Perception checks based on scent.

ACTIONS

Bite. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 4 (1d4 + 2) piercing damage.

Tail Slap. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) bludgeoning damage.

Constrict. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 6 (1d8 + 2) bludgeoning damage, and the target is grappled (escape DC 12). Until the grapple ends, the creature is restrained, and the lizard can't constrict another target.

OULBAENE

This strange creature's skin casts an oily sheen like that of a gray squid clad in humanoid clothing. Six, black eyes fill its bulbous head, arrayed three atop three, and a cluster of worm-like tendrils hang beneath its black beak. Waving tentacles suffice as arms, with suckers on their undersides exuding a clear mucus, as the creature ambulates over the ground on another half-dozen tentacles beneath it.

Oulbaene are disquieting creatures, all eyes and tentacles. The two uppermost limbs serve as their primary arms, the two next-largest limbs are tentacles that deliver a revolting touch that unnerves foes and carries corrosive slime. These tentacles can't wield weapons but can manipulate or hold items.

Oulbaene stand 3 feet tall and weigh 80 pounds.

To the Highest Bidder. Oulbaene are mercenary creatures which sell their services to more powerful races to improve their lot in life. They only take opportunities with a high degree of success, plotting their chances like a master gambler or commodities

merchant. Some even obsessively plan ahead of time to ensure such outcomes. Oulbaene enjoy a natural ability to resist mental manipulation and can travel in almost any environment, which makes them popular as couriers and spies on multiple worlds.

Ambition and Ego. Oulbaene eke out a living as social climbers, meticulously studying local fashion and culture before entering into new relationships. They take great offense, however, when anyone remarks on their 'alien' appearance, even seeking revenge on such individuals if they can get away with it. Oulbaene occasionally work together and take advantage of their telepathic communication without alerting others to their plans or presence. As they gain favors from powerful creatures, they also subtly work to undermine their ostensible partners to ensure their own schemes succeed ahead of all others.

OULBAENE

Small monstrosity, neutral

Armor Class 13 (natural armor)

Hit Points 67 (9d6 + 9)

Speed 25 ft., climb 30 ft., swim 30 ft.

STR	DEX	CON	INT	WIS	CHA
8 (-1)	16 (+3)	13 (+1)	13 (+1)	10 (+0)	12 (+1)

Saving Throws Str +5, Con +5, Wis +1

Skills Acrobatics +5, Perception +4, Stealth +5

Condition Immunities charmed, frightened

Senses darkvision 60 ft., passive Perception 14

Languages Common, Oulbaene, limited telepathy 30 ft.

Challenge 1/2 (100 XP)

Limited Telepathy. The oulbaene can telepathically communicate with any other creature with telepathy.

Spider Climb. The oulbaene can climb difficult surfaces, including upside down on ceilings, without needing to make an ability check.



ACTIONS

Multiattack. The oulbaene makes two attacks: one with its slam, and one with its tentacle.

Slam. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 5 (1d4 + 3) bludgeoning damage.

Tentacle. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 3 (1d6) acid damage, and the creature must succeed on a DC 11 Constitution saving throw or be frightened until the end of its next turn.

PELKREV

Descended from a union of warring egg-laying humanoids, one tribe with half blue dragon and the other with half red dragon blood, pelkrevs synthesized their ancestors' control over electricity and fire but lost much of the power possessed by their forebears. A cataclysm caused by a strange solar flare claimed most of their home world, including the original half dragon species, but the pelkrevs survived thanks to rapid mutations which had the incidental effect of blinding them. Their strange carapace prevented optic overload from the solar flare which caused the victims' brains to shut down, killing them, or revert to a primal state, driving them insane. The surviving pelkrevs fled underground to wait out those who were driven mad to kill each other and returned to a world they no longer recognized. Most of the fields and forests had been reduced to ash by the event and the pelkrevs had to eke out a meager existence with hardy vegetables that managed to endure through the devastation. The blind pelkrevs brought species of lizards and other food animals with them from their underground homes and began their lives anew. The mutations to their skin and their eyes persisted with their offspring, who were born without eyes but with the weird helmet-like carapace. Typical pelkrevs stand six feet tall and weigh roughly 350 pounds. They can live up to 200 years.

Faithless Spacefarers. The pelkrev home world almost escaped notice from spacefaring species, but when they were discovered, they readily left their homes to travel the universe. Pelkrevs hire themselves out as mercenaries and seem to have an uncanny knack for noticing things missed by creatures which primarily rely on sight. While common pelkrevs are powerful in their own right, some become more skilled and take levels in rogue or sorcerer (as part of their draconic birthright). While other classes are open to pelkrevs, there are no known clerics, since they have eschewed faith in deities as a result of their shared tragedy. Pelkrevs are highly individualistic and prone to bouts of anger, making them generally poor teammates, but they deign to work with others if the money is right.

Fertility. Pelkrevs become fertile once a year for a week-long period of time. During this time, they produce eggs with pelkrev embryos (losing the ability to create explosive eggs), which must be fertilized by another pelkrev. One of their mutations that saved them from extinction gave them the ability to both produce eggs and fertilize them, but they cannot fertilize their own eggs.

PELKREV

Medium monstrosity, chaotic evil

Armor Class 19 (natural armor)

Hit Points 150 (20d8+60)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	18 (+4)	16 (+3)	14 (+2)	15 (+2)	12 (+1)

Skills Perception +5, Stealth +7

Damage Immunities fire, lightning

Condition Immunities blinded

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 15

Languages Draconic, Terran

Challenge 7 (2,900 XP)

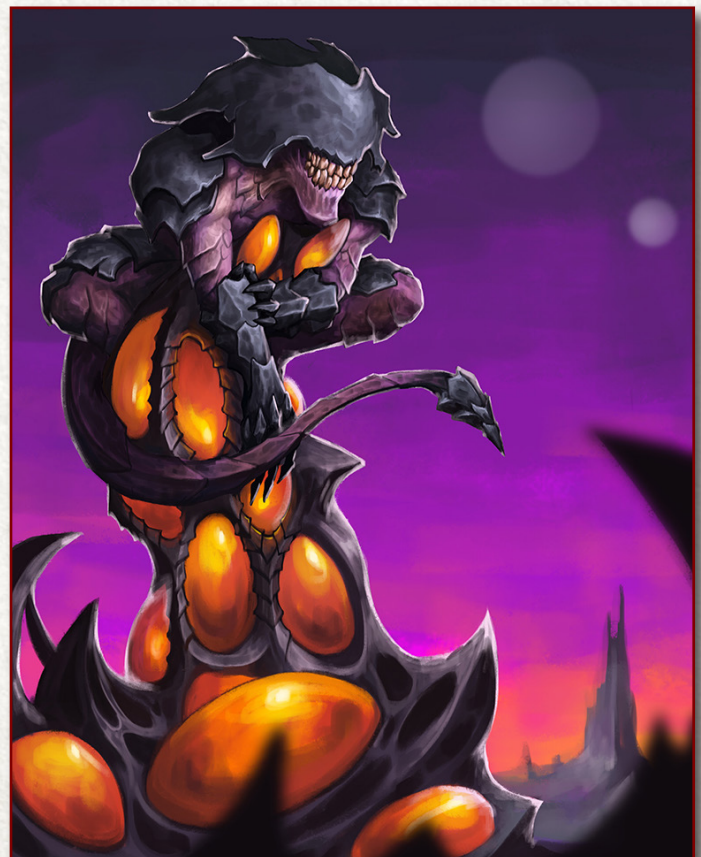
Magic Resistance. The pelkrev has advantage on saving throws against spells and other magical effects.

ACTIONS

Multiattack. The pelkrev makes three attacks: one with its bite, one with its claws, and one with its tail.

Bite. *Melee Weapon Attack.* +6 to hit, 5 ft. reach, one target. *Hit:* 10 (2d6+3) piercing damage.

Claws. *Melee Weapon Attack.* +6 to hit, 5 ft. reach, one target. *Hit:* 12 (2d8+3) slashing damage.



Tail. Melee Weapon Attack. +6 to hit, 5 ft. reach, one target. *Hit:* 10 (2d6+3) bludgeoning damage.

Explosive Egg. A pelkrev can throw an explosive egg up to 60 feet to a point it chooses. Each creature in a 10-foot-radius sphere centered on that point must make a DC 14 Dexterity saving throw. A target takes 7 (2d6) fire damage and 7 (2d6) lightning damage on a failed save, or half as much damage on a successful one.

REACTIONS

Absorb Energy. When the pelkrev successfully makes a saving throw against a spell, it empowers its explosive egg. The next time it throws an explosive egg before the end of its next turn, it deals additional damage. If the spell deals fire or lightning damage, the egg deals an additional 2d6 damage of the corresponding damage type per level of the spell. If a spell deals both types of damage, the bonus damage is divided roughly evenly. If the spell does not deal either of those types of damage, the additional damage is 1d6 fire or lightning damage (the pelkrev's choice) for each level of the spell.

Accelerate. When the pelkrev successfully makes a saving throw against a spell, it may either make a single weapon attack or move up to its speed (not both).

QUEBORRIN

Distant kin of the much-feared and more common intellect devourer, the queborrin are an alien parasitic race that thrives on finding a powerful host to dwell within and enjoy. The queborrin are voyeurs; seeking to enjoy positions of power to enable other queborrin to thrive.

A queborrin resembles a revolting long green worm with distended legs, it has cluster eyes and is covered in fine hairs that, when attached to the host's spine, grow and infuse within the skeleton of the host to prevent removal. Its sphincterous mouth is designed for swift burrowing and has a circular row of razor teeth. Queborrin speak their own language; a revolting series of screeches and high-pitched whistles that can be pitched so high that they pass the hearing of most humanoids. In this way, queborrin are able to communicate with each other even in the most dangerous of circumstances and do so secretly.

Dominating Parasite. Queborrin usually enter a host by *dominating* them and then erasing the memory of its ever entering them. In this way, queborrin can slyly enter a populace raising very few suspicions; and those who do spot such intruders are quickly dealt with by dominated infested hosts. In this way, queborrin can quickly take over entire communities, and have taken over entire worlds in this way—spreading like a vast wave of parasitic misery across an entire population and creating a place of order and safety for the queborrin to infest other worlds.

Spellscorned. Queborrin grant a boon of spell resistance to their hosts; something they carefully veil using suggestion

spells if ever the need arises—most hosts put the lack of spells affecting them down to simple destiny—an assumption the queborrin planted there in the first place.

Hive-Minded. Some queborrin are able—through a quirk as yet understood even by the race themselves—to communicate across vast distances; even between planes of existence. These hive-minded queborrin have a shared link with several others that enables those creatures to speak and listen and see everything that goes on between the hive group.

The hive-minded queborrin are often feared by their own kind, who hunt them out as aberrations within aberrations. This forces some groups of hive-minded to operate covertly and form even more paranoid groups than standard queborrin.

Metal Clad. Some queborrin have developed—or rather created—metal skins to work from, preferring to shed mortal flesh to enable a form of immortality. These creatures view other queborrin who dwell in flesh as unclean; racially inferior creatures that are above all other foes who must be sought out and slain. The metal skins they develop are only limited by the present technology of the places they inhabit—places they generally soon overpower and destroy.



Metal-clad queborrin have developed complex alchemical methods of reproduction, sometimes on an industrial scale. These queborrin are greatly feared by standard queborrin who reciprocate their race hatred. They operate on a strict hierarchical scale to ensure racial purity drives the queborrin—not personal greed or desire. The leaders of the metal-clad dwell within vast complex machines, and all metal-clad queborrin ensure they have weaponry—knowing their own flesh is weak.

QUEBORRIN

Tiny aberration, neutral evil

Armor Class 15 (natural armor)

Hit Points 55 (10d4 + 30)

Speed 20 ft.

STR	DEX	CON	INT	WIS	CHA
9 (–1)	20 (+5)	16 (+3)	18 (+4)	16 (+3)	14 (+2)

Senses darkvision 60 ft., passive Perception 13

Languages Queborrin

Challenge 5 (1,800 XP)

Magic Resistance. The queborrin has advantage on saving throws against spells and other magical effects. It also bestows this ability on any host it infests for as long as it is infested. This magic resistance does not apply against the queborrin's spells.

Innate Spellcasting. The queborrin's innate spellcasting ability is Intelligence (spell save DC 15, +7 to hit with spell attacks). It can innately cast the following spells, requiring no material components:

3/Day each: *calm emotions*, *suggestion*

1/Day: *dominate person*

ACTIONS

Infesting Bite. *Melee Weapon Attack.* +8 to hit, reach 0 ft., one target.

Hit: 6 (1d2 + 5) piercing damage. On the following round, the queborrin may burrow into its target and wrap around their spinal cord. At this point, the queborrin cannot be safely removed except with a *heal*, *regenerate*, or *miracle* spell.

SAND GLUTTON

Dark-skinned and rubbery, sand gluttons are a scourge of the open plains and deserts of Rythes. They follow migrating herds of wildlife, but also learn to hunt in areas that see frequent traffic such as caravan routes. The bulbous body of a sand glutton measures 8 feet long across, with a large toothless maw yawning and contorting at its center. A sand glutton weighs around 500 lbs.

Patient Hunger. Sand gluttons are opportunistic hunters which wait for prey to move within range of their grasping tentacles. They pull unsuspecting prey into their maws and then drag them underground to suffocate, where sand gluttons can feed on the body for days.

SAND GLUTTON

Large aberration, unaligned

Armor Class 13 (natural armor)

Hit Points 68 (8d10 + 24)

Speed 20 ft., burrow 40 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	16 (+3)	2 (–4)	14 (+2)	8 (–1)

Skills Athletics +5, Stealth +5 (+7 in sandy terrain)

Senses darkvision 60 ft., tremorsense 60 ft., passive Perception 12

Languages —

Challenge 4 (1,100 XP)

Hold Breath. The sand glutton can hold its breath for up to 24 hours.

Subterranean Cover. While the sand glutton burrows, it can attack from beneath the ground with 3/4 cover.

Suffocating Grasp. If the sand glutton burrows while grappling creatures, it can drag them beneath the earth. Creatures pulled under are restrained and can't breathe.

ACTIONS

Multiattack. The sand glutton makes four tentacle attacks.

Tentacles. *Melee Weapon Attack.* +5 to hit, reach 10 ft., one target.

Hit: 10 (2d6 + 3) bludgeoning damage. If the target is a Medium or smaller creature it is grappled (escape DC 15). The sand glutton can grapple up to four creatures at one time, and a tentacle grappling a creature can't attack any other creature.

Swallow. If the sand glutton is grappling an unconscious or dead creature at the start of its turn, it swallows one such creature, and that grapple ends. A creature swallowed by a



sand glutton has total cover from attacks and other effects outside the sand glutton, and it takes 10 (3d6) acid damage at the start of each of the sand glutton's turns. A corpse swallowed by a sand glutton completely liquefies in 1d3 days. If the sand glutton dies, a creature within 5 feet of it can retrieve a swallowed creature as an action.

If a swallowed creature regains consciousness, it is restrained and blinded. If the sand glutton takes 20 or more damage in a single turn from a swallowed creature it must succeed on a DC 15 Constitution saving throw at the end of that turn or regurgitate all swallowed creatures.

SARLU

Sarlu have insinuated themselves throughout the multiverse in order to expand their criminal empires. Originally hailing from an oceanic world, they have adapted quite well to dry land and can move about more quickly than native land-walkers due to their sinuous undulations. However, Sarlu actually prefer the comfort of their mobile aquariums (see below) from which they direct their mental attacks and conduct business via telepathic conversations. Foolhardy adventures have often assumed these aquariums represent a sign of weakness or limitation, only to swiftly learn to their detriment (or demise) that a sarlu can perfectly move beyond its aquarium.

Sarlu are roughly eight inches in diameter from end to end and about 20 feet in length, though this is disguised by the fact that the creatures tend to coil themselves into irregular corkscrews. They only weigh 100 pounds.

Arrogant Manipulators. Sarlu can read the minds of virtually all beings they converse with, and secretly use this advantage to negotiate deals in their favor. Their unreadable expressions also allow them to pretend they're making unwanted concessions without fear of being called on their claims. They delight in the unease they bring out in opponents (as sarlu never think of others as their equals or partners), especially when such individuals attempt to read their minds, as well. Sarlu have gained a frightful reputation throughout the worlds in which they operate, and often that reputation makes it unnecessary to engage in their typical means of intimidation. Ultimately, sarlu wish to sink their tendrils into all underworld activity, but they occasionally participate in legitimate businesses, usually in an attempt to corner the market on a certain commodity so they can demand incredible prices for their services.

War Profiteers. The war between the Hegemony and the benign agents of the Accord has created a favorable business climate for the sarlu. Their primary source of income includes the sale of weapons at a premium, and they earn plenty of money by selling information to both sides, as well. Despite overtures by the Hegemony to join their side, including promises of considerable power and wealth when the war ends, sarlu have remained neutral. They never hesitate to throw in with the Hegemony if a confrontation ultimately tips the balance in their favor, but sarlu always wish to keep their options open. This

proves especially easy since they've earned favors from both sides. Dark whispers claim the sarlu prefer the current status quo, since a victorious Hegemony would undoubtedly seek to purge the sarlu as they tighten their grip on the multiverse and a similarly rewarded Accord would do the same to make the multiverse a safer place for everyone. If the sarlu can eventually arrange for both sides to wipe each other out and leave a power vacuum which they can then fill, all the better.

Familial Obligation. Itinerant beings, sarlu rarely return to their own homeworld after leaving it behind, and only roughly do so once every decade to spawn. This asexual process produces a dozen or more mindless offspring, which fight each other until a lone survivor remains. The juvenile sarlu then consumes its spawn-mates and grows prodigiously larger in size and mental acuity over the course of the following year. When it finally reaches maturity, the progeny then seeks out its parent for assistance in mentoring its first profitable scheme, after which it sets off on its own. Sarlu bear no familial obligation beyond this period of induction and often compete with one another thereafter.

SARLU

Large aberration, neutral evil

Armor Class 16 (natural armor)

Hit Points 127 (15d10 + 45)

Speed 50 ft., swim 40 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	10 (+0)	16 (+3)	19 (+4)	12 (+1)	18 (+4)

Saving Throws Int +7, Wis +4, Cha +7

Skills Deception +7, Insight +4, Intimidation +7, Persuasion +7

Damage Vulnerabilities lightning, poison

Damage Resistances fire

Damage Immunities acid, cold

Condition Immunities prone

Senses blindsight 60 ft., passive Perception 11

Languages telepathy 50 ft.

Challenge 8 (3,900 XP)

Alien Mind. A creature that reads or telepathically contacts the sarlu's mind, must succeed on a DC 15 Intelligence saving throw or be frightened for 1 minute. If the save fails by 5 or more, the creature is also stunned until the end of its next turn. The creature can repeat the saving throw at the end of its turn, ending the effect on itself on a success. A creature that fails its saving throw against the sarlu's Crushing Thoughts action suffers the full effects of Alien Mind automatically.

Amphibious. The sarlu can breathe air and water.

Enhanced Telepathy. The sarlu is aware of all minds within 50 ft. and can "hear" and understand anything spoken within that range.

Innate Spellcasting (Psionics). The sarlu's innate spellcasting ability score is Intelligence (spell save DC 15). It can innately cast the following spells, requiring no components:

At will: *detect thoughts*

3/Day each: *command*, *suggestion*

1/Day: *feeblemind*

Inscrutable. Non-sarlu have disadvantage on Wisdom (Insight) checks made against sarlu, and on Intelligence checks made to recall information about sarlu.

ACTIONS

Multiattack. The sarlu makes one constrict attack and uses crushing thoughts.

Constrict. *Melee Weapon Attack.* +6 to hit, reach 10 ft., one target. *Hit:* 16 (3d8 + 3) bludgeoning damage, and the target is grappled (escape DC 15). Until this grapple ends, the target is restrained, and the sarlu can't constrict another target.

Crushing Thoughts. The sarlu targets one creature it is aware of within 50 feet and crushes its mind with psychic might. The creature must succeed on a DC 15 Intelligence saving throw or take 22 (5d8) psychic damage and is subject to the sarlu's Alien Mind trait, or half as much on a successful save.

Alchemical Juices (Recharge 5-6). The sarlu unleashes a spray of chilled, caustic fluid in a 30-foot line that is 5 feet wide. Each creature in the line must succeed on a DC 14 Dexterity saving throw or take 14 (4d6) acid damage and 14 (4d6) cold damage on a failed saving throw, or half as much on a successful one. The juices cling to creatures hit. Unless a creature spends its action scraping or washing the juices off, it takes 7 (2d6) acid damage at the start of the sarlu's next turn.

SARLU AQUARIUMS

While sarlu are fully capable of ambulating in a snake-like fashion upon dry land, they prefer to travel in specially manufactured aquariums filled with the waters of their native world. The specifications of these devices vary from sarlu to sarlu, but a standard version is presented below. A sarlu's aquarium varies depending on the encasement's design. Some aquariums, for instance, include shielding or mounted beam weapons for ranged combat. Many aquariums also have a grounding mechanism to disperse electricity (which can more easily overcome a sarlu's resistances and harm them). Most also include a means of propulsion, but some sarlu prefer a stationary aquarium

or one which its underlings must manually carry about at its telepathic direction. Some less well-made aquariums can limit or interfere with an occupant's telepathic abilities, and more expensive ones can extend or enhance the sarlu's telepathic abilities.

SARLU AQUARIUM

Large land vehicle

Space 5 ft. by 10 ft.; 6 feet high

Cost 8,000 gp

AC 15

Damage Threshold 5

hp 90

Speed the speed of the pulling/pushing creature(s);

Ramming Damage 1d8

Propulsion muscle (pulled or pushed; 2 Medium creatures or 1 Large creature)

This aquarium on wheels is custom made for sarlus so that they may move through non-aquatic environments in comfort and dignity. Made of damage-resistant glass and heavy metal framing, it rides on four sturdy wheeled legs, pushed by servants or pulled by trained draft animals which the sarlu directs telepathically. When occupying this aquarium, the sarlu gains total cover, unless the aquarium's lid is open and the assailant attacks from above. The sarlu inside can open and close the lid easily, but from outside a creature requires a DC 15 Dexterity check with thieves' tools to open it. Furthermore, the tank is resistant to fire, cold, bludgeoning, piercing, and slashing damage, and vulnerable to thunder damage (assess resistance or vulnerability first, then check against the damage threshold). When the tank reaches a hit point a wall is destroyed, the contents of the tank spill out and any creatures within are pushed to a space within 10 feet of the tank, exiting prone.



SKREEVAR

Spawned by a demonic bat creature, skreevars retain a measure of their Abyssal inheritance, but have largely eschewed the inherent evil of their origins. Outside of their family groups, however, they are still unpredictable. Despite their chaotic natures, skreevars have keen analytical minds and have created several technologically advanced items adapted to their needs. This also allowed them to spread to the stars beyond their home world, a rocky planet with a virtually uninhabitable surface and filled with tunnels allowing skreevars and other creatures to travel from point to point. Skreevars stand just over 5 feet in height and weigh roughly 150 pounds. Their lifespans are similar to humans.

Technosonic. One of the first major items developed by skreevars, the sonic conversion laser pistol, allowed factions of the bat folk to attack each other before their species unified. In the wider universe, they use these weapons to surprise foes protected from their obvious sonic attacks. They also designed armor tailored to their physiology which allows them maximal maneuverability in flight and in cramped quarters.

Mercenary. Skreevars hire themselves out as mercenaries and command extraordinary prices for their services. Even though they use sound as a major component of their attacks, and a subsonic hum surrounds them constantly, they are capable of quietly infiltrating difficult-to-breach locations. Perhaps ashamed of their demonic heritage, they typically refuse to take on missions with overtly evil goals, such as murdering innocents. A skreevar will perform an assassination if its employer can prove the target is worthy of death because of heinous acts or evil ideologies. While skreevars are motivated by money, they cannot be swayed by offers of more money to ignore their missions.

SKREEVAR

Medium monstrosity, chaotic neutral

Armor Class 19 (flexiplast armor)

Hit Points 202 (27d8+81)

Speed 30 ft., fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	17 (+3)	17 (+3)	15 (+2)	17 (+3)	14 (+2)

Skills Athletics +6, Perception +7, Stealth +7

Damage Immunities thunder

Damage Resistances fire, lightning

Senses blindsight 30 ft., passive Perception 17

Languages Abyssal, Common, Skreevar

Challenge 9 (5,000 XP)

Echolocation. The skreevar can't use its blindsight while deafened.

Sonic Conversion Pistols. The skreevar carries two sonic

conversion pistols. The pistols can deal either fire or lightning damage and carry 10 charges. As an action, the skreevar can use its thunderscrech ability to recharge its pistols; when used this way, its thunderscrech does no damage to creatures and has no other effect.

Subsonic Defense. Except in an area of magical silence, a skreevar gains +1 bonus to AC. It loses this bonus if it is incapacitated. This bonus is included in its Armor Class.

ACTIONS

Multiattack. The skreevar makes two weapon attacks.

Bite. *Melee Weapon Attack.* +6 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Sonic Conversion Pistol. *Ranged Weapon Attack.* +7 to hit, range 50/200 ft., one target. *Hit:* 17 (4d6 + 3) fire or lightning damage (the skreevar's choice).

Thunderscrech (Recharge 5-6). The skreevar blasts creatures in a 30-foot cone. Each creature in that area must make a DC 15 Constitution saving throw, taking 45 (10d8) thunder damage on a failed save, or half as much damage on a successful one. The skreevar's thunderscrech does not work through an area that does not transmit sound, such as the spell *silence*.

Alternatively, the skreevar can magically dispel a *silence* effect. Any spell of 3rd level or lower ends. For each spell of 4th level or higher or an effect other than a spell, the skreevar must make a Constitution saving throw with a DC of 10 + the spell's level, or DC 10 for non-spell effects.



SKY SPORE

Floating among thick clouds, a solid mass slowly changes colors to match its surroundings. A sky spore is 20 to 30 feet across and weighs over a ton, but its buoyant gases bear it aloft as if it were weightless.

Slow Moving Death. Sky spores float high in planetary atmospheres for centuries, slowly growing as they feed on living creatures that happen too close to them. A creature affected by its spores simply floats helplessly while the clumsy airborne fungus slowly maneuvers until its mouth moves over the helpless prey. The sky spore then digests its dinner over the course of days.

Floating Fungus. A creature paralyzed, but not eaten, by a sky spore floats on the wind until the paralyzing spores eventually begin to multiply, slowly altering a host's body until a new sky spore is formed.

SKY SPORE

Gargantuan plant, unaligned

Armor Class 15 (natural armor)

Hit Points 203 (14d20 + 56)

Speed 0 ft., fly 20 ft.

STR	DEX	CON	INT	WIS	CHA
20 (+5)	10 (+0)	19 (+4)	2 (-4)	14 (+2)	2 (-4)

Skills Perception +6

Damage Immunities lightning

Condition Immunities charmed, blinded, deafened, frightened, prone

Senses blindsight 60 ft., passive Perception 16

Languages —

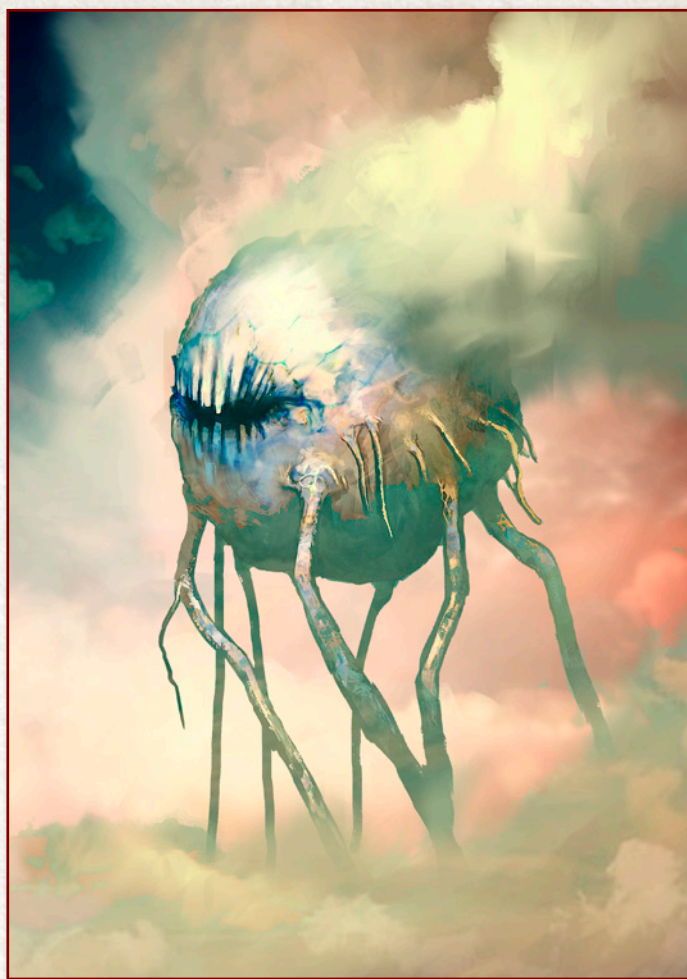
Challenge 11 (7,200 XP)

Amorphous. The sky spore can occupy another creature's space and vice versa. A typical sky spore fills a sphere 20 feet in diameter.

ACTIONS

Multiattack. The sky spore uses floating spores and then makes an engulf attack against each creature sharing its space.

Engulf. The sky spore engulfs all creatures sharing its space (usually a 20-foot sphere which would include up to 2 Large, 4 Medium or 8 Small creatures). An engulfed creature is restrained, has total cover against attacks and other effects outside the sky spore, and takes 21 (6d6) acid damage at the start of each of the sky spore's turns. When the sky spore moves, the engulfed creature moves with it. An engulfed creature that is not paralyzed and has a fly speed can try to escape by using an action to make a DC 15 Strength check. On a success, the creature escapes and enters a space of its choice within 5 feet of the sky spore's body.



Floating Spores (Recharge 5-6). A sky spore can eject a 15-foot cone of unusual spores from anywhere on its body. Living creatures caught in the cone must succeed on a DC 22 Constitution save. If a creature fails this saving throw, it becomes buoyant, floating upwards 20 feet per round until it drifts with the highest clouds. A creature affected by these spores also gains the paralyzed condition. The creature may make another saving throw at the end of each of its turns to end the paralysis, with a second successful save required to end the buoyancy.

REACTIONS

Spore Jet. When an enemy scores a critical hit with a piercing or slashing weapon against it, the sky spore can use its floating spores ability as a reaction even if it has not recharged.

STAR BLIGHT

A star blight is an amorphous mass of inky blackness holding within it a tapestry of stars, many of which look like glowing red eyes. Only when it moves does it betray its nature as an autonomous being, a type of sentient ooze that once dwelt

upon impossibly tall mountains on nearly airless worlds drinking in cosmic radiation and eldritch rays, when their attention was drawn by civilizations wandering the stars. The blights followed the curious travelers to their new homes and attached themselves to popular spaceways. Along the way, they consumed ambient energies thrown off by a multitude of stars and even devoured decaying stars. While they require a portion of this energy to sustain themselves, they keep most of it in reserve, so they can breach ships or harm creatures. They find most humanoids easy prey when separated from their vessels and equipment and delight in toying with their exposed victims, against which they enjoy considerable advantages. The blights make space travel more difficult by bending light and gravity in strange ways, fooling sensors and physical observation alike.

Star blights measure 7 feet in diameter and weigh 300 pounds.

STAR BLIGHT

Medium ooze, chaotic evil

Armor Class 17

Hit Points 310 (23d8 + 189)

Speed 30 ft., climb 30 ft., fly 90 ft.

STR	DEX	CON	INT	WIS	CHA
24 (+7)	24 (+7)	28 (+9)	17 (+3)	19 (+4)	13 (+1)

Damage Immunities acid, cold, poison

Condition Immunities blinded, charmed, deafened, frightened, grappled, paralyzed, poisoned, prone, stunned, unconscious

Senses blindsight 120 ft. (blind beyond this radius), Passive Perception 14

Languages Common, Deep Speech; telepathy (within its cursed domain only)

Challenge 20 (25,000 XP)

Cursed Domain. Once per year, the star blight can concentrate for 1 hour to transform a 5-mile-radius area into a domain of evil for 20 days. The epicenter of this domain can be identified via a *detect evil and good* spell. The epicenter of the blight's domain may be targeted by a remove curse spell to suppress this affliction for five hours. When the blight's domain is suppressed, it must succeed on a Wisdom saving throw, with a DC equal to the caster's spell saving throw DC, or have disadvantage on all attack rolls, saving throws, and ability checks for the duration of the suppression. If the epicenter of its cursed domain is a spacecraft, its domain moves with the craft and permeates all of its inner compartments.

Distance Distortion. Gravity and light distort around the star blight. The star blight is lightly obscured to adjacent creatures and heavily obscured to all other creatures. This ability has no effect on creatures with truesight. In addition, creatures within the blight's cursed domain have disadvantage on skill checks made to navigate and pilot.

Rejuvenation. If the star blight is slain in its cursed domain, a new star blight spontaneously forms in 1d10 days at the epicenter of the slain blight's

cursed domain unless the blight's corpse is targeted with a remove curse spell.

Starflight. The star blight can survive in the void of outer space and fly at incredible speed. Although exact travel times vary, a trip within a single solar system takes 3d20 hours, while a trip beyond takes 3d20 days.

ACTIONS

Multiattack. The star blight makes four slam attacks.

Slam. Melee Weapon Attack. +13 to hit, reach 5 ft., one target. **Hit:** 18 (2d10 + 7) bludgeoning damage and 10 (3d6) cold damage, and creatures that are not immune to cold damage must make a DC 18 Constitution saving throw. On a failed save, the target loses any resistance it has to cold damage for 1 round and becomes stunned for 1d6 rounds. On a success, the target is instead poisoned for 1 round.

Exotic Radiation Burst (3/Day). Creatures within the blight's cursed domain must make a DC 18 Constitution saving throw, reducing a random ability score (d6 roll: 1—Strength, 2—Dexterity, 3—Constitution, 4—Intelligence, 5—Wisdom, 6—Charisma) on a failure. Creatures adjacent to the blight have this ability score reduced by 2d4, creatures within 30 feet have this ability score reduced by 1d4, and all other creatures in the blight's cursed domain reduce this ability score by 1. A successful save halves this reduction (minimum 0). A creature dies if this reduces one of its ability scores to 0. Otherwise, this reduction lasts until the creature finishes a short or long rest.

Alternatively, the blight can damage objects with this radiation, dealing 70 (20d6) points of damage to objects not being worn or carried within 10 feet, and 35 (10d6) points of damage to objects not being worn or carried further than 10 feet away but within 60 feet. This damage bypasses any damage threshold an object may possess.



SUPERMASSIVE SINGULARITY

Born in the heart of a supernova, sometimes the formation of a neutron star is accompanied by the birth of a kindred fey spirit. Supermassive singularities, also called living singularities by some races, appear as a glowing ball of silver light less than a meter across. Supermassive singularities can perceive and manipulate energy along a wide range of the electromagnetic spectrum allowing them to affect light, electricity, gravity, magnetic fields and even x-rays. Emitting deadly bursts of x-rays are the supermassive singularity's primary means of defense, but other favorite tactics include slowing foes with gravity wells and disarming foes with ranged x-ray pulses within an active magnetic field.

Singular Pride. While not always malicious, supermassive singularities have the arrogance typical of most powerful fey and they have absolutely no concern for the consequences their actions have on "lesser" mortal creatures that they encounter. However, there is at least one account of a crew of shipwrecked survivors appeasing a supermassive singularity with lavish gifts in exchange for it using its abilities to return them to an inhabited world.

SUPERMASSIVE SINGULARITY

Tiny fey, neutral evil

Armor Class 24 (plus entropic defense)

Hit Points 204 (37d4 + 111)

Speed 0 ft., fly 120 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	24 (+7)	16 (+3)	19 (+4)	16 (+3)	25 (+7)

Saving Throws Dex +14, Con +9

Skills Acrobatics +13, Deception +13, Insight +9, Stealth +13

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks that aren't adamantite

Damage Immunities cold, fire, poison, radiant

Condition Immunities poisoned, prone

Senses darkvision 60 ft., passive Perception 16

Languages understands Common, Deep Speech, Sylvan, and any commonly transmitted language, but can't speak. See the Radio Communications special ability.

Challenge 20 (25,000 XP)

Electromagnetic Shielding. A supermassive singularity bends the electromagnetic fields around itself to gain a bonus to AC that is equal to its charisma bonus.

Entropic Defense. A magical field surrounds a supermassive singularity, glowing with a chaotic blast of multicolored hues. This field deflects incoming arrows, rays, and other ranged attacks. Each ranged attack directed at the supermassive singularity are made with disadvantage. Other attacks that simply work at a distance are not affected.

Fast. The supermassive singularity is unnaturally fast. It has advantage on Dexterity saving throws and on each of its turns, it can use a bonus action to take the Dash, Disengage, or Hide action.

Magic Resistance. The supermassive singularity has advantage on saving throws against spells and other magical effects.

Gravitic Slowing. Creatures moving within 10 feet of a supermassive singularity are exposed to a slowing aura. Creatures in the aura have their speed halved, take a -2 penalty to AC and Dexterity saving throws, and can't use reactions. While in the aura, on its turn, the target can use either an action or a bonus action, not both. Regardless of the creature's abilities or magic items, it can't make more than one melee or ranged attack during its turn. If the creature attempts to cast a spell with a casting time of 1 action, roll a d20. On an 11 or higher, the spell doesn't take effect until the creature's next turn, and the creature must use its action on that turn to complete the spell. If it can't, the spell is wasted. A creature is exposed to this slowing effect til they leave the area of effect. A haste spell will allow creatures to ignore the aura's effects while the spell is active.

Force of Gravity. The supermassive singularity may change the damage type of any energy-based spell it casts to do force damage. This is done as part of the spellcasting action.

Innate Spellcasting. The supermassive singularity's innate spellcasting ability is Charisma (spell save DC 21). It can innately cast the following spells, requiring no material components:

At will: *druidcraft*, *darkness*, *daylight*, *gravity well* (this works as the *entangle* spell, but the restraining effect is caused by gravitational weight rather than animated plant life)



3/Day each: *chain lightning*, *fireball*, *telekinesis*, *reverse gravity*, *true seeing*, *confusion*, *dancing lights*, *detect evil and good*, *detect thoughts*, *dispel magic*, *phantasmal force*, *polymorph*, *sleep*

No Breath. The supermassive singularity does not breathe and is immune to effects that require breathing.

Radio Communications. Due to their ability to monitor radio waves, supermassive singularities can usually understand and communicate in any language that is commonly transmitted through their territory. However, they transmit radio waves instead of speaking verbally so the other party wishing to communicate must have a similar ability or a communications device capable of doing so.

ACTIONS

Multiattack. The supermassive singularity makes four x-ray pulse attacks.

X-Ray Pulse. *Ranged Weapon Attack.* +13 to hit, range 100 ft., one target, and any adjacent creatures.

Hit: 34 (6d8 + 7) radiant damage. This attack ignores cover that is not a force effect.

Superior Invisibility. The supermassive singularity magically turns invisible until its concentration ends (as if concentrating on a spell). Any equipment the supermassive singularity wears or carries is invisible with it.

Interplanetary Teleport. The supermassive singularity instantly transport itself, its equipment, and any willing creature it is touching to a designated destination. There is no range limit and the supermassive singularity does not need to have seen the destination, though it must have a solid grasp of which world it wishes to travel to (“the third planet from the sun” is an acceptable destination, but “a habitable world near that bright star” is not). If the supermassive singularity has a specific location on a planet in mind, it arrives there without a chance of failure; otherwise it arrives at a location that would not immediately be life-threatening. If no such safe landing zone exists on the world, such as a supermassive singularity attempting to travel into the sun without the proper precautions in place, the action simply fails.

REACTION

Gravity Master. As a reaction, if the supermassive singularity is affected by a gravity-based spell (such as *reverse gravity*) or effect, it can immediately negate that effect.

LEGENDARY ACTIONS

The supermassive singularity can take 3 legendary actions, choosing from the options below. Only one legendary action option can be used at a time and only at the end of another creature’s turn. The supermassive singularity regains spent legendary actions at the start of its turn.

- **Pulse.** The supermassive singularity makes one x-ray pulse attack.
- **Gravitic Inversion.** The supermassive singularity casts *reverse gravity*. This does not count against its daily limit.
- **Casting (Costs 2 Actions).** The supermassive singularity casts a spell.

SYAANDI

This towering, muscular humanoid has a lizard-like face and an open mouth revealing no tongue, causing it to issue challenges with guttural grunts and inhaled screeches. Syaandi are a hardy, nomadic race of lizard-like humanoids highly adaptable to desert planets. Thriving in such arid environments, they are tenacious survivors and often expand to become the apex predators of their territories, which often range over dozens of square miles. Syaandi stand nearly 7 feet tall and weigh 250 pounds.

SYAANDI SOLDIER

Medium humanoid (syaandi), chaotic neutral

Armor Class 12 (studded leather)

Hit Points 32 (5d8 + 10)

Speed 30 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	11 (+0)	14 (+2)	10 (+0)	11 (+0)	11 (+0)

Skills Survival +2

Condition Immunities frightened

Senses darkvision 60 ft., passive Perception 10



Languages Syaandu, can learn other languages but can't speak them

Challenge 1/2 (100 XP)

Cornered Fury. When the syaandi doesn't have all its hit points, and no conscious allies are within 5 feet of it or its target, it has advantage on attack rolls.

Hardy. The syaandi has advantage on Constitution saving throws.

Keen Smell. The syaandi has advantage on Wisdom (Perception) checks that rely on smell.

ACTIONS

Multiattack. The syaandi makes two melee attacks.

Spear. *Melee or Ranged Weapon Attack.* +4 to hit, reach 5 ft. or range 30/60 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage, or 6 (1d8 + 2) piercing damage if used with two hands to make a melee attack.

Javelin. *Melee or Ranged Weapon Attack.* +4 to hit, reach 5 ft. or range 30/120 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage.

Javelin Grenade (1/Day). As a bonus action, a syaandi can attach an improvised explosive to a javelin just before throwing it. After it hits, the javelin grenade explodes into shrapnel, causing all creatures within 10 feet to take 4 (1d6 + 1) piercing damage; creatures succeeding on a DC 11 Dexterity saving throw take half this amount. A creature hit with the javelin grenade has disadvantage on this Dexterity saving throw. If the javelin it was attached to misses, the grenade lands in a random direction 1d4 x 5 feet away from the target and explodes.

REACTIONS

Desperate Defense. When the syaandi is targeted by an attack, it can impose disadvantage on the attack roll. To use this ability the syaandi must not have all its hit points, and no conscious allies within 5 feet of it or its attacker.

TAUSLEK

The tauslek was first discovered by jagladine explorers on a forgotten world many centuries ago. Since then, they've been subjected to repeated research and experimentation with the tauslek's unusual ability to acquire memories and intellects spawning a number of bio-engineered technologies pertaining to memory extraction and manipulation. Young tausleks are roughly the size of a small dog, while the more advanced matriarchs rival a large horse. They most closely resemble centipedes with four scintillating eyes and a fierce set of mandibles capable of piercing armor. The plates of their carapace are green and outlined in black towards the end of their length. Although tausleks may appear as vermin, an adult matriarch proves far more cunning than any low-order animal, one of the many advantages it uses to hunt sentient prey. In rural areas, tausleks have enough presence of mind to attack less dangerous children, while avoiding guard animals and more mindful adults.

Memory Scavengers. Communities of tauslek prefer remote nesting sites, located within a short distance of well-travelled highways or small outpost colonies. Intellect absorbed by slain prey imparts the tauslek with enough insight to seek shelter back at their nest. By the time their boosted mental capacity wears off, the now animalistic urges drive it to seek further sustenance, thus repeating the cycle. Complications often arise during these hit-and-run tactics when it slays adventurers and community guardians attempting to exterminate them. More often than not, the tauslek use the newly acquired memories from such encounters to take advantage of what their would-be killers know to inflict further harm on the communities which sent them.

Matriarchal Nightmares. A tauslek matriarch is a nightmare to behold, a ravenous beast eager to carry off prey and devour its mind one memory at a time. Weighing nearly 500 pounds, it manages to permanently retain some of its stolen intellects, able to call on specific memories from its subconscious when necessary. A matriarch lives well beyond the hunting instincts of an animal, because it doesn't merely hunt to survive, lusting instead for power, the savored intellects to improve itself, and the shared insights to terrorize others. As such, they prefer to grab lone opponents and retreat with them into cover where they can consume the memories of a held foe. Once it slays this initial target, the matriarch then uses the stolen memories to coax the creature's remaining allies into an ambush, where it repeats the process. Enhancing its own frightening reputation, tauslek matriarchs create a temporary bond with those infected by the poison of its kind, able to perform subtle sinuous motions to captivate those succumbing to the poison's effects.

Manipulated Spread. Members of the Bellanic Accord blame the appearance of tauslek matriarchs on their Hegemony enemies, claiming such creatures never existed on other worlds before the meddling of jagladine scientists spread their threat across the multiverse. These 'slanderous rumors' as decreed by the Hegemony are in fact true—the deadly nature of the tauslek matriarch is directly tied to genetic modifications performed by the jagladine intent on weaponizing the tauslek for the Hegemony. Indeed, the inevitable result of these experiments created the matriarch—now considered a blight throughout worlds of both the Bellanic Accord and Ultari Hegemony, each blaming the other for smuggling these enhanced tauslek past their respective borders.

Even among Hegemony worlds, tausleks are well known and feared. Their appearance often signals extreme torture and interrogation by jagladine inquisitors intent on breaking the will and minds of their captives. The jagladine maintain that tauslek research has led to significant breakthroughs in intelligence gathering, the psychoanalysis of new alien species, and psionic enhancement. But cultivating and taming a tauslek nest has proven a daunting task even for their fearless klaven jailors in service to the jagladine. As a result, most Hegemony worlds have strict regulations concerning the importation and trade of tauslek.

TAUSLEK

Small aberration, neutral

Armor Class 13 (natural armor)

Hit Points 45 (10d6+10)

Speed 20 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
14 (+2)	11 (+0)	12 (+1)	3 (-4)	12 (+1)	15 (+2)

Skills Deception +4, Perception +3, Stealth +2

Damage Immunities poison

Condition Immunities charmed, frightened, poisoned, prone

Senses darkvision 60 ft., passive Perception 13

Languages Deep Speech

Challenge 1/2 (100 XP)

Mimicry. The tauslek can mimic any sound it has heard, including voices. If the tauslek's Charisma (Deception) check exceeds a listener's passive Insight, the listener believes the sound is genuine.

Steal Memories. The tauslek can extract the memories and Intelligence of the victims of its bite. It temporarily gains an Intelligence score equal to its victim, all languages the victim spoke, and proficiency in all Intelligence, Wisdom, and Charisma skills with which the victim has proficiency. If the victim's proficiency bonus is greater than the tauslek's use the victim's bonus. Tausleks are strictly limited in their capacity to utilize certain skills due to their physical form. The tauslek also gains familiarity with the victim's past, relationships with other creatures, and a sense of their personality. This awareness does not govern their actions but may be used to trick their intended prey. Tausleks never gain spells, or other special or class abilities the victim possessed.

The temporary Intelligence and skill bonuses last 24 + 2d12 hours, after which they fade entirely. If a tauslek slays additional creatures, it continues to acquire more memories, but only maintains the single highest Intelligence score and multiple instances of proficiency in any given skill do not stack. Furthermore, devouring another victim with an Intelligence score of 6 or higher resets the duration on all of the personalities it has subsumed. When the tauslek reverts to normal, it loses it all stolen personalities and proficiencies at once. This ability does not affect spells which restore the victim to life, as the tauslek only acquires a copy of the stolen memories.

ACTIONS

Bite. *Melee Weapon Attack.* +4 to hit, reach 5 ft., one target. *Hit:* 5 (1d6 + 2) piercing damage and the target must succeed on a DC 13 Constitution saving throw or takes 5 (2d4) poison damage and gain the poisoned condition for 1

hour. On a success the target takes half damage and isn't poisoned. A creature killed by tauslek's bite is subject to its Steal Memories trait.

TAUSLEK MATRIARCH

Large aberration, neutral

Armor Class 15 (natural armor)

Hit Points 85 (9d10+36)

Speed 40 ft., climb 20 ft.

STR	DEX	CON	INT	WIS	CHA
16 (+3)	13 (+1)	18 (+4)	7 (-2)	14 (+2)	18 (+4)

Skills Deception +6, Perception +4, Stealth +3

Damage Immunities poison

Condition Immunities charmed, frightened, poisoned, prone

Senses darkvision 60 ft., passive Perception 14

Languages Deep Speech

Challenge 4 (1,100 XP)

Alien Reflexes. The tauslek matriarch has advantage on initiative checks.

Mesmerizing Stare. When a creature poisoned by a tauslek or tauslek matriarch that can see the matriarch's eyes starts its turn within 30 feet of the matriarch, the matriarch can force it to make a DC 14 Wisdom saving throw if the matriarch isn't incapacitated and can see the creature. A creature that fails this saving throw is charmed. While charmed in this way the creature is incapacitated and has a speed of 0. The charm ends if the charmed creature takes damage, is no longer poisoned by a tauslek, or can no longer see the tauslek matriarch. Unless surprised, a creature can avert its eyes to avoid the saving throw at the start of its turn. If the creature does so, it can't see the



tauslek matriarch until the start of its next turn, when it can avert its eyes again. If the creature looks at the matriarch in the meantime, it must immediately make the save.

Regeneration. The tauslek matriarch regains 5 hit points at the start of its turn as long as it has at least 1 hit point remaining.

Sound Mimicry. A tauslek can mimic any sound it has heard, including voices. If the tauslek's Charisma (Deception) check exceeds a listener's passive Insight, the listener believes the sound is genuine.

Steal Memories. The tauslek matriarchs possesses a similar memory stealing power to their lesser kin (see above). The tauslek matriarch maintains its temporary Intelligence and skill bonuses for 1d4+1 days, after which they fade into the creature's subconscious. Unlike a normal tauslek's ability to steal memories, the tauslek matriarch can call forth previously consumed intellects from its subconscious as an action, gaining the benefits of the particular creature's consumed Intelligence for 2d10 rounds before the intellect drifts away. The tauslek matriarch can only recall a previously consumed intellect once per week.

ACTIONS

Multiattack. The tauslek matriarch makes two bite attacks. It can't make both attacks against the same target.

Bite. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 8 (2d4 + 3) piercing damage and the target must make a DC 14 Constitution save. On a failure the creature takes 5 (2d4) poison damage and gains the poisoned condition for 1 hour. On a success the target takes half damage and isn't poisoned. A creature hit by the bite is grappled (escape DC 13). A creature killed by the tauslek matriarch's bite is subject to its Steal Memories trait.

TOXIC ERADICATOR

Created as a living bio-weapon by jagladine scientists, the aptly named toxic eradicator was initially developed to purge the unsuccessful or dangerous results of jagladine tampering and experimentation. The toxic eradicator was designed with just enough intelligence to slavishly obey its masters but with more than enough cunning to make it a relentless hunter of its victims. The main inbuilt limitation of the toxic eradicator is that its only attack vector is poison. Any creature which is immune to poison is completely safe from a toxic eradicator's attack, a fact that the toxic eradicator has been bred to recognize. Genetically programmed to kill, a toxic eradicator focuses its attacks on a single opponent and only retreats if all of its remaining foes are seemingly immune to its poison. In combat, it uses its pinpoint poisoner ability against a foe that it sees performing certain actions, such as drinking something, reading a scroll, or casting a spell, and afterwards seems immune to its attacks. Without orders to follow, a toxic eradicator usually finds an indoor or underground area, ideally one with small cracks or vents that it can use to move through and lurks there waiting for more victims.

TOXIC ERADICATOR

Large ooze, neutral evil

Armor Class 15

Hit Points 123 (13d10 + 52)

Speed fly 40 ft.

STR	DEX	CON	INT	WIS	CHA
3 (-4)	20 (+5)	18 (+4)	2 (-4)	6 (-2)	1 (-5)

Damage Resistances bludgeoning, piercing, and slashing from nonmagical attacks.

Damage Immunities poison

Condition Immunities blinded, charmed, deafened, exhaustion, frightened, grappled, paralyzed, poisoned, prone, restrained

Senses blindsight 60 ft. (blind beyond this radius), passive Perception 8

Languages understand Jagladine but can't speak

Challenge 9 (5,000 XP)

Mephitic Smog. The toxic eradicator surrounds itself with a 30-foot radius of churning smog. The smog spreads around corners, and its area is lightly obscured. Any creature that starts its turn in that area must succeed on a DC 16 Constitution saving throw or be poisoned until the start of its next turn. While poisoned in this way, the creature can take either an action or a bonus action on its turn, not both, and can't take reactions.

Vaporous Form. The toxic eradicator can enter a hostile creature's space and stop there. It can move through a space as narrow as 1 inch wide without squeezing and has disadvantage on saving throws related to strong winds.

ACTIONS

Engulf. The toxic eradicator envelops a single creature within its area. The creature must succeed a DC 17 Dexterity save or take 28 (8d6) poison damage and is grappled (escape DC 17). Until the grapple ends, the creature must make a DC



16 Constitution save at the beginning of each of its turns, taking 14 (3d6) poison damage on a failed save, or half as much on a successful one.

Pinpoint Poisoner (3/Day). The toxic eradicator dispels any effect within its mephitic smog's area that provides temporary resistance or immunity to poison. In addition, creatures within the smog's area have disadvantage on saving throws against the smog's poison for the next 1d4 rounds.

TRAPPER

Trappers are clever monsters that prefer a subterranean habitation to all others. They shape their flat bodies to conform to the floor surface of their abode. Being of a consistency almost as hard as stone, trappers are nearly impossible to detect by any normal means. Usually, a trapper will wait until its prey is near its center (where it often creates a protuberance which resembles furniture or appliances, and in some cases for highly skilled trappers electronic devices with faintly gleaming lights or translucent screens) and then suddenly closes itself upon the unsuspecting victims. It must be killed or faced with certain death to make it free its prey. Its treasure is kept beneath it.

Lurker Below. Trappers are amorphous in form, so they can shape themselves to the form of the floors of the places they choose to await prey. A typical trapper can cover an area of up to 400 square feet, and giant specimens can cover as much as 600 square feet. The trapper also has the advantage of being able to alter its coloration to blend with the color of the floor or ground upon which it rests.

TRAPPER

Large aberration, chaotic neutral

Armor Class 14 (natural armor)

Hit Points 104 (16d10 + 16)

Speed 10 ft.

STR	DEX	CON	INT	WIS	CHA
17 (+3)	15 (+2)	12 (+1)	13 (+1)	12 (+1)	14 (+2)

Skills Athletics +6, Stealth +5

Damage Resistances fire, cold

Senses blindsense 60 ft., passive Perception 11

Languages Deep Speech

Challenge 5 (1,800 XP)

Amorphous. The trapper can move through space as narrow as 1 inch wide without squeezing.

Damage Transfer. While grappling a creature, the trapper takes only half the damage dealt to it (rounded down), and the grappled creature takes the other half.

False Appearance. While the trapper remains motionless, it is indistinguishable from the surrounding floor.

ACTIONS

Smother. Melee Weapon Attack. +6 to hit, reach 5 ft., one Medium or smaller creature. **Hit:** The creature is grappled (escape DC 16). Until this grapple ends, the target is restrained, blinded, and at risk of suffocating, and the trapper can't smother another target. Also, at the start of each of the target's turns, the target takes 10 (2d6 + 3) bludgeoning damage.



VOID GRIM

Void grims are a mutant race descended from stone giants who once dwelt in high-atmosphere mountains where they could work freely and avoid other giants. With the destruction of their home world, however, they found the strange radiations of the ores they had long worked had adapted them to the lack of atmosphere, and they continued to mine among the shattered asteroids they now called home. Their demeanor and survivability in the void gave them their names, though they refer to themselves as kabbarin. Void grims stand 11 feet tall and weigh between 1,700 and 2,000 pounds.

Harsh. Many outsiders view void grims as overly serious giants who spend all their waking moments in asteroid mines. There is some truth to this. Void grims are deadly earnest miners who brook no carelessness on the part of others. While they enjoy protection from space and can recover when an asteroid accidentally breaks apart, they know how easy it is for mishaps to occur and realize others don't have the same level of protection. Some void grims are exceedingly protective of their claims; an enclave of such giants works a mine all throughout the day in shifts. During downtime and away from other races, however, void grims carouse and celebrate their daily takes.

Communal Living. Void grims raise their children communally, with the infirm or elderly providing most of the care. When children have fully developed their flight membranes, they learn how to navigate in solar winds. The membranes are strong enough to give the giants rudimentary flight in the airless void or thin atmosphere, but they are fragile in normal atmosphere. Even though void grims reach adulthood at age 20, their children begin working mines when they are as young as 7. Adult miners supervise children and have them work relatively safe mines until they prove their capabilities. They apply the same attitude toward non-void grim miners and seem condescending to outsiders. Void grims are standoffish towards other but not aggressive, except when interlopers encroach on their claims. They become truly enraged when they discover breathless ones and dispatch the creatures immediately on sight. Void grims' lack of a need for air makes them uniquely suited to combat breathless ones.

VOID GRIM

Large giant, lawful neutral

Armor Class 16 (natural armor)

Hit Points 114 (12d10 + 48)

Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
23 (+6)	10 (+0)	19 (+4)	10 (+0)	12 (+1)	9 (-1)

Saving Throws Dexterity +3, Constitution +7, Wisdom +4

Skills Intimidate +5, Perception +7, Survival +4

Damage Resistances fire

Damage Immunities cold

Senses darkvision 60 ft., passive perception 17

Languages Common, Giant

Challenge 6 (2,300 XP)

Glide. In airless environments, a void grim can fly without difficulty. However, in areas with atmosphere, a void grim cannot hover and must descend at least 10 feet each round. If a void grim flies faster than half speed, it must succeed at a DC 15 Dexterity saving throw or tear its wing membrane, causing it to fall. A torn wing membrane heals naturally in 2d4 days, or it can be repaired immediately with regenerate.

Innate Spellcasting. The void grim's innate spellcasting ability is Wisdom (Spell save DC 12). It can innately cast the following spells, requiring no material components:

3/Day each: *meld into stone*, *move earth*, *stone shape*

No Breath. The void grim does not need to breathe and is immune to effects from attacks or hazards that are inhaled (such as poison gas). It is still subject to gases that do not require inhalation, such as corrosive acid clouds.

Stone Camouflage. The void grim has advantage on Dexterity (Stealth) checks made to hide in rocky terrain.

ACTIONS

Multiattack. The void grim makes two pick attacks.

Pick. *Melee Weapon Attack.* +9 to hit, reach 10 ft., one target. *Hit:* 19 (3d8 + 6) piercing damage.

Rock. *Ranged Weapon Attack.* +6 to hit, range 60/240 ft., one target. *Hit:* 28 (4d10 + 6) bludgeoning damage. If the target is a creature, it must succeed on a DC 17 Strength saving throw or be knocked prone.

Irradiate (Recharge 5-6). The void grim can release a burst of cosmic radiation it has stored in its body. All creatures within 10 feet of the void grim take 2d6 points of fire damage and 3d6 radiant damage. A successful DC 17 Fortitude save reduces the total damage by half.

REACTIONS

Rock Catching. If a rock or similar object is hurled at the void grim, the void grim can make a DC 10 Dexterity saving throw. On a success, the void grim catches the object and takes no damage. On a failure, it takes full damage as normal.



VOORDINE

Voordines are massive, intelligent, space-faring jellyfish. Typically limited to a single solar system, they travel from planet to planet to indulge their curiosity. They find planets where changes occur rapidly the most interesting.

Solar Sailing. Voordines subsist on solar radiation and can absorb it out to the far reaches of a solar system. However, voordines seeking to escape their solar systems—usually when the entire system is at war, or the parent star is dying—must absorb fire to survive a long-term flight. They find arcane casters or fire elementals to supply the necessary energy for their travels.

Space Angels. The peaceful voordines have an affinity for imperiled creatures and often come to the rescue with uses of air bubble, giving them the moniker of “space angels” from those they have saved. Negotiating travel with voordines to specific locations in a solar system is difficult and convincing them to leave their solar systems entirely is almost impossible. Those wishing to travel with voordines must convince the creatures of a compelling reason to visit their destinations, especially if voordines plan to travel elsewhere to satisfy their own curiosities. Fortunately, the creatures are patient and entertain stories or discussions for a long time and typically relent after a few hours. Voordines also agree to let travelers accompany them and carry them in their mesoglea for the journey. They do not respond well to threats and react aggressively to bullying attempts.

Star-Flung. The nigh-immortal voordines rarely produce young, especially with the creatures far flung across the galaxy. In cases where more than one voordine live in a solar system, the hermaphroditic creatures mate once a century and produce one to three offspring who travel with their parents until they reach adulthood at 50 years. Oddly, childbearing voordines often “beach” themselves on planet while they await the birth of their children. These voordines are extremely dangerous as they become protective of their young.

VOORDINE

Gargantuan monstrosity, chaotic neutral

Armor Class 19 (natural armor)

Hit Points 232 (16d20+64)

Speed fly 60 ft. (hover)

STR	DEX	CON	INT	WIS	CHA
21 (+5)	16 (+3)	19 (+4)	9 (-1)	16 (+3)	15 (+2)

Saving Throws Str +9, Con +8, Wis +7

Damage Immunities cold, fire

Damage Resistances lightning, bludgeoning

Condition Immunities blinded

Senses blindsight 60 ft.; passive Perception 13

Languages telepathy 100 ft.

Challenge 12 (8,400 XP)

Protective Jelly. Voordines themselves do not need to breathe. A creature ensconced within a voordine’s mesoglea enjoys the voordine’s immunities and resistances and will not suffocate even in space. A voordine can fit eight creatures in its mesoglea of up to Medium size. It can carry more Small creatures if they are able to squeeze for long periods of time.

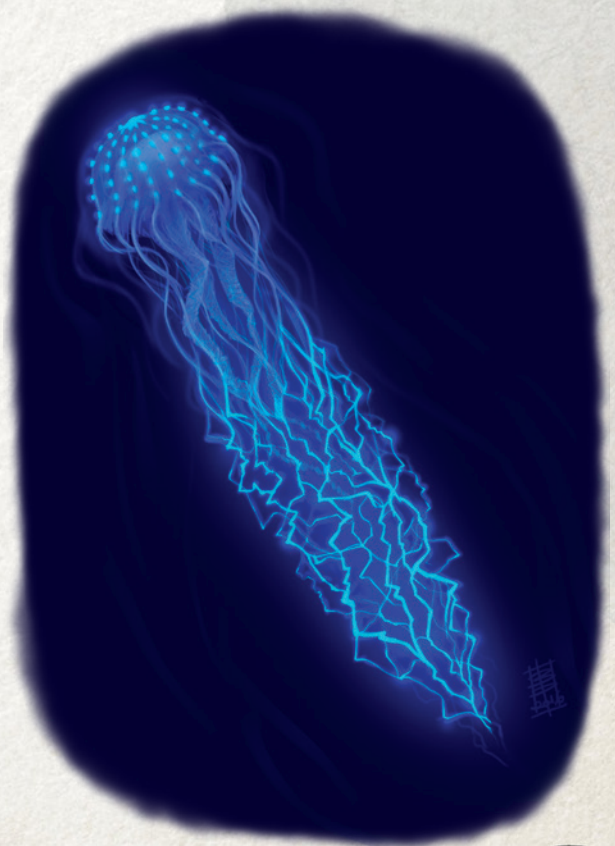
Limited Starflight. The voordine can survive in the void of outer space. It flies through space at an incredible speed. Although exact travel times vary, a trip within a single solar system should take 3d20 hours, while a trip beyond should take 3d20 days (or more, at the GM’s discretion)—provided the voordine knows the way to its destination.

ACTIONS

Multiattack. The voordine attacks four times with a tentacle.

Tentacle. Melee Weapon Attack. +9 to hit, reach 20 ft., one target. *Hit:* 7 (1d4 + 5) bludgeoning damage, plus 10 (3d6) lightning damage, and the target is grappled (escape DC 23). Until this grapple ends, the creature is restrained, and the voordine can’t use that tentacle on another target. The voordine has four tentacles it can use to grapple a target. On a critical hit, the target must make a DC 17 Constitution saving throw; on a failed save, the target is stunned until the beginning of the voordine’s next turn.

Jet (Recharge 5-6). The voordine’s fly speed increases to 400 feet in an airless, microgravity environment until the beginning of its next turn.



XORAPHOND

One of many artificially engineered creatures manufactured by the jagladine, xoraphonds are designed to spread nanite viruses, particularly a dreaded assimilation strain intended to convert sentient creatures into new recruits for the jagladine war effort. This virus weakens the minds of sentient creatures, remapping and repurposing their brains for alien influence. When the jagladine develop an interest in assimilating inhabitants of a new world, they often dispatch an invading force of xoraphonds, directing them to work independently and establish a stronghold from which to begin their mission of assimilation. A xoraphond's resilience, ability to survive in hostile environments, and cautious, inquisitive nature makes it an exceptional scout and infiltrator. A newborn xoraphond oozes forth from its birthing vat completely autonomous and fully functional. Though xoraphonds are amorphous and can flatten themselves to form a bewildering number of forms, most prefer to remain in a roughly oval shape, about 4 feet in diameter and 3-1/2 feet tall. Xoraphonds weigh around 90 pounds.

Alien Abduction. Xoraphonds typically carry out their missions by abducting a hardy specimen from the local population, often using jagladine biotechnology to turn the creature into a willing thrall, before infecting it with the assimilation strain. The xoraphonds then direct such thralls to infect their own kind. As the virus spreads, the xoraphonds study the new world and its other inhabitants, compiling a vast amount of data for their jagladine masters, while reacting swiftly to protect themselves and their missions—even directing thralls to slay interlopers and sow discord in their communities to hide their presence. Unhindered by emotion, xoraphonds never hesitate to sacrifice thralls or any of their infected flock to ensure their survival and the success of their missions.

Alien Contagion. Creatures infected by a xoraphond's assimilation strain carry thousands of microscopic tracker-nanites, dooming them to capture and experimentation by the sadistic jagladine in their alien bio-labs. There, the jagladine perform further tests on a candidate's viability, before subjecting them to unspeakable procedures involving surgery, chemical infusion, radiation exposure, and psychological reconditioning. Most of these candidates are eventually transformed into a special breed of shock troop called klaven, however, the jagladine produce an array of other creatures from these vile assimilations, including new xoraphonds.

XORAPHOND

Small aberration, neutral evil

Armor Class 15 (natural armor)

Hit Points 51 (6d6+30)

Speed 30 ft., climb 20 ft., swim 20 ft.

STR	DEX	CON	INT	WIS	CHA
12 (+1)	17 (+3)	20 (+5)	12 (+1)	13 (+1)	11 (+0)

Skills Arcana +3, Deception +4, Medicine +5, Stealth +7

Damage Resistances piercing, poison, and slashing

Damage Vulnerabilities thunder

Damage Immunities cold

Condition Immunities poisoned, prone

Senses darkvision 60 ft., passive Perception 11

Languages understands Deep Speech but can't speak, telepathy 30 ft.

Challenge 4 (1,100 XP)

Disease. The xoraphond's alien masters engineered it to carry a variety of nanite-based diseases and retroviruses, all designed to support its mission of infecting, weakening, and eventually assimilating a world's sentient population. The xoraphond can transmit one of these infections to a paralyzed, or unconscious target with its anesthetizing touch. Those victimized by this assault can resist the resulting infection with a successful DC 15 Constitution saving throw. Otherwise, the effects of the disease vary according to the exact infection it carries. Some examples are given below:

- **Assimilation Strain:** The creature takes a -1 penalty to saving throws and ability checks based on Constitution and Charisma. After a long rest, the creature must make a DC 15 Constitution saving throw. On a failure the penalty increases by 1 (to a maximum of -5), and the victim must succeed on a DC 15 Charisma saving throw or gain the Assimilated template. On a successful saving throw the malady does not progress. After two consecutive successful saves the creature recovers from the disease, and any remaining penalties the creature suffers recede by 1 after each long rest. Lesser restoration eliminates any remaining penalty if cast after the creature recovers.
- **Occluding Strain:** The creature takes a -1 penalty to attack rolls and ability checks that rely on sight. After each long rest the creature must succeed on a DC 15 Constitution saving throw or the penalty worsens by 1. When it reaches -5, the victim is permanently blinded until its sight is restored by magic such as lesser restoration or heal. A



creature that succeeds on two consecutive saves recovers from the disease, and any remaining penalties recede at the rate of 1 per long rest.

- **Submission Strain:** The creature takes a -1 penalty on Wisdom checks and saving throws. After each long rest the creature must succeed on a DC 15 Constitution saving throw or the penalty worsens by 1. When it reaches -5, the victim is permanently poisoned until cured by magic such as *lesser restoration* or *heal*. A creature that succeeds on two consecutive saves recovers from the disease, and any remaining penalties recede at the rate of 1 per long rest.
- **Wasting Strain:** The creature suffers disadvantage on attack rolls and ability checks based on Strength. After each long rest the creature must succeed on a DC 15 Constitution saving throw or gain one level of exhaustion. While it is infected, it cannot lose exhaustion levels through rest. A creature that succeeds on two consecutive saves recovers from the disease and begins recovering from exhaustion normally.

A xorphond automatically knows when it has successfully infected a creature but can carry only one disease at a time. After completing a long rest, a xorphond can organically alter its disease to a different strain.

Ooze Empathy. The xorphond can improve the attitudes of oozes with a Charisma (Persuasion) check. The xorphond adds twice its proficiency bonus, and gains advantage on the check. Oozes typically have a starting attitude of Indifferent towards xorphonds. To use this ability, the xorphond and ooze must be within 30 feet and capable of studying one another.

ACTIONS

Multiattack. The xorphond makes three pseudopod attacks.

Pseudopod. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* 6 (1d6 + 3) bludgeoning damage, plus 3 (1d6) poison damage.

Anesthetizing Touch. *Melee Weapon Attack.* +5 to hit, reach 5 ft., one target. *Hit:* A creature hit by the anesthetizing touch must succeed on a DC 15 Constitution saving throw or be poisoned for one round. The victim is paralyzed as long as it is poisoned in this fashion and is subject to the xorphond's Disease ability.

YLLOSAN

A powerful telepathic and telekinetic species—and the consummate spies of the Bellanic Accord—the yllosan (ee-LOE-san) are mysterious ghost-like beings that exist in a realm of pure thought, floating intangible through the material world of others. They communicate by telepathy and revel in infiltration of other societies, extending their incorporeal tentacles into the mind and heart of creatures they meet to walk among them and search for those of good heart to offer advice or warning about evils in their midst or coming soon. An yllosan may step into the body of a creature to help it achieve a goal or task it fears to attempt on its own. Yllosan are emissaries of hope and inspiration, but rarely stay too long in one place or within one body. They see themselves as advisors and helpers;

it is not their place to do too much for those they meet, but to motivate them to rise up and face new challenges, daring to find the greatness within themselves. Yllosan rarely reveal their true form to other races, preferring to work through possessed proxies while remaining in the shadows themselves.

Yllosan are 3 feet in length, though their dangling tendrils and the misty psychic shroud that surrounds them sometimes makes them appear larger. As creatures of pure thought, they are weightless and virtually impossible to detect while possessing another creature; however, they are visible to creatures able to see invisible when entering or departing a possessed target.

Playful Spies. Yllosan have long cultivated a reputation among the enemies of the Accord as master spies and tireless investigators, and they enjoy the paranoia they engender in their foes. They are not above simply playing pranks on enemies while walking secretly among them, moving small objects around and using its suggestion and possession abilities to cause enemies to perform incriminating acts that cause their erstwhile allies to turn on them. Their presence is difficult to detect, as they can erase the memories of creatures they have inhabited upon departing their minds.

YLLOSAN

Small aberration, chaotic good

Armor Class 17 (natural armor)

Hit Points 65 (10d6 + 30)

Speed 30 ft., fly 30 ft.

STR	DEX	CON	INT	WIS	CHA
10 (+0)	17 (+3)	16 (+3)	19 (+4)	12 (+1)	17 (+3)

Saving Throws Cha +6

Skills Insight +4, Perception +4, Persuasion +6, Stealth +6

Damage Resistances cold, psychic; bludgeoning, piercing, and slashing from nonmagical attacks

Damage Immunities poison

Damage Weaknesses thunder (see the brittle trait below)

Condition Immunities grappled, paralyzed, petrified, poisoned, prone, restrained

Senses darkvision 60 ft., passive Perception 14

Languages Celestial, Common, Elali, Ultari, Yllosan; telepathy 100 ft.

Challenge 7 (2,900 XP)

Brittle. An yllosan is vulnerable to thunder damage, and if caught within a sustained thunder effect which deals 5 or more points of damage per round, it cannot attack and can only use a move action. An yllosan that is possessing a creature using its gentle possession ability is not harmed by thunder effects, but if it fails a save against a thunder effect while possessing a creature, the yllosan is driven out of its host automatically on a failed save and stunned until the beginning of its next turn.

Incorporeal Movement. An yllosan can move through other creatures and objects as if they were difficult terrain. It takes 5 (1d10) force damage if it ends its turn inside an object.

Innate Spellcasting. The yllosan's innate spellcasting ability is Charisma (spell save DC 14). It can innately cast the following spells, requiring no material components:

At will—*dancing lights*, *detect thoughts*, *mage hand*

3/Day—*modify memory*, *suggestion*

1/Day—*dream*, *mind blank*

Etherealness. The yllosan can enter the Ethereal Plane from the Material Plane, or vice versa, at will as a bonus action. It can perceive both planes simultaneously and can choose to be visible or invisible on each plane separately, but it can't affect or be affected by anything on the other plane.

Read Thoughts. The yllosan psionically reads the surface thoughts of one creature within 60 feet of it. The effect can penetrate barriers, but 3 feet of wood or dirt, 2 feet of stone, 2 inches of metal, or a thin sheet of lead blocks it. While the target is in range, the yllosan can continue reading its thoughts, as long as the yllosan's concentration isn't broken (as if concentrating on a spell). While reading the target's mind, the yllosan has advantage on Wisdom (Insight) and Charisma (Deception, Intimidation, and Persuasion) checks against the target. This trait is always active but the yllosan must decide which creature it is listening to for the trait to be effective.

Starflight. While incorporeal, an yllosan can travel through the void of outer space at an incredible speed. Although exact travel times vary, a trip within a single solar system can take 3d20 hours, while a trip beyond should take 3d20 days (or more, at the GM's discretion)—provided the yllosan knows the way to its destination.

Telekinetic Invisibility. An yllosan's body bends light and weaves aether while dampening sound waves, allowing it to become invisible as a bonus action at will and giving it advantage on Dexterity (Stealth) checks to hide and allowing it to hide even while creatures would be able to see them clearly. Its invisibility is not magical and cannot be dispelled.

ACTIONS

Aetheric Throw. Ranged Weapon Attack.

+6 to hit, range 120 ft., one creature.

Hit: 22 (4d6 +4) damage (as specified by the object type) plus 11 (2d6 +4) force damage. An yllosan can enfold a nearby unattended object (maximum 35 pounds) and telekinetically hurl it as part of this attack. If the attack hits, both the target and the thrown object take the specified damage; the thrown object deals bludgeoning, piercing, or slashing damage, as appropriate to the type of object thrown. If no object is available to throw, it deals only the listed force damage.

Gentle Possession (Recharge 6). One humanoid that the yllosan can see within 5 feet of it must succeed on a DC 14 Charisma saving throw or be possessed by the yllosan; the yllosan then disappears into the target, bonding itself to the target's spirit and psyche. While using this possession, the yllosan can't be targeted by any attack, spell, or other effect, except ones that do thunder damage, and it retains its alignment, Intelligence, Wisdom, and Charisma. The yllosan normally does not take control of the host's body except in extreme situations but remains an observer using its abilities, especially its innate spellcasting, and its skills to influence the host. While in this mode of possession the host retains full control of its body and is unaware of the yllosan.

In extreme situations, however, the yllosan can assert its hold over the target's psyche, causing the target's mind to become incapacitated allowing the yllosan to control its body. The possessed creature retains its senses, and the yllosan can communicate with it telepathically if it wishes, but it doesn't gain access to the host's knowledge, class features, or proficiencies.

While using this active possession, the yllosan uses the possessed target's Strength, Dexterity, and Constitution

scores, though the target retains its own hit points separately and damage dealt to it (other than thunder damage) does not affect the yllosan's hit points, nor does the host body's Constitution score affect the yllosan's hit points.

The possession lasts until the body drops to 0 hit points, the yllosan ends it as a bonus action, or the yllosan is forced out by an effect like the *dispel evil and good* spell or thunder damage. When the possession ends, the yllosan reappears in an unoccupied space within 5 feet of the body. The target is immune to this yllosan's Possession for 24 hours after succeeding on the saving throw or after the possession ends.

Upon completion of the possession, the yllosan can alter up to 5 minutes of the host's memories as it sees fit. This functions as the *modify memory* spell. The host's awareness of the possession doesn't impact this ability, and if the possession lasted less than 5 minutes, the yllosan can cause the host to forget the possession entirely. The host can attempt a DC 14 Charisma saving throw to resist this alteration.

REACTION

Aetheric Reflex. As a reaction when an attack hits the yllosan it may use aetheric throw against the attacker.



ZOMBIE, VOID

Void zombies are formed by the infestation of akata larvae bringing on a plague called the void death. The victims of this dread affliction are slowly eaten from the inside out by wriggling larvae, though their ragged flesh is strung together by sticky filaments and scabrous tumors created by the larvae as they mature, giving the creature a hideous strength and savagery. Void zombies rarely last more than a few weeks before their structure has become so thoroughly devoured that there is not enough left to hold it together, but while it retains shambling life the larvae guide its movements in search of new potential hosts for themselves and their akata progenitors.

TEMPLATE: VOID ZOMBIE

The void death disease is actually an infestation of larval akata. A humanoid that dies of the infection becomes host to the most dominant larva infesting its body. The larva grows rapidly over the course of an hour, feeding on the host's bodily fluids. After that time, the creature animates as a void zombie under the control of the larva, and the larval akata attaches to the creature's lower jaw, in place of its tongue. The larva lashes out of the creature's mouth, desperate for fresh blood.

Type. The void zombie's type changes to undead.

Alignment. The void zombie's alignment becomes neutral evil.

Condition Immunities. The void zombie can't be charmed, frightened, or poisoned.

Damage Immunities. The void zombie is immune to poison.

Senses. The void zombie gains darkvision with a range of 60 feet.

Languages. The void zombie understand the languages it spoke in life, but can't speak.

Speed. The void zombie's speed increases to 40 feet if it was slower.

Ability Scores. The void zombie's Constitution score increases by 4, its Intelligence becomes 3, Wisdom becomes 6, and Charisma becomes 5.

Saving Throws. The void zombie has proficiency with Wisdom saving throws.

Undead Nature. The void zombie doesn't need to eat, drink, sleep, or breathe.

Undead Fortitude. When damage reduces the void zombie to 0 hit points, it must make a Constitution save with a DC of 5 + the damage dealt. On a success the void zombie drops to 1 hit point instead. If the damage is radiant or the result of a critical hit the save automatically fails.

New Action: Tongue Attack. The void zombie can make a tongue attack as a bonus action when it takes the Attack or Multiattack actions. It is proficient with its tongue which

has a reach of 5 feet, deals 1d6 piercing damage, and if the target is a creature other than a construct or undead it loses 2d6 (7) hit points due to blood loss.

KLAVEN VOID ZOMBIE

Medium undead, neutral evil

Armor Class 14 (natural armor)

Hit Points 15 (2d8 + 6)

Speed 40 ft.

STR	DEX	CON	INT	WIS	CHA
15 (+2)	12 (+1)	16 (+3)	3 (-4)	6 (-2)	5 (-3)

Saves Wis +0

Damage Resistances bludgeoning, piercing, and slashing from nonmagical weapons

Damage Immunities poison

Condition Immunities charmed, frightened, poisoned

Senses darkvision 60 ft.; passive Perception 8

Languages understands Common, Jagladine, and Ultari but can't speak

Challenge 2 (450 XP)

Nanite Tactics. The void zombie has advantage on melee attack rolls against a creature if at least one other klaven ally is within 5 feet of the creature and the ally isn't incapacitated.

Undead Nature. The void zombie doesn't need to eat, drink, sleep, or breathe.

Undead Fortitude. When damage reduces the void zombie to 0 hit points, it must make a Constitution save with a DC of 5 + the damage dealt. On a success the void zombie drops to 1 hit point instead. If the damage is radiant or the result of a critical hit the save automatically fails.

ACTIONS

Multiattack. The void zombie makes two attacks with its claws and can attack with its tongue as a bonus action.

Claw. *Melee Weapon Attack.* +4 to hit, reach 5 ft., 1 target. *Hit:* 5 (1d6 + 2) slashing damage.

Tongue. *Melee Weapon Attack.* +4 to hit, 5 ft., 1 target. *Hit:* 5 (1d6 + 2) piercing damage. If the target is a creature other than a construct or undead it loses 2d6 (7) hit points due to blood loss.

REACTIONS

Energy Modulation (1/Day). When it takes necrotic or radiant damage the void zombie can shift its internal energy balance to absorb the damage. Until the start of its next turn, the zombie heals a number of hit points equal to the chosen type of damage it would have otherwise taken.



CHAPTER 15: ASSIMILATION AND MADNESS

The following linked templates are presented here to represent the effects of the **assimilation strain**, a bioweapon introduced to a new world to prepare it for alien infiltration or invasion. Created by the sinister science of creatures like the jagladine or xoraphond, this alien virus is intended to suppress the will of creatures in the target planet, making them more pliable to outside influence and more susceptible to kidnapping and conversion into slave races, such as the klaven. However, xenobiology is a tricky field, and the interactions of such an alien virus on the physiology and psychology of a target planet is never certain. Creatures whose minds are successfully influenced by the alien psychovirus gain the assimilated template. Those for whom its mind-altering effects are too much to bear are driven insane and gain the maddened template.

ASSIMILATED TEMPLATE

Assimilated is an acquired template which can be applied to any animal, humanoid, or monstrous humanoid that is not immune to disease, representing an infection with a perfected form of an assimilation strain tailored to its specific species. It causes creatures to become docile and compliant to the jagladine and those who carry certain technological devices designed to force their will upon other creatures. Assimilated creatures often feel an affinity for one another, drawn together in common cause for the telepathic direction of their jagladine masters.

Assimilated. Due to the remapping of its personality, an assimilated creature with an Intelligence score greater than 2 has its alignment shifted one step towards evil each time it fails a Constitution save while resisting the assimilation strain. This has no effect with respect to law versus chaos. Only a *greater restoration*, *heal*, *limited wish*, *miracle*, or *wish* can restore a creature's former alignment, and the individual violently resists such efforts. Once a creature becomes evil, the assimilation virus causes no further penalties and the creature begins to recover from any accumulated penalties at the rate of 1 point per long rest.

Assimilation Strain. The disease is spread by close contact as described below. An infected creature suffers a -1 penalty to saving throws and ability checks based on Constitution and Charisma. After a long rest, the creature must make a DC 14 Constitution saving throw. On a failure the penalty increases by 1 (to a maximum of -5), and the victim must succeed on a DC 14 Charisma saving throw or gain the Assimilated template. On a successful saving throw the malady does not progress. After two consecutive successful saves the creature recovers from the disease, and any remaining penalties the creature suffers recede by 1 after each long rest. *Lesser restoration* eliminates any remaining penalty if cast after the creature recovers.

Contagious. During the first 24 hours of a creature's infection with an assimilation strain, others coming into close contact with the infected creature may contract the disease, as well (DC 14 Constitution save negates). A creature directly exposed to the infected creature's bodily fluids, such as sharing intimate contact, using a Wisdom (Medicine) check to deliver first aid or treat deadly wounds on an infected creature, or touching or being touched by an infected creature taking bleed damage,

suffers disadvantage on this saving throw. The duration required for exposure is subject to GM discretion, but creatures in close proximity to an infected creature who take precautions to avoid contact or filter their breathing gain advantage on their saving throw to avoid contracting the disease.

Malign Influence. An assimilated creature suffers disadvantage on all Constitution, Wisdom, and Charisma saving throws against effects and technologies wielded by the jagladine or their servants as the co-habiting nanites force the creature's body and mind to acquiesce to such commands. When an infected creature makes an ability check to resist an effect initiated by such individuals, it likewise suffers disadvantage.

MINDSLAVE HARNESS

Wondrous Item, rare

This gray-green biomass includes several fungal growths, writhing and coiling as if seeking to latch onto something. It has the viscous texture of wet clay and a strong, oily scent. Created from patches of mindslaver mold, a *mindslave harness* is a manufactured product of jagladine biotechnology, a nanite-infused device designed to monitor, influence, and communicate with sentient creatures affected by an assimilation strain—essentially turning them into useful, subservient thralls.

When a *mindslave harness* first comes into contact with a sleeping or otherwise helpless, living creature infected with an assimilation strain, it imposes its will on the subject, seeking to merge with them as an alien graft—usually near the back of the neck for easier access to a creature's brain stem and spinal column. Victims of this targeted attack must succeed on a DC 15 Charisma saving throw to prevent the *mindslave harness* from integrating with their physiology, and the traumatic backlash of this neurological rejection causes the device to harmlessly self-destruct.

If, however, a targeted victim fails the save, a *mindslave harness* attaches to the creature's flesh, appearing as a splotchy, blackened tumor across the back and neck. At this stage, the victim's mind becomes more accessible to the jagladine and their mind-control devices, enabling them to know the relative position and condition (state of health, and if it is suffering any adverse conditions) of such victims within a 10-mile radius. In addition, any jagladine device or creature may extend their telepathic communication by the same distance, using such a link once per day to remotely assault victims with a targeted, mind-affecting spell of 3rd level or lower. Lastly, the *mindslave harness* also prolongs the contagious special quality of the Assimilated template (see below), extending a creature's ability to spread a perfected assimilation strain to 1 month.

A *mindslave harness*'s attachment can only be broken by one of the following methods:

- By mental command of a jagladine.
- A *lesser restoration* spell followed by *banishment*.
- A self-inflicted (or administered) wound to cut away the mindslave harness. This automatically inflicts a critical hit and permanently reduces the patient's Charisma by 2 (*greater restoration* restores the lost Charisma).

Ten days after falling victim to a *minds slave harness*, thralls may attempt another DC 14 Charisma saving throw to free themselves from the device. If unsuccessful, the DC slowly increases by 1 for each daily Charisma save thereafter until it reaches DC 24. If a thrall succeeds at any of these saves, the *minds slave harness* is immediately expelled from its body, which destroys the device. If they fail each of these attempts, the minds slave harness permanently bonds with its host.

MADDENED TEMPLATE

Maddened is an acquired template which can be applied to any animal, humanoid, or monstrous humanoid that is not immune to disease, representing an infection with a tainted or imperfect version of an assimilation strain. Rather than causing creatures to become docile and compliant, it plays havoc with their emotions, magnifying them in extreme ways depending upon external stimuli and varying wildly between them as the virus runs its course. Sometimes, it drives them into a deep, suicidal depression, posing a risk to their own well-being. For others, it inflames their emotions and aggressive impulses, causing them to become feral, bloodthirsty, and bestial in their behavior, turning upon their non-infected friends and relatives to assault them and drive them mad, too. When in this state, maddened creatures can sometimes maintain a tenuous mob mentality, though it always teeters on the brink of disintegrating into an orgy of cannibalistic rage and violence, even against one another.

Alignment. Due to only a partial remapping of the victim's personality, a maddened creature with an alignment other than "unaligned" only has its alignment shifted one step towards evil when it acquires the Maddened template. This has no effect with respect to law versus chaos. Only a *greater restoration*, *miracle*, or *wish* can restore a creature's former alignment, and the individual forcefully resists such efforts.

Assimilation Madness. A maddened creature is afflicted with a corrupted version of the assimilation strain virus. When exposed to the tainted virus, a creature becomes infected if it fails a DC 14 Constitution save. This causes no ill effects for the first 24 hours, during which the creature is contagious (as described below). After 24 hours, the afflicted creature is no longer contagious but begins showing symptoms. Until the disease is cured, the afflicted creature is subject to bouts of maddened behavior when under stress, in addition to the usual effects of the disease. The signs of the illness are difficult to detect, requiring a DC 20 Wisdom (Medicine) check during the disease's onset period, reduced to DC 15 once symptoms begin to manifest.

Assimilation Strain. The disease is spread by close contact as described below. An infected creature suffers a -1 penalty to saving throws and ability checks based on Constitution and Charisma. After a long rest, the creature must make a DC 14 Constitution saving throw. On a failure the penalty increases by 1 (to a maximum of -5), and the victim must succeed on a DC 14 Charisma saving throw or gain the maddened template. On a successful saving throw the malady does not progress. After two consecutive successful saves the creature recovers from the disease, and any remaining penalties the creature suffers recede by 1 after each long rest. *Lesser restoration* eliminates any remaining penalty if cast after the creature recovers.

Bloodthirsty (1/turn). When a maddened creature hits with a creature with less than maximum hit points with a melee weapon attack, it deals an extra 2 (1d4) weapon damage.

Contagious. During the first 24 hours of a creature's infection with a flawed assimilation strain, others coming into close contact with the infected creature may contract the disease, as well (DC 14 Constitution save negates). A creature directly exposed to the infected creature's bodily fluids, such as sharing intimate contact, using a Wisdom (Medicine) check to deliver first aid or treat deadly wounds on an infected creature, or touching or being touched by an infected creature taking bleed damage, suffers disadvantage on this saving throw. The duration required for exposure is subject to GM discretion, but creatures in close proximity to an infected creature who take precautions to avoid contact or filter their breathing gain advantage on their saving throw to avoid contracting the disease.

Savagery. A maddened creature gains advantage on Strength (Athletics) checks made to shove or grapple, including checks made to resist those attacks.

Unstable Mind. A maddened creature gains advantage on saving throws against being charmed, frightened, paralyzed, stunned, or put to sleep. It also has advantage against any effect that fails on creatures immune to being charmed (such as *suggestion*). On saves against effects that cause confusion or insanity, the creature suffers disadvantage. In addition, when a maddened creature faces extreme emotional distress, you can roll on the table below.

ASSIMILATION MADNESS

d%	BEHAVIOR
01–20	The victim does nothing but cower, drool, and babble incoherently for 5d6 minutes.
21–40	The victim runs away from the source of stress, shrieking manically and insensibly for the next 1d6 minutes. Immediately afterward, the victim collapses from exhaustion and remains unconscious for 5d6 minutes.
41–55	The victim engages in wanton destruction of their physical surroundings for the next 1d4 minutes, ignoring nearby creatures to attack trees, rocks, structures, etc. This deals 3 (1d6) bludgeoning damage to the victim at the end of the episode, and immediately afterward the victim gains one level of exhaustion and is treated as poisoned for 1d6 hours.
56–60	The victim falls into a suicidal depression lasting 5d6 minutes. If the victim is alone and/or has adequate time, he attempts to commit suicide in a bizarre manner based upon a fragment of personal memory which torments them (e.g., he might gouge out his eyes to avoid hallucinations of his worst horror, methodically paint individual shards of glass or pottery for a lost loved one and then swallow them, or dress in his finest outfit and then set himself on fire). If the victim is not alone and believes others might intervene to prevent him from harming himself, he deals 1d8 points of damage + Str modifier to himself with an available weapon, an item in hand, or his bare hands, automatically inflicting critical damage.
61–100	The victim becomes violently deranged and attacks the nearest creatures (for this purpose, a familiar counts as part of the subject's self) for the next 5d6 minutes.

THE TREASURE WITHIN

By Chris A. Jackson

They say passing through a gate changes you. Maybe so. Maybe I change every time I pass through one—going from planet to planet. Or maybe that's just superstition. Regardless, I do know one thing: it always gives me a headache.

The universe rushed toward me, billions of pinpricks of light all coming at me at once until I was bathed in luminescence, every part of me throbbing with power, my implants humming as if they wanted to jump out of my skin. The gate puked me out the other end, and the light, the power, and the sensation I was about to fly apart vanished. I staggered, steadied, and braced myself for the headache.

I wasn't disappointed.

While pain blossomed behind my eyes, both the flesh and the clockwork ones, two Nambrin goons stepped up to me for the usual inspection. All the gates in Zel-Argose are controlled by the coteries that run the city. They're nothing but criminals, really, but don't say that to their faces. The Nambrin Coterie is one of the few that owns two gates, which makes them one of the more powerful. The two goons were inspecting me to make sure I wasn't smuggling anything through their gate without giving them first dibs on buying it.

"A successful trip, Anasya?" One of the inspectors jotted my name down on his list, his teeth glinting with pointed silver caps. His name was Tanse, and he knew I salvaged the Shattered Zone. His partner, whom I'd never met, held a wicked two-pronged fork in his hands, the tips humming with energy. He looked like he wanted to use the weapon and I didn't want to give him the opportunity.

"Not very." I handed my pack over. "Some mithralite ore and a few rough diamonds."

"Let's have a look." He waved me over to a stout table and put my pack down.

The gate pulsed behind me and another traveler staggered through, met by another team of inspectors. I kept my attention on Tanse as he searched my bag. He put two of the nicer uncut diamonds aside, and closed the flap.

"Anything else?" He eyed me sidelong.

"Nothing but my gear." I met his eyes without flinching.

"Let's have your duster." He held out one meaty hand and smiled.

I shrugged out of my heavy jacket and handed it over. I have more than a few weapons, tools, and other surprises tucked in the pockets, but he ignored them as he patted it down. He put it on the table and turned back to me.

"Hand over the sword and hold your arms out."

I hated this part, but with fork-boy standing ready to skewer

me at the slightest provocation, I didn't dare argue. I unclipped my rapier from my belt and handed the weapon over. The sword, like me, is much more than it looks to be, but Tanse just put it on the table and patted me down professionally, his hands exploring every place likely to hold any contraband. He knew I had as much metal as meat under my clothes, and didn't say a word when his touch found my cold, unyielding implants. Everyone from the Shattered Zone has implants. Living in a world that's been reduced to nothing but a loose nest of asteroids, you either adapt or perish. The clockwork gizmos that keep me alive are as much a part of me as the fleshy bits.

His knuckles rapped the hard stays of my corset, but the garment is too tight to hide anything under it, so he didn't make me take it off. Good thing. I shifted my stance as he felt down my leg to the top of my right boot.

"What's this?" Tanse patted the bulge beneath the soft leather on the inside of my calf.

"A new support strut I had installed. I broke my leg last month, and decided to—"

A ring on Tanse's left hand pulsed with a red glow, and he stood up to glare at me. "Don't lie to me, Anasya. Now what's in your boot?"

I cursed under my breath and reached down to loosen the lacing. The slim ingot of lustrous black metal slipped from hiding, and I handed it over with a sheepish grin and a shrug. "Just a little profit margin."

"Adamantine?" Tanse squinted at the ingot, then at me. "I could confiscate this as contraband, you know."

I frowned. "You could, but I'd file a protest with the Auditor."

Tanse snorted in disgust. "Fat lot of good that'd do you." We both knew the Auditor's authority over the coteries was perfunctory at best.

"Maybe, but my complaint would shut your gate down for a few days." I pointed to the bar of dark metal in his hand. "That'll cost Nambrin more than one ingot of adamantine."

"Or Barthy here could stick you with his fork, and we could sell your clockwork implants in the bazaar."

The threat was just a bargaining tactic, but I had to play along or risk an even more thorough search. Thing about inspectors is they generally stop inspecting once they find something. "Five hundred for the ingot and those two stones you picked out." They were worth more, but I had a lot to lose if Tanse took offense and threw me in lockup.

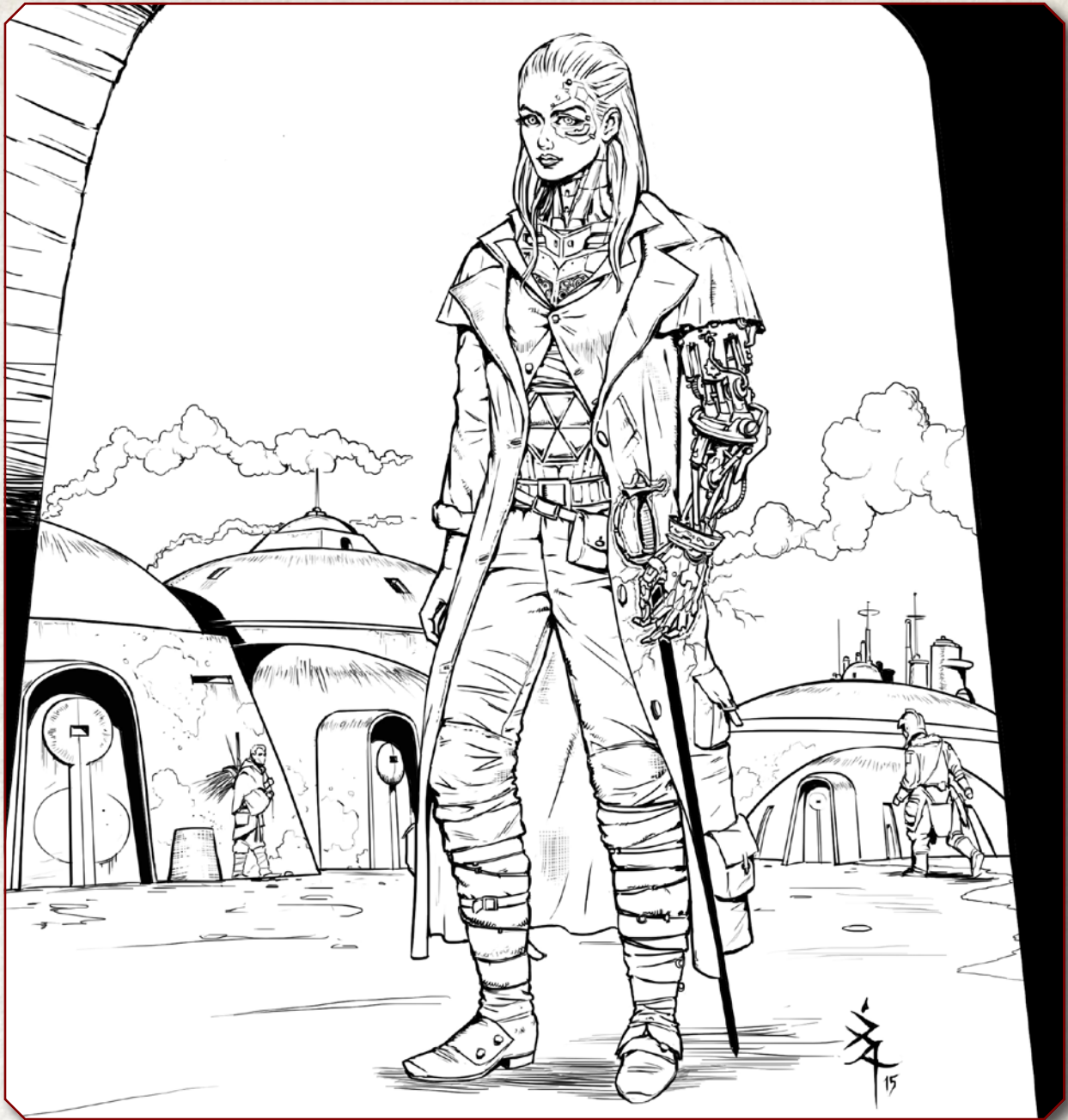
He hefted the bar in his hand with a silvery grin. "Four hundred."

"Four seventy-five."

"Four fifty."

"Done."

Tanse put the ingot on the table, handed me my gear, and smiled again. I think the inspectors work on commission. He counted out the money in shiny platinum coins, minus my tithe for using Nambrin's gate, of course.



"See you next trip, Anasya." He nodded and pointed to the exit. "Be careful out there. Zel-Argose is a dangerous place."

"Right." I walked out into the sweltering, dusty streets of the city with my hand near my blade and a spring in my step—no pun intended. I do have springs. They're just not in my feet.

For the most part, the city's populace is human, or at least humanoid, but as a hub world, with more than a dozen gates to bring in trade, Argosa has more than its share of aliens, even more than usual now with all the refugees from planets annexed by the Hegemony. The first time you get a glimpse under the hood of a burnoose and see six multifaceted eyes staring back at you above a pair of mandibles, your stomach

does a little flip. You never get used to the feeling that whatever it is, it might be looking at you as a potential meal instead of a business opportunity...or both.

I lengthened my stride toward the bazaar. I could have gotten a rickshaw or coach to save boot leather, but it felt good to walk under a real sky for a change. One advantage of being a clockwork cyborg is that fatigue only hits when your components wind down. Mine only get low on power if I have to fight a lot, but I don't like to fight if I don't have to. We also don't get hungry, thirsty, or sleepy, which can be a blessing or a curse.

At the bazaar, I sold my salvaged ore and remaining diamonds to a dwarf mineralogist I knew from the many visits I'd made to Zel-Argose over the years. We had a standard arrangement, so there wasn't much haggling. I pocketed the gold and moved on. I had bigger fish to fry that had nothing to do with the contents of my pack.

Finally, I ducked under a broad, blue-and-white awning and entered the non-descript edifice of Corrmarch's Eclectic Beverage Emporium.

Darkness and cool air enveloped me. The latter was welcome after the sweltering dusty streets, and the former enabled Corrmarch's covert security staff to evaluate new arrivals before they could see anything. My clockwork eye whirled and clicked to adjust to the dim lighting faster than any human and most alien eyes could. As usual, the place looked busy. Corrmarch makes a lot of money supplying a secure and quiet venue where the various factions of Zel-Argose can conduct business on neutral ground. I discerned more than a dozen different species of humanoid and twice as many alien ones, even a few I didn't recognize. Eyes and other analogous organs inspected me then turned away in disinterest. I was just another scavenger, here to make a deal.

I picked a corner booth and sat with my back to the wall. When one of the servers approached, I ordered a coffee with cocoa and pepper—purely medicinal—and asked him to send some messages for me. He nodded and accepted a silver Argon for the service along with the three sealed notes from the inside pocket of my duster. My business associates knew I was due soon, but not exactly when. They wanted what I had very badly, and would come running at my summons.

The coffee banished my headache, but the dull drone of alien music being played by an arachnoid bard at the other end of the common room threatened to reignite it. It looked and sounded like the thing was squeezing a hornet's nest under its arms to me, but I've literally got a tin ear, and have little appreciation for music.

I waited.

Three coffees later, right on time, my business associates began to arrive. Pan-Jhee came in first, dressed in his usual maroon robes and headscarf tied with gold cord. Removing his tinted goggles, he swept the room with his gaze, smiling when he spotted me and starting over. We'd known each other for years, and he always gave me good prices. Tarenia Yolt ambled through the door before Pan-Jhee even reached my table. She saw me instantly and waddled across the floor, her powder blue kaftan billowing like a pastel circus tent as she nudged a few chairs and tables out of her way with her bulk. Tarenia is a large woman. I don't know how she moves so lightly on her feet, but I'd be willing to bet there's magic involved.

I rose and grasped Pan-Jhee's hands. "Good to see you, old friend."

"Likewise." He glanced over his shoulder and stepped aside as Tarenia approached. "Tarenia, you're looking prosperous today."

"I *am* prosperous." She flashed pearly rounded teeth and nodded respectfully. "You look well, Anasya."

"I'm well enough, thank you." I knew Tarenia less-well than Pan-Jhee, but she had a spotless reputation, and more money than some planets I've visited. "As soon as Kweesh arrives, we'll get down to business. Can I buy you a cup?"

Pan-Jhee and Tarenia exchanged a glance that said they knew something I didn't.

"What?"

"Master Kweesh won't be arriving, I'm afraid." Tarenia stroked her jowls with fingers like sausages, a gesture that I knew signified unease. "He...met with an untimely end three days ago."

"What?" I'd known Kweesh a long time, and though he occasionally dipped into some shady dealings, he wasn't involved in anything violent that I knew of. "What happened?"

"It looked like an accident." Pan-Jhee shrugged. "He stepped out of Toipa's Tattoo Parlor onto the street and a rinoc-h-drawn coach ran him down. There wasn't much left. If it *wasn't* an accident, it was masterfully done."

"I can't prove it, but I think it was intentional." Tarenia frowned and shook her head, her jowls jiggling like fleshy pudding. "He made some enemies recently. *Powerful* ones."

"Damn."

Zel-Argose had always been dangerous, but things like this had become more frequent lately. Some thought the Ultari Hegemony was taking out people who worked with the Bellianic Accord. I knew Tarenia did, though she had no clue I'd discerned her loyalties. I don't have any myself, but I'd sell all my clockwork parts for scrap before I'd work for the Ultari.

"Shall we conduct our business, then?" Pan-Jhee summoned a servant, ignoring Tarenia's flash of ire at his insensitivity. I shrugged it off. Pan-Jhee was a businessman and had little time for sentiment. "A private room."

"This way, if you please." The servant led us to a small room that sported little more than a table, chairs, and a credenza. We entered and took seats. "Libation?"

"Privacy." Pan-Jhee's curt tone surprised me. He was rarely rude, even to servants.

"Very well." The servant bowed and left.

"So, was your foray to your home world successful?" Tarenia shifted in her chair, trying to get comfortable on a piece of furniture half the size necessary to accommodate her.

"I found what I was looking for and brought it in with no one knowing, so let's start the bidding at five thousand gold Argons."

"I'll pay five thousand," Tarenia said.

"Six," Pan-Jhee countered, staring at the corpulent woman in open disdain.

Again, his manner surprised me. I'd been involved in bidding contests with Pan-Jhee many times, and he was never so rude.

I wondered if some new animosity had blossomed between my associates in my absence.

"Six thousand five hundred."

"Sixty-eight hundred."

The bidding continued, the increments growing smaller as the sum grew. When Tarenia bid ninety-five hundred, Pan-Jhee frowned, shook his head, and walked out without a word.

"Well!" Tarenia's eyes widened at his sudden departure then turned to me. "Do we have a deal?"

"As soon as you show me the money." I was still bothered by Pan-Jhee's unusual demeanor, but business was business.

"Of course, but I must ensure our anonymity first." Tarenia wove her pudgy fingers in an intricate pattern, her fingernails glowing briefly with magic. Seemingly satisfied, she reached into the voluminous folds of her kaftan and withdrew a large blue satin pouch. The contents clanked as she dropped it on the table. "There's ten thousand in minted platinum ingots. Feel free to inspect them."

I did, and she wasn't lying. I placed five hundred gold Argons in platinum coins on the table as her change and stood. Taking off my jacket, I tucked the heavy pouch in a pocket and lay it aside. Tarenia didn't reach for the coins, but watched me like a hungry owl eyeing a mouse.

The bronze latches securing my corset clicked open at my touch. Vanity aside, the garment doesn't just enhance my figure. The stays are steel, and there's a weave of fine mail under the material. Next, I unbuttoned my shirt from the bottom up, leaving the top three fastened for modesty. A dark blue serpent tattoo shone on the pale skin of my stomach. It looked mundane, but when I touched its eyes then the tip of its tail, the serpent writhed briefly and split down the middle.

"Doesn't that *hurt*?" Tarenia fingered her jowls again, apparently uneasy with my incongruous anatomy.

"Only the first time."

I peeled my flesh back to reveal the whirring gears and springs of my hidden cache, a small hexagonal frame surrounded by clockwork machinery. I turned away to touch the corners of the frame in the correct combination, then turned back. Gears whirled, and six triangular panels opened like the petals of a metal flower. Delving the extradimensional space within, I retrieved my smuggled treasure, a multifaceted crystal as long as my hand. Placing it on the table, I closed up my safe, my skin, my shirt, and reached for my corset.

Tarenia ignored me, all of her attention focused on the crystal. She muttered a few arcane words and ran a finger down one gleaming facet. "Beautiful."

"Satisfied?" I fastened my corset and reached for my duster.

"Quite." Tarenia scooped the platinum coins into a fold of her kaftan, but left the crystal lying there. "You know whom I represent, don't you?"

"I..." I shrugged into my coat, even heavier now with the weight of treasure. "Not for sure."

"The Bellianic Accord."

"I thought so."

"Kweesh was murdered by an Ultari agent, but I don't know who, or why."

"Oh?" I didn't know what this had to do with me, or why she was telling me.

She pointed to the crystal. "You'll have learned what that does during its acquisition."

"Something to do with making a gate work." Gates are all different, but some use similar components. I'd gotten the crystal from a broken gate in the Zone.

"Yes, and there's a gate here in Zel-Argose which the Accord wishes to reactivate."

That got my attention. "Why tell me?"

"Because our agents are known to our enemies. Yet, you're nothing but a smuggler, and run less of a risk of meeting the same end as Kweesh." She pointed to the crystal with one sausage finger. "If you agree to help us install that in the dysfunctional gate owned by the Thanex Coterie, I'll pay you exactly double what I have today."

My mouth opened to tell her she was crazy, but then closed. I swallowed hard, and thought about that much money. *Damn!* Almost twenty thousand Argons would buy a villa with servants back home, but Thanex was one of the most powerful and ruthless coterie in the city. If caught, I wouldn't live long enough to collect.

"How would I get in?"

"With intelligence we'll supply. The gate won't activate without a key, which we will apply at a later time when we wish to open it." She made it sound simple.

"All right." I couldn't believe I was agreeing to this. I started unclipping my corset to put the crystal back in hiding. "When?"

"In ten days."

"That's not much time."

"No, it isn't." Tarenia rose and turned toward the door. "Come to my villa this evening, and don't be seen."

"Okay." I slipped the crystal back in my safe and closed up. "I'll be there."

"Good." She placed one hand on the door latch and turned to face me. "And be careful. There's no way to know if the Hegemony might have pierced my wards to eavesdrop on this conversation. If they have, they'll stop at nothing to thwart our plans."

"Right." I closed my corset and adjusted my duster. "I've been told Zel-Argose is a dangerous place."

FIXER

I skirted the stockyards, sticking to the shadows and trying to ignore the stench of aurochs' dung. I don't like bad smells, and generally avoid breathing at all when I'm around them. What's the fun in being auttaine if you can't selectively filter your senses? But I was trying to use the reek to throw off the thugs who'd followed me since leaving Threnia's, and I had to smell it to know when I'd reached the thick of it. If my gag reflex was any indication, I'd found the right spot.

I'd caught a glimpse of my stalkers, and figured they were tracking me by scent rather than sight. I didn't know if they were after blood, coin, or the crystalline artifact tucked in my pocket. The last seemed the least plausible, assuming they even knew of it. Nobody could have discovered I'd taken more work from Threnia, or that she served the Bellianic Accord. I also felt confident nobody had followed me to her villa, and doubly certain no one knew I still had the crystal. Someone might have learned I'd sold it to her, but usually when that much money changes hands, so does the merchandise. Threnia had simply offered to double my payment if I agreed to also install it in a defunct gate owned by the Thanex Coterie.

So, what exactly am I doing?

I knew my mission, of course. I just didn't know what to call it. When you break into someplace, it's usually to steal something valuable, not leave it behind. I wasn't burgling. I wasn't placing something lethal or covert. I wasn't laying a trap. And I wasn't planting incriminating evidence. None of my usual pastimes.

So, I'm breaking and...what? Fixing? Assured of my olfactory camouflage, I ducked into the deeper shadows to wait. If the thugs still had my scent, they'd show themselves soon enough. I stopped breathing for a moment and just focused on listening, but heard nothing except a couple having a late-night romp in one of the nearby brothels. I must have lost my stalkers. Allowing myself a satisfied smile, I moved on, cutting around the stockyards and north into the Cliff Shadow neighborhood.

All of the coteries among the Peerage of Argosa have impressive compounds which house their gates—the precious portals to other worlds which bring untold riches and commerce under their sway. The coteries also have businesses scattered around the city, some legal, but many illicit. Even so, their real power comes from ownership of the gates. When you control what comes into and out of a world, you control the world-at-large and the lives of all those living there. The Ultari Hegemony found that out the hard way when they tried pressuring the Peerage to cede control of Argosa. The coteries threatened to destroy one of the gates if the Hegemony didn't back off. When the Ultari called their bluff, they found out the coteries had the means to back up their threat. At that time within the Peerage, only the Thanex Coterie held more than two gates. When they sacrificed one, the Hegemony immediately relented, scrapping their invasion plans and leaving Argosa alone lest they lose access to its riches and the planetary gates to other parts of the multiverse. That left twelve active gates in the city, but if I

proved successful tonight, it would become thirteen again.

I didn't know Threnia's motivations for wanting this particular gate back in operation, and I honestly didn't care. I didn't have a dog in the fight between the Accord and the Hegemony. I was purely in it for the money.

Just remember, Anasya, it's hard to spend money when you're dead.

I edged around the corner of a walled villa, my boots crunching on the pea gravel surrounding a bed of thorny, succulent plants. The Thanex compound hove into view, and I paused to pierce the gloom of the shadows with my clockwork eye, taking the time to examine every detail—every rock, shrub, and smudge in the seamless walls—and correlating it with the information Threnia had given me.

With the deactivation of the gate housed within, this compound had become nothing more than a warehouse, but that didn't mean the coterie had left it unsecured. Thanex guarded its merchandise just as jealously as its trade routes, and tended to use deadly force as a first line of defense. Even so, I had to get in, install the crystal, and get out without leaving any trace I'd been there. Not an easy task.

"You can't be identified, and you cannot implicate the Bellianic Accord," Threnia had instructed. "Our enemies must not discern our plans, or we'll *all* end up like Master Kweesh."

Unknown to me beforehand, my acquaintance Kweesh had also worked for the Accord, and the Hegemony had orchestrated an accident that left him smeared over several hundred feet of the city's dusty streets. Since it had always been my goal *not* to end up a smear, I planned on using as much caution as possible.

No one in sight. Not a sound but the chatter of night-time insects, and the squeak of a rodent or night-hunting predator. The building had three entrances: a pair of large double-doors for carts and carriages, and two smaller ones for routine access. I ignored them all and worked my way north again, hunkering down in the three-phase shadow cast by Argosa's moons. Looking up, I could see the building had no neighbors on this side, only a sheer cliff rising several hundred feet to the plateau behind it.

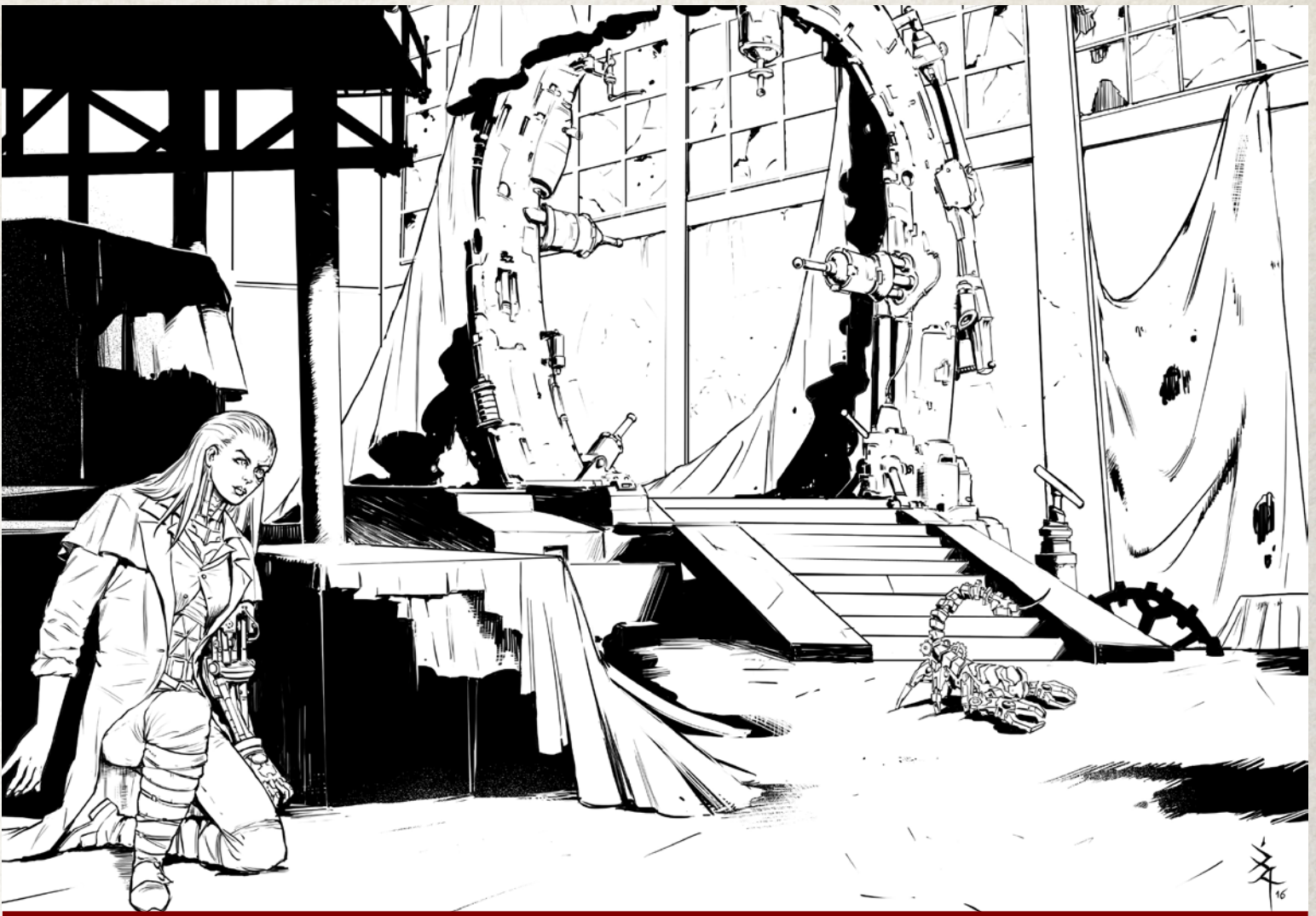
Perfect...

I crossed the road into the moonlight, reached the foot of the cliff, and picked out a path to start climbing. The going wasn't easy, but I wasn't in a hurry. The moonlight posed my only concern. Even this late, there were still a few people out and about, and if someone looked up, they might see me. Of course, they'd have to pick out a gray duster against a gray cliff face, but I wasn't invisible. Not yet anyway. When I reached a shelf of rock about two hundred feet up, I lay flat and watched the streets below for a time. A few, fleeting shadows moved among alleyways, but I saw no one headed my way.

Good...

I stood up, gauged the distance, and leapt.

Threnia's ring tickled my finger as I drifted down like a feather onto the roof of the compound, my duster flapping like the wings of a stooping owl. I'd picked my landing well, and



the roof accepted my weight with little complaint as I crouched low and listened again. Quiet. Only a few chirps and squeaks. I hadn't even disturbed the night song of the desert.

The roof sported several cupolas with vented eaves. I picked the one I needed, and skulked to the shadowed side. The tools in my mechanical fingertips made short work of the screws securing the louvered vent. A few healthy spiders had made their webs inside, preying on moths and flies, but thankfully, not burglars. I swept their handiwork aside and peered into the blackness. Bare ceiling joists strewn with straw awaited me as I edged through the aperture, hung from my hands, and dropped into the attic's crawlspace.

Something rustled in the straw, a rodent or insect. I ignored it and inspected my surroundings. There was barely enough room to crawl between the ceiling and the roof, but still adequate. The attic looked vast, with vertical supports denoting the walls of every chamber below. I checked my bearings, and scrambled over to the nearest vent leading into the main storehouse.

Now for the tricky part.

I knew Thanex had a preference for small, clockwork assassins which they often used for security. My own people—the auttaine—had likely sold such things to them, and that could create a serious problem. Not only could they kill me, but they might also record my image and send it to whoever monitored the devices. So, I not only had to survive, but I also needed to remain unseen.

Lying flat beside the vent, I peered down. Eventually, a faint buzz reached my ears, and I pulled a mirror on a slim rod from my duster to slip between the louvers and scan the room below. Luckily, the chamber housed not only the defunct gate, but also the accumulated contraband of decades of Thanex graft. The gate loomed large amid a pile of crates, barrels, chests, and glittering junk. Under different circumstances, the goods would make a tempting target, but only a fool stole from a coterie. I was no fool, and I wasn't here to steal. Unfortunately, the assassin drones didn't know that.

As I turned the mirror, movement finally caught my eye. A glowing red orb framed by a tiny, metallic body, angular legs

dangling below it and gossamer wings buzzing in a blur, above. A segmented tail hung among its legs, the needle tip gleaming in the ruddy light. The drone flew in a ceaseless pattern, scanning for intruders, tireless and vigilant. I knew there should be a second one, but scanning the rest of the room revealed nothing.

Maybe Threnia's intelligence isn't so good after all?

I didn't know whether to worry or take heart. With only one drone to evade, it would make my job significantly easier. But if Threnia had missed this detail, what else had she overlooked?

Again, my fingertip tools made short work of the fasteners securing the louvered vent. I worked as quietly as I could, knowing the sentry had acute hearing as well as a sharp eye. I lifted the louver out of its frame and lay it aside, cringing at the fine specks of dust I'd jostled loose. Peering through again with my mirror, I saw the drone continuing its search pattern, still oblivious to my presence.

Sweet...

Since stealth trumped my need for tools and weapons, I doffed my duster and lay it aside. Then, I strapped my rapier over my shoulder to keep it from catching on anything, and peered through with my mirror once again.

Patience...timing...quiet...

When the drone turned its baleful eye away, I dropped through the hole to the floor below, Threnia's ring once again slowing my descent. I landed between two tall rows of crates, and crouched to listen. The buzz of the drone remained unchanged.

Moving toward my goal, I checked each corner with my mirror and listened for the buzzing drone. Halfway there, I heard another sound—a faint, irregular ticking, varying in direction. Threnia's intelligence wasn't bad after all. Thanex must have directed the second drone to patrol on foot.

Well, fine.

I paused to analyze the combined search patterns, and picked a route to avoid them. When I reached the rune-scribed arch of the gate, however, I realized I had yet another dilemma. The ancient monument sat on a low, stone dais which the Thanex wranglers had kept clear. But, the hidden nook where the crystal had to be placed resided in the exact center beneath the arch. And that meant I'd have no cover while interacting with it. I had to remove the hidden panel, open the receptacle, remove the old crystal, insert mine, and close the whole thing up, all in plain view.

Only one way to do this...

Most of my goodies were still in my duster in the attic, but I'd kept one vial for just this purpose. I slipped it from my belt and eased the stopper free, tilting the contents into my mouth.

Why do potions always taste like rat piss?

I swallowed hard, and made sure the magic had taken hold. I could still see myself, but just a hazy, translucent outline.

Slipping from hiding, I edged toward my goal, feeling like a cockroach skittering across a marble floor waiting to be

stomped on. The distant buzz-and-tick of the drones remained unchanged, and I found the hidden niche, applying my tools and working as quietly as possible. The catch came free, and I checked my surroundings again. The flying drone still followed its patrol pattern, but I couldn't see or hear the other one.

I opened the niche and withdrew the crystal from my pocket. The recess inside held a similar crystal, its lustrous facets clouded and scorched. I flipped the catches that restrained the damaged one and pulled it free. Its replacement slipped right into place, and I locked it down—*tick, click, tick, click*—finally closing the concealing panel over my work.

Tick tick tick...

I turned and froze. The crawling drone ambled from the shadows toward the gate, its metal limbs maneuvering the stone floor. I didn't know if it had heard my handiwork, or merely seen the hidden panel open, but it must have detected something, and now it came closer to investigate.

Damn...

I edged over to one side of the arch and stood perfectly still.

Tick, tick, tick. The tiny drone climbed the dais and trundled to the exact center, its tail now arched over its bulbous body, quivering with every step. It inspected the spot where I'd closed the panel, a tiny, metal proboscis flicking out as if scenting the air.

Fortunately, the lethal construct wasn't very smart.

The drone started a simple search pattern, spiraling outward from the center of the dais, and this gave me the opportunity to slip away. With my task done, I only needed to remove myself without leaving any trace. My invisibility remained intact, so I hurried to the stack of crates beneath the louvered vent and climbed as quietly as possible, trying not to jostle the stack of bins. At the top, the buzz of the airborne drone grew louder. Its own search pattern brought it my way. Perhaps the two were communicating with one another somehow? I crouched low and muttered a silent curse. This would be a very bad time for the potion's magic to expire.

The flying drone buzzed by overhead, close enough to ruffle my hair. I waited until it passed, then rose up and leapt to catch the rim of the vent. A quick twist and I lifted myself up and inside, not even waiting to see if the drones had heard me, but securing the louvered vent in place again, just in case. As long as they hadn't spotted me, I was okay. Mission accomplished, and no evidence anyone had ever been inside the chamber.

Money in the bank...

I put on my duster again, crawled back to the cupola, and climbed out onto the moonlit roof. While securing the vent in place, I felt a tingle and looked down to see myself clearly once more.

Nice timing...

With the potion's magic used up, I hurried to the edge of the roof and dropped into the shadows.

Safe...

I started for home, satisfied with a job well done, even though I still wasn't sure exactly what I'd accomplished on Threnia's behalf. Wondering about the motivations of the Bellianic Accord was like wondering why planets orbited their stars. As long as they kept doing what they were doing, I shouldn't ask questions. I'd finished the job and set myself up for months of ease...

I should really learn not to get so cocky.

A faint crunch of pea gravel turned my head in time to glimpse a flicker of motion. Something hit my shoulder, and teeth clamped down on my metal arm as a whip-like tail lashed at my face. The thing's stinger scored a line across my cheek and the wound stung even though the barb on the little critter's tail had only scratched me.

Reacting more out of reflex and revulsion than any cognizant thought, I flung myself down hard. The thing elicited a satisfying *squeak-crunch* as my weight smashed it into the hard street. I'd never seen such a thing before—some kind of half-rat, half-scorpion—but I left it smeared on the cobblestones and rolled to my feet with daggers in my hands, looking for a target.

A low growl from my left and motion from my right divided my attention. They had me perfectly flanked and were closing in. Only one option popped into my mind. I threw a dagger at one and charged the other, drawing my rapier.

Canine teeth gleamed in the shadows, and my foe halted its advance long enough to pull another squeaking horror from a large satchel to throw at me. I ducked under the slashing teeth, claws, and whipping tail, barreling forward and leading with my rapier. I channeled all the energy I could muster into the weapon, and the blade slipped through the creature, crackling and hissing with power. As the cross guard slammed into its stomach, my canine foe twitched and flailed, the smoke from his cooking viscera filling the air. I whipped the blade free, feeling the telltale weakness of expending so much energy on one thrust, but getting caught between two assassins seemed a much worse option, and I needed at least one of them dead to have a fighting chance.

Or so I thought.

My other assailant charged me with little regard for its fallen comrade. I finally recognized my canine attackers. They were bahgra, a dog-like race of scavenging humanoids, barbaric hunters often hired as mercenaries. It didn't surprise me. I'd seen a few of them in Zel-Argose, and if they'd tailed me, they could easily have followed my scent. Hence, my detour to the stockyards, but they must have picked up my trail again.

I flung my second dagger to dissuade the final bahgra's charge, and sidestepped. The blade lodged in its shoulder, but didn't slow it down. Two hooked hand-axes slashed at me as it passed. I managed to parry one, but the other struck sparks from my armored corset, hitting hard enough to dent some of my internal workings. I staggered with the blow and turned to face it.

The dog-man jerked my dagger from its shoulder and growled, baring teeth dripping with saliva. It outweighed me by half and knew how to fight. I would have been quicker if I hadn't just spent about half my energy killing its buddy, but now...

I took a sliding step back, and my heel struck the dead bahgra's corpse. Something chittered there and I risked a glance. The thing's satchel writhed with motion, the leather flap secured by a single thong. A desperate idea gelled in my head, and I feigned a stagger, letting my rapier dip.

"You hurt, tick-tock woman?" The bahgra licked its lips, advancing more carefully this time, axes held at the ready. "Dent your gears, did I?"

"Leave while you can, mongrel." I tried to look shaken. It was easier than I really wanted. I let the tip of my rapier droop further to the ground, right next to the strap of the dead bahgra's satchel.

"Not leaving, tick-tock woman." It grinned at me. "We was supposed to take you, not kill you, but I think I'll see what you taste like before I give over what's left."

"Take me for who?" I hesitated, remembering Threnia's warning, but also knowing the bahgra didn't like the Hegemony. Then again, they might make an exception for the right price. "Tell me and I'll double your pay."

The bahgra stopped, obviously considering my offer. Its friend was dead, which doubled its percentage, and I'd just doubled that again. But then its lip curled back from its teeth.

"I think I take all you got on you, *and* get paid." It took a step forward. "I got a reputation to—"

I flicked the tip of my blade, severing the leather strap of the satchel, and slashed the flap's restraining thong. One kick sent the squirming bag into the bahgra's chest. With widening eyes, it desperately slashed with its axes to deflect the oncoming danger, but the blow simply disgorged the irate contents in a hail of slashing teeth, claws, and venomous stingers.

The bahgra went down howling and writhing, batting at the scrabbling mass clinging to it. I ended the racket with a quick thrust, taking care not to get too close to the ravaging swarm.

I considered going through its things to figure out who paid the mercenaries to take me, but quickly reconsidered. The noise of the fight could draw attention, and I didn't want witnesses.

Sheathing my rapier, I lit out for home at my best pace, which wasn't very good. I'd be fine in the morning, but felt my expenditure of energy dragging at every step. Tomorrow, I'd visit Threnia and get paid.

Then I'm going to take a vacation.

I sniffed the air of Zel-Argose and wrinkled my nose again.

Maybe someplace that smells nice, for a change.

MACHINE LANGUAGE

Sometimes it's all I can do to keep from laughing at the irony that seems to haunt me like a sarcastic ghost. I tried to keep a straight face as I stepped up to the very same gate I'd covertly helped repair only a few months before. Someone else had finished the job, and had been the first to travel through the Thanex Coterie's newest interplanetary portal, but I felt a twinge of satisfaction as I stepped through and the light of a thousand stars exploded around me.

Then, of course, I felt like my head would explode.

I also felt biting cold deep in my bones. Kylorn is a one-face world with respect to its sun, and the Thanex gate emerges on the much colder, dark side of the surface. Once opened, the indigenous and ageless constructs—known as the divymm—built a structure to shelter it from the only available building material: ice. Coffee would have helped both the headache and the cold, but I wasn't likely to get any here. I should have smuggled some with me.

A world without coffee... Talk about a trade opportunity.

Kylorn didn't have much of anything yet. The Accord had initiated preliminary trade with the divymm, but the constructs didn't need much and they'd had disagreements about opening direct contact between the greater multiverse and the fledgling sentients inhabiting Kylorn's narrow zone of habitability. I'd come as a negotiator, an ambassador for the Bellianic Accord, albeit a covert one. Bypassing formal channels of diplomacy can sometimes expedite relations and foster trade.

I was all for that.

I know I said I was done working for the Accord after the last time. I had money now, even my own place in the Shattered Zone with a full-immersion hot oil bath and a view of the Temrael Nebula. So why did I say yes when Tarenia came knocking on my door? Maybe after a couple of Hegemony thugs tried to kill me, I felt like I had a score to settle.

The gate's arrival area held a chaotic mix of shivering traders, hucksters, explorers, scavengers, and sight-seers all vying for the attention of harried divymm inspectors. They asked my name (I told them), searched my bag (empty), asked me why I was here (I lied), and took a small payment in gold before ushering me out of the structure and into the truly bitter cold outdoors. My clockwork heating units clicked on to keep my blood from freezing, and I hurried to the tunnels of Kylorn's sub-surface civilization.

The place had the feel of a boomtown, with enough humanoids and aliens to make a jumble that rivaled the Zel-Argose bazaar. I paused here and there just long enough to look interested and check over my shoulder. I'd been doing that a lot lately.

Call me paranoid, but am I paranoid *enough*?

I made my way to the transport depot. Kylorn's rail system is a remarkable remnant of the planet's once thriving civilization. Just like its builders, the system of high-speed rail cars is

mostly dead. If resurrected, the habitable zone would have a direct link to the Argosa gate, and civilization could thrive even further with the influx of trade. That's what the Accord wanted, and what the Hegemony opposed. The Ultari had intermittent access to Kylorn via their own gates, but their monopoly would die if my mission proved successful. Repairing the transport system would be the final twist of the knife.

And I was here to twist that knife, if the map Tarenia gave me was accurate.

I paid the entry fee and stepped aboard one of the gleaming tubular cars hovering over its crackling metal rail. Whether formed from magic, technology, or both, I didn't know or care, as long as it worked. I sat near the door and braced myself for the acceleration.

The view outside the glassteel windows blurred with motion, but I didn't feel a thing.

Some magic or technology made the space inside the car impervious to acceleration. That alone was a miracle other planets and races would pay dearly to learn. No wonder the Accord and the Hegemony lusted after this dead civilization's secrets. I relaxed and waited for the train to break down.

Okay, it wasn't going to break down, but it *was* going to make an unscheduled stop due to a subtle bit of sabotage. I don't know how Tarenia arranged it, but when it happened, I had to move.

I'd been riding for some hours, through four stops with passengers coming and going, when my moment finally came. The train's illumination dimmed, then the car jerked, slowed, and stopped. The passengers grumbled epithets in a hundred different languages. While they vented, I fished a tiny black pearl from my pocket and dropped it. When it hit the floor, a sphere of impenetrable darkness enveloped the space around me and the door.

I worked fast.

The panel concealing the door controls yielded like a blushing bride to the tools in my clockwork fingertips. Inside, I flicked the tiny lever that released the locking mechanism. The door slid open, and I stepped out into the light.

My hair frizzed as I fell like a feather past the energized rail of the train and landed on the broken scree of the rail bed, crouching behind one of the supports. Within moments, the train above me surged back into motion, racing off like a bolt from a crossbow. Hopefully nobody would even notice I'd left.

I was alone in the dead vaults of Kylorn.

Dark, cold, and hopefully lifeless, the rail tunnel fell into an eerie silence as the train car vanished in the distance. My clockwork eye penetrated the gloom, and as long as the temperature didn't drop to the point where my lubricant or blood froze, the cold didn't bother me. Lifeless was good. It meant there wasn't anything hungry that thought a few machine bits and bobs in its otherwise meaty diet would be a good source of roughage.

I retrieved the map from my hidden cache and got my bearings, then started out at an easy jog.



Just where the map said it would be, a second rail crossed beneath the one my train had traveled, but this one wasn't part of the functioning network. I climbed down and continued. About an hour and five miles later, I found another crossing, but instead of one dead rail, there were more than a dozen.

The Hub.

I found the large metal door in the tunnel wall Tarenia had circled in red ink on my map. The portal—an impressive network of gears, pistons, and toothed racks—would have admitted a rail car.

Time for the first phase of negotiations.

The door was quite a piece of work, and would have foiled a master burglar. Fortunately, I'd been told how to tickle its tumblers. I had to wind three different springs in a particular sequence, then a series of catches thrown in another sequence. The result warmed the gears of my heart. Teeth engaged, gears spun, and a resonant click sounded from within. Shiny metal pistons receded from the iron frame into the door, and hinges that hadn't rotated in a millennium did so now without a sound or complaint of corrosion or fatigue.

Nice workmanship...

As I strode through, I heard a click of stone on stone from the empty tunnels behind me. I looked back, but saw nothing. Maybe I'd overturned a pebble or two, and they were just settling with the vibration of a distant train.

Maybe...

I slipped to the side of the portal and waited, listening. Who knew what opening the door might have triggered or awakened?

Paranoid? Me? Do clocks tick?

Silence...

Back to my task, I strode into the disused maintenance depot. Mechanical shapes stood in precise rows, hung from silent chains in quiet repose, hundreds of them, all shapes, sizes, forms and functions, waiting to stir again.

"Think of me as your alarm clock," I whispered. Alas, the silent machines remained silent...no appreciation for clockwork humor. Or perhaps they would awaken only to the call of their master. That was who I truly needed to find and rouse. With all the ironmongery in this vast chamber, however, that might prove difficult.

Sometimes I like being wrong.

The end of the chamber narrowed to a recess that I'd first thought might serve as a storage nook for spare parts. Dark metal, gears, pistons, springs, panels, and gleaming crystal and wire had been set into the walls of the recess like a mosaic. But wreathed by that dark network stood a gleaming humanoid shape, its glistening metal skin etched with runes, four articulating arms folded over a narrow chest where an elongated gem of black crystal rested. Its face was a smooth crystal sphere, dark and dormant.

The master of the depot was asleep.

"Time to wake up," I whispered, pausing to examine the machinery that surrounded the clockwork master. Decoration, or some other mechanism that couldn't be engaged without first waking the master? Who knew?

It only took me a moment to find the winding mechanism. I turned the tiny crank until I felt resistance and stopped. Nothing happened. So long asleep, perhaps it needed a jolt to wake up. In a world without coffee, I could think of only one thing. I pressed my hand to its crystal heart and gave it a fraction of the same surge of power I use to energize my sword.

Runes flared, gears spun, and the crystal ball face swirled with light and color. Two of the four mechanical hands snatched my wrist before I could draw away. My metal arm tingled, and I felt a surge of energy coming back from it, and with that surge, words formed in my mind.

Inquiry: Who?

"Anasya," I said. Honesty seemed wise if I wanted my arm back.

Inquiry: Why?

I assumed it was asking why I'd awakened it. "I wish to speak with you. Your world is alive again after centuries of sleep. The transport system must be reactivated."

Inquiry: How long?

"I don't know. Many centuries."

Its crystalline head tilted quizzically, examining me. *Declarative: You are not of flesh. You are not of machine. Inquiry: What are you?*

"I'm auttaine, which means a bit of both." I looked down at its grip on my wrist, not damaging, but tight. "May I have my hand back?"

Declarative: Imprinting complete. Affirmative. It released me.

I wasn't sure what it meant by imprinting, and was equally unsure I wanted to know. "Thank you." I flexed my metal hand. "You are the master of the transport system?"

Negation: No. Its crystalline face darkened, a swirling cloudy storm. *Declarative: I serve the masters. The world stopped spinning, and their bodies could not adapt. The masters told me to wait. I waited. They did not return.*

"No, they won't return." I took a chance. "You are your own

master now. Can you restart the transport system?"

Uncertainty: Insufficient data. It took a step forward and spun its head backward, one arm extending to grasp a green crystal set into the wall behind it. *Initiate: Diagnostic commencing. Working...working...*

Some of the gears and springs in the wall twitched. *An information system?* I decided to let it work and started to turn away, when the clockwork master's voice suddenly rang with urgency.

Warning: Caution! Intruder! The master's crystal head swiveled back to stare at me. Energy crackled in its hands.

I stepped back and raised my hands. "Wait, I—"

Warning: Violence imminent! Evasive action recommended!

I understood an instant too late as I whirled and reached for my sword, but something hit me hard enough to send me flying into half-dozen mothballed mechanoids. I landed in a tangle of metal and bruised meat, but managed to fling my metal arm up to protect my head. Nothing felt broken, but I had a few dents. Only when I looked back where I'd stood did I realize that I had only been in the way.

My assailant looked like a great amorphous blob of weaving, pummeling pseudopods. It gleamed like polished metal, moving like an ooze, but fast. Eyes, claws, hands, and pincers formed in its liquid body. A hetzuud, and the biggest I'd ever seen. The Hegemony elevated the species from barbarism and used them as spies, saboteurs, and assassins due to their ability to assume any shape. It couldn't have followed me, but it might have been lying in wait, unable to access the depot until I arrived.

And now it was trying to destroy the master.

Warning: Defensive measures! As the master's voice rang in my mind, the crystal wand in its chest flared and fire leapt from two of its metal hands. The third and fourth had latched onto the mechanical wall behind it, and the dark gears and panels started to engage and spin.

As I struggled to my feet, the hetzuud giant reeled back from the flames, its mirror skin blackened. Two pseudopods lashed out from opposite sides and the master was caught between them. Metal squealed in protest as the master was torn away from the mechanical wall. The dark machinery fell silent.

Warning: Damage. Repair necessary. Cannot activate defense mechanisms.

The hetzuud dashed the clockwork master hard against the floor with a gut-wrenching clang.

Warning: Damage. Beams of fire lashed out from the master's hands to score burns in its foe, but the hetzuud wouldn't let go. *Warning: Cannot activate defenses. Aid requested.*

I drew my sword, quite sure I had no chance to kill such a monster, but I was more than willing to try. If something didn't kill it, I wasn't likely to get out of here alive. I picked what I hoped was a vulnerable spot and lunged, pumping as much energy as I dared into my sword. Liquid flesh scorched and

crackled, and an ungodly howl rose up from several gnashing mouths. A pseudopod lashed out and my feet left the floor again. The mechanical wall didn't yield when I hit it, but something in my head did.

The room reeled around me as I slumped to the floor. Blood or lubricant trickled down the back of my neck. I didn't know if the weakness that invaded my limbs was due to the injury or expending so much energy on my attack, but my legs didn't want to work.

Another horrendous clang echoed through the chamber as the hetzuud bashed the master against the floor again. One metal arm clattered away, its runes extinguished. Another beam of energy lashed out to score a burn in the hetzuud, but the monster flailed on, undaunted.

Warning: Damage. Cannot activate defenses. Arcane runes flared, and motes of energy shot out to blast bloody holes in the hetzuud.

Maybe my brain had taken a hit, but the master's defenses seemed to be working fine.

Appeal: Aid requested. Another clang echoed as metal met stone, and the master's voice in my head sounded weaker. *Appeal: Activate defense mechanism, or destruction imminent.*

I clawed up the mechanical wall to my feet. I had a few tricks left, and cut the drawstrings of a pouch at my hip to fling it at the raging blob. The pouch disgorged a swarm of biting spiders. It wasn't much of an offensive weapon, more of a distraction, but it was the best I had. The irate little arachnids plunged their fangs into the hetzuud's gleaming skin, but the amorphous monster responded by undulating itself right on top of the skittering spiders, squishing them like furry little grapes.

So much for my brilliant counterattack.

Again, the hetzuud bashed the master against the floor.

Appeal: Activate defense mechanism, or destruction imminent! The master cast another spell at its assailant, but the scorching beams of fire didn't dissuade it. Then the voice in my head changed in tone to something I wouldn't have expected from a machine. *Plea: Anasya! Activate the system as you did me! Help me!*

It wanted *me* to activate the depot's defense system? I could try, but I had no idea how, and I had no time to figure it out.

I whirled to examine the complicated wall of clockwork and tried to remember where the master had placed his hands. This was beyond me. The clash and clatter of the conflict behind me didn't help. I found the green crystal the master had grasped, and latched on with my metal hand. I channeled what little energy I had left into the wall of dark machinery.

Gears sprang to life, whirring and clicking, even as I felt the last of my own energy fleeing my sagging limbs. My knees folded as the wall came to life, gears meshing, panels moving, gems and crystals flaring with brilliant light.

As the floor came up to meet the back of my already battered skull, the wall of machinery took on a new form. Sinuous, dark, and deadly, a clockwork dragon reconfigured above me, emerald eyes glowing with ferocity. It lashed out with claws, emerald fire flowing from its beaked maw. My senses gave up their tenuous grasp on consciousness, and the chamber faded into darkness as the hetzuud abandoned the master and surged toward the dragon.

My sarcastic ghost laughed in my mind as oblivion claimed me.

Declarative: Hemostasis achieved. Hydraulics stable. Lubricant level nominal...

The voice in my head was back. It hurt to think, but at least I could. I blinked my eyes open and squinted into the glaring light above me.

Assessment: Central processing reinitialized. Cognizance restored. A swirling sphere of luminous colors hove into my view, and I sensed relief in those soothing hues. *Inquiry: How are you feeling, Anasya?*

Stupid question. "I'm fine," I lied.

I felt like I'd been chewed up and spat out, and the noise of clattering machinery rang through my head like a cavalry charge. Four clockwork workers near the table nodded as if satisfied with their handiwork, and turned away to join their brethren—dozens, no *hundreds* of mechanical forms all working on one thing or another. Gears moved, springs twitched, everything alive and moving in an intricate mechanical ballet.

Assertion: You were badly damaged. The master of the depot helped me off the stone table on which I lay, and the room spun a bit. *Explanation: I initiated repairs to your systems. I hope you don't mind the intrusion.*

Its voice sounded different, less artificial. "I don't mind." I took stock and noted that everything worked, the fleshy bits as well as the mechanical ones. The back of my head ached, but the wound was closed. "Thank you."

Assertion: Your repairs were essential. I could not let you be destroyed after you saved me. That would have been... the crystal ball head tilted, the cloudy colors swirling. *...ungracious.*

I don't know why, but it brought a smile to my lips. "Looks like you got the place up and running." I looked around, but there was no sign of the hetzuud.

Acknowledgement: Thanks to you, Anasya. The master gestured at the gaping portal to the railway hub outside and the dark draconic figure stationed there. *Declarative: The depot's defenses are active. We will have no more problems with intruders."

"Good." I had no doubt the Hegemony would try other tactics to further their ends on Kylorn, but a functional transport system would herald trade to all corners of the world—the lifeblood of civilization. My work here was done. "I guess I should go."

Uncertainty: Go?

The master's head tilted again, the swirling colors darkening.

Inquiry: Where?

"Home, my friend." I smiled at the master and extended my metal hand. "I've accomplished what I came to do. My mission's over."

Assurance: You needn't go if you wish to stay, Anasya.

The master took my hand and shook it in a very human gesture.

Declarative: You will always have a home here, if you need one.

"Thank you." The thought made me feel strange. No humanoid had ever made such a warm and welcoming offer to me. "I may come to visit. Kylorn is an old world newly discovered, and there are endless opportunities for trade." That thought and my aching head brought another question to mind. "You wouldn't have any coffee, would you?"

Inquiry: Coffee?

The master's head tilted again.

Declarative: I am unfamiliar with that element, Anasya.

"I didn't think so." *Trade opportunities indeed...* "Fair well, my friend." I smiled and started for the door. I had a long walk home, unless I could hop a rail car.

"Right." I closed my corset and adjusted my duster. "I've been told Zel-Argose is a dangerous place."

SHARDS OF HOME

Home...

Most people never really understand the significance of that word. For someone who's never really had one, it takes on a whole new meaning. I had one now. I'd earned it. And I was making the most of it.

A distant tremor reverberated through the edge of my bath and into my skull, stirring me from my lassitude. My place might not be palatial—Asteroid 632 belonged to a minor criminal before he ended up on the wrong end of a sword—but it's comfortable, stuffed full of amenities, and best of all, isolated. The massive industrialized planetoid of Beacon is barely a mile away, but it's a mile of hard vacuum. Nobody could walk up and break in without going to some serious trouble. The tremor that had roused me continued in a rhythmic cadence. I had a guest, but they wouldn't be here for a quarter hour. The void trams aren't very fast.

My home is secured to Beacon by one of the massive iron chains that keep several hundred rocks, most inhabited, mined out, or industrialized, from drifting away into the void. Several thousand more orbit in a chaotic dance within a few hundred miles, while the rest of the 9871 pieces of my homeworld drift in the void. The nearby rocks can be reached only by catapult-skiff or void gondola, but those secured by chain are accessed easily by slow, noisy void tram.

The vibrations continued. *Bother...*

I rose from the bath and stood for a moment, letting the light mineral oil slide off my body into the tub. With my machine

parts well-lubricated and my fleshy ones slick with oil, I stepped out and towed off, wondering who was coming to visit me. I didn't get many visitors.

I dressed, stomped my feet into my boots and went upstairs to the main salon. My favorite room, the salon sported a huge picture window with a stunning view of the Temrael nebula. I'd arranged the whole room around that view, chairs and divans situated around low tables to take it in. The dining area and kitchen were nestled off to the left, and a short hall to the entry vestibule branched off opposite the window. I'd left the walls bare rock, still sporting the marks of chisel, pick, and hammer that had removed ore before I was even born. There were still a few tiny veins of silver and mithril visible, but not enough to mine. The treasure of this rock was long gone; its only value was its seclusion, and now that too was about to be invaded.

Okay, so maybe it wasn't quite an invasion, just a visitor, but I like my privacy.

I peered out the view port of my door into the void. The tram approached, clambering along in a dance of legs, rollers, gears, wires, and springs. No two trams are alike, except that each maintains a reasonably stable pressure inside. I couldn't see who was aboard. The clockwork contrivance sported only three tiny view ports in the nose.

Unsure of who I'd be receiving, I pulled my duster from the closet beside the door and put it on. I left my rapier hanging there; wearing a sword to greet a guest seemed rude, but I had enough surprises squirreled away in the pockets of my jacket if there was trouble.

The tram clanked into the vestibule, its entry port matching my door with mechanical precision to ensure no loss of precious atmosphere.

"Air doesn't grow on trees," my father used to say. "It has to be farted out by the angels, and every puff costs meat, which costs money." I guess that was the Shattered Zone equivalent of "Don't leave the lamp burning; oil isn't free."

The tram's door opened and I recognized my visitor immediately from his maroon robes and headdress, the gold cord girding his waist, and his distinctive dark brows and immaculately trimmed facial hair.

I opened my door wide. "Pan-Jhe! What in the names of all the slumbering gods are you doing here?" I greeted him with the customary two-handed grasp and ushered him inside. The air from the tram brought in a smoky haze, thicker with industrial waste than my own. I'm not bothered by bad smells, only breathing when necessary anyway, but organics like Pan-Jhe often find odors unpleasant. "I hope you didn't damage your lungs looking for me."

"Well met, Anasya." He smiled and nodded respectfully as I closed the door. "No, I had no trouble finding you. A few questions and a few coins."

"Well, it's good to see a familiar face, though I hardly expected you to visit." I waved him into the salon. "Can I get you something? Wine, coffee, water..." Just because I'm half



machine doesn't mean I don't enjoy food and drink.

"Wine would be welcome, thank you." He looked around as I filled two glasses from the sideboard. "You've done well for yourself, Anasya. I'd heard you struck it rich."

Of course he had. I'd spread that rumor myself. "I got lucky." I handed him a glass and indicated the room and the view out the window. "Now I get to enjoy my money."

"Well-deserved." He sipped and furrowed his brow. "I hope that doesn't mean you're no longer interested in earning even greater wealth."

"That depends." So that was his reason for visiting. He had a job. "I'm not exactly hurting, so I'm pretty selective now. I don't want to risk what I've got by doing something *too* dangerous or illegal."

"This wouldn't be illegal at all and it's right up your alley." He sipped his wine again and cleared his throat. "In fact, it would be good for you in more than just *monetary* compensation."

"Oh?" I sipped my wine and inspected my guest. He'd always been the type to cut right to business, but the last time we had dealings he'd been outright rude. Now, he had work for me and had come all the way to the Shattered Zone to make the offer in person. This was no small job. "Good for me how?"

"The work involves an excavation being conducted by the governing body of your own world, your Purity, as they call themselves."

"You're recruiting for Purity?" I stifled both my surprise and derision. Purity definitely governed most of the Zone, and they wanted to control every rock, ounce of ore, and artifact in it. But I didn't care for their totalitarian practices and I'd heard stories that chilled the lubricant in my mechanical joints about what happened to people who opposed them.

"Indirectly, yes." Pan-Jhe turned and strolled to my window, taking in the view. "They're excavating an asteroid, a rather far flung one that has some type of...remnant within. As with most large organizations, they're choked by graft and bureaucracy, and are proceeding clumsily, but there are a few who are more...prudent. I learned they wish to recruit someone who has experience recovering buried artifacts, is *careful*, and knows the Shattered Zone." He turned to face me and smiled. "I immediately thought of you."

"Thank you for the complement." I raised my glass to him, sipped, and frowned, though it wasn't the wine I found distasteful. "Where's this asteroid they're digging into?"

"I've no idea." He shrugged, blinked, and looked away from my gaze. "Only that it's a distant journey from Beacon."

You're lying to me, I thought, strolling a slow circle. "Well, I'll need some specifics before I sign on." I'd also need several planes of Hell to freeze over. Helping Purity on a secret dig on a faraway asteroid sounded like a quick way to end up as spare parts and food for the angels. "If you can't give them to me, I'm going to have to pass."

"Pass?" His dark eyes snapped up, brows furrowed and mouth set in a downward crescent. "That would be...imprudent of you, Anasya."

"*Imprudent?*" I chuckled. "How so?"

"I already gave...my Purity contact your name." A muscle in the side of Pan-Jhe's face twitched, but it wasn't a smile. "They won't be pleased."

"Then they'll have to be displeased." I finished my wine and put the glass down. "Purity's been pretty hostile to independent operators like me from day one. You'd best be careful working for them, my friend."

"Oh, I'm being *careful*, my friend. It's you who's not." Pan-Jhe lifted his glass and poured the rest of his wine onto my floor, then dropped the glass to let it shatter. "There's only *one* power in the Zone. Opposing it is foolish."

"I'm not opposing anything." His abrupt rudeness startled me, but I'd seen it before. "I think you should go before we stop being *friendly*."

"So you can run off to report this conversation to your friends in the Bellianic Accord?" His face contorted into a sneer. My shock must have shown on my face. "Yes, I know who you've been working for, Anasya. I thought to bring you over, to give you a chance to do the right thing, the *smart* thing."

"The smart thing for you right now, *friend*, is to leave my home." My hand twitched and two throwing stars fell into my palm from the sleeve of my jacket. I blinked my clockwork eye into recording mode; someone would want evidence of Pan-Jhe's treachery. "Now."

"Oh, we'll *both* be leaving, Anasya, but not the way you think." Pan-Jhe pulled open his robes to reveal a row of tall hourglasses mounted around his waist in a heavy steel belt, blue and red liquid in their top and bottom halves. A golden wire entwined the thin tubes where the colors met, and his hand reached for a ring bound to that wire.

"You motherless..." My shock resolved into action the instant before he pulled the ring.

My throwing stars flew as the crack of breaking glass reached my ears. One caught him in the arm, the other in the chest. He contorted with the paralytic poison, but it was too late to stop him. The liquids of the vials had already mixed, bubbling and smoldering with sudden violence.

I dove for cover an instant too late.

The explosion blew Pan-Jhe in half and riddled the room with pieces of metal, glass, and my former friend. I tumbled with the shock, slamming into the heavy stone counter between the salon and kitchen. Several pieces of shrapnel had hit my picture window. The thick glass cracked and popped like thin ice on a pond. I shook my head and tried to stand, then caught a glimpse of something that shocked me even more than the explosion.

Pan-Jhe's eviscerated torso twitched, then some...*thing* burrowed out of the mass of bloody meat. Eyes like rows of green gemstones fixed upon me, tiny legs like barbed hairs

all along its length flexing their fibrous tips for an instant. It writhed in the viscera, a mouth like an anus opening to reveal a circular row of teeth as it slithered toward me.

As I scrambled back, panic and revulsion rising in my throat, my picture window shattered.

I never thought being blasted into the void would be a good thing, but it got me away from that horror readily enough. I reached out reflexively, trying to grab something, anything, but the explosive decompression blasted me through the window in a shower of debris.

I stared into my destroyed home as I fell away and saw that thing wrapping around the heavy stone pillars of my foyer. My door opened and then it vanished within. Gone...

Silence, pain, and the fogging vision in my fleshy eye told me I was in very deep trouble. My flesh was freezing, or at least the moisture that boiled from my pores was freezing. I'd been exposed to void before, though fleetingly. I didn't have to breathe, which kept me from dying instantly, and my clockwork parts would work until the lubricant in their joints froze solid, but I was drifting outward with no way to stop or alter my course.

I flew in a cloud of debris from my home, shattered furniture, bottles, cups, artwork, and a few personal items. The network of chains linking hundreds of asteroids to Beacon stretched around me like a three-dimensional spider web, but my trajectory—as straight as a plumb line—would not intersect one.

But maybe...

I flailed around, grasping a few pieces of floating junk. I caught a large piece of my favorite chair and flung it away from me, trying to keep the force of the throw centered in my chest to keep from tumbling. I drifted in the opposite direction. I looked over my shoulder and threw another piece of junk, a table leg, at a different angle. I drifted...and my mechanical fingers closed upon the neck of a bottle of wine I'd been saving for a special occasion.

I gauged no occasion more special than this.

I placed the bottom of the bottle against my abdomen and twisted the cork free.

The wine boiled, spewing out the mouth of the bottle, providing a tiny amount of thrust. I directed the neck carefully, picking up speed. Another look over my shoulder with my clockwork eye—my flesh one wasn't working at all anymore—and I flung the bottle away to turn myself around.

I smashed into the massive chain linking two asteroids hard enough to rattle my teeth. Clamping on with my mechanical hand, I quickly got my bearings and clambered along at my best speed toward Beacon, which wasn't very fast. My flesh limbs were stiffening and my lips had gone numb, but my metal joints were still working. How long had I been drifting? How long did I have left? My head hurt and I wondered if it would explode. *That would be messy...* My thoughts were getting as blurry as my vision.

I clanked into something hard.

A door? Yes, it was a door. But I had to get through it.

The picks in my mechanical fingertips delved the simple mechanism and the seal finally popped open. Air started rushing out, but I levered my way through the crack against the hurricane-force of it. The door's edge scraped frozen flesh from my cheek. Then gravity took hold and I fell to the floor. I kicked clumsily at the door and the hurricane stopped as it resealed itself.

Heat...warmth...air... I was alive, but as the ice crystals coating my flesh thawed, and my thoughts with them, my pain redoubled. I was hurt...badly. Shards of home riddled my flesh and frozen blood had blocked my ears, nose, and mouth. I'd still die if I didn't do something fast.

I only had one chance.

I rolled onto my back and tore open my shirt, touched my serpent tattoo at its eyes and tail, then the corners of my hidden stash in the sequence that would open the tiny extradimensional space I used for smuggling. Fortunately, I also used it to sequester emergency supplies. Reaching inside, I found the bottle I wanted, but popping the cork with my thumb, I wondered if I could still swallow it.

I clenched my teeth hard on the frozen blood and saliva filling my mouth and spat. A wad of bloody ice fell out along with a couple of teeth and part of my tongue. I wedged the neck of the bottle between my frozen lips and tilted it back.

Pain fled before the elixir's magic like mice before a wildfire. Pins and needles lit my extremities and my vision cleared. I was alive.

"Barely..." I struggled to my hands and knees, still shaky and racked with pain. My thoughts cleared, and with them the memory of Pan-Jhe's suicidal attempt to murder me, and the thing that had crawled out of him and escaped through my door. My panic and revulsion returned full force.

"It's going to come for me," I said, glad there was nobody around to hear. *I've got to move.*

But where could I go?

My home was destroyed, everything I'd worked for—gone. I couldn't go back. Whatever that *thing* had been, it would come for me, and it had already told Purity about me. They'd hunt me, as well. I only had what I wore and the few items I'd stashed in my inner vault. Fortunately, that included quite a bit of money.

I struggled to my feet and ran a hand through my hair. A handful came away from my scalp with a mass of frozen blood. My skin had frozen, and my hair was gone...maybe it would grow back, but bald, I certainly didn't look like myself. That would actually work to my advantage. I had to get cleaned up then think of someplace to go...but where?

I could think of only one person who might help me.

"Tarenia..."

But she wouldn't aid me for free, and I had nothing left. Everything I had had just been shattered and blown into the void, except... I replayed the recording from my clockwork

eye. The scene of Pan-Jhe's suicide and what crawled out of his corpse might be worth something to the Accord. There were spies in the shapes of people we knew, assassins posing as friends, possessed by these...creatures.

That ought to buy a few favors... That, and the information about Purity's excavation of some far-flung asteroid.

Besides, I had nothing left. I raised my twisted, half-frozen right hand, felt the gash of missing flesh in my cheek, my bloody bare scalp, tasted blood. Someone was going to pay for this, and by all the demons of the Abyss, I wanted to be the one to hand them the bill.

I limped down the corridor, already planning my next move. I had to get to Zel-Argose again, and I needed to get there without the Hegemony or Purity finding out I'd survived.

WET WORK

I stepped through lightyears, a thousand stars roaring through me in a torrent. I stood blinking away the disorientation, while my ears popped, my temples throbbed, and my eyes—both flesh and clockwork—strained with the blazing orange sunlight reflecting off the endless sea of Vareen.

"Your purpose here, traveler?" The guarded locathah standing only a few feet away from me spoke in the clicks and truncated grunts of his species, but the trinket Tarenia had given me translated every word. He also carried an elaborate staff that might have been a weapon, a badge of office, or a magical device. Since the planet was at war, I guessed it wasn't ornamental.

"Trade," I replied, and my trinket burped out the locathah word. I couldn't very well say, 'assassination,' could I? Other travelers crowded the platform, more leaving than arriving, and a school of locathah swam around it, armed and wary.

"Times are turbulent here, air-breather. You should know that—"

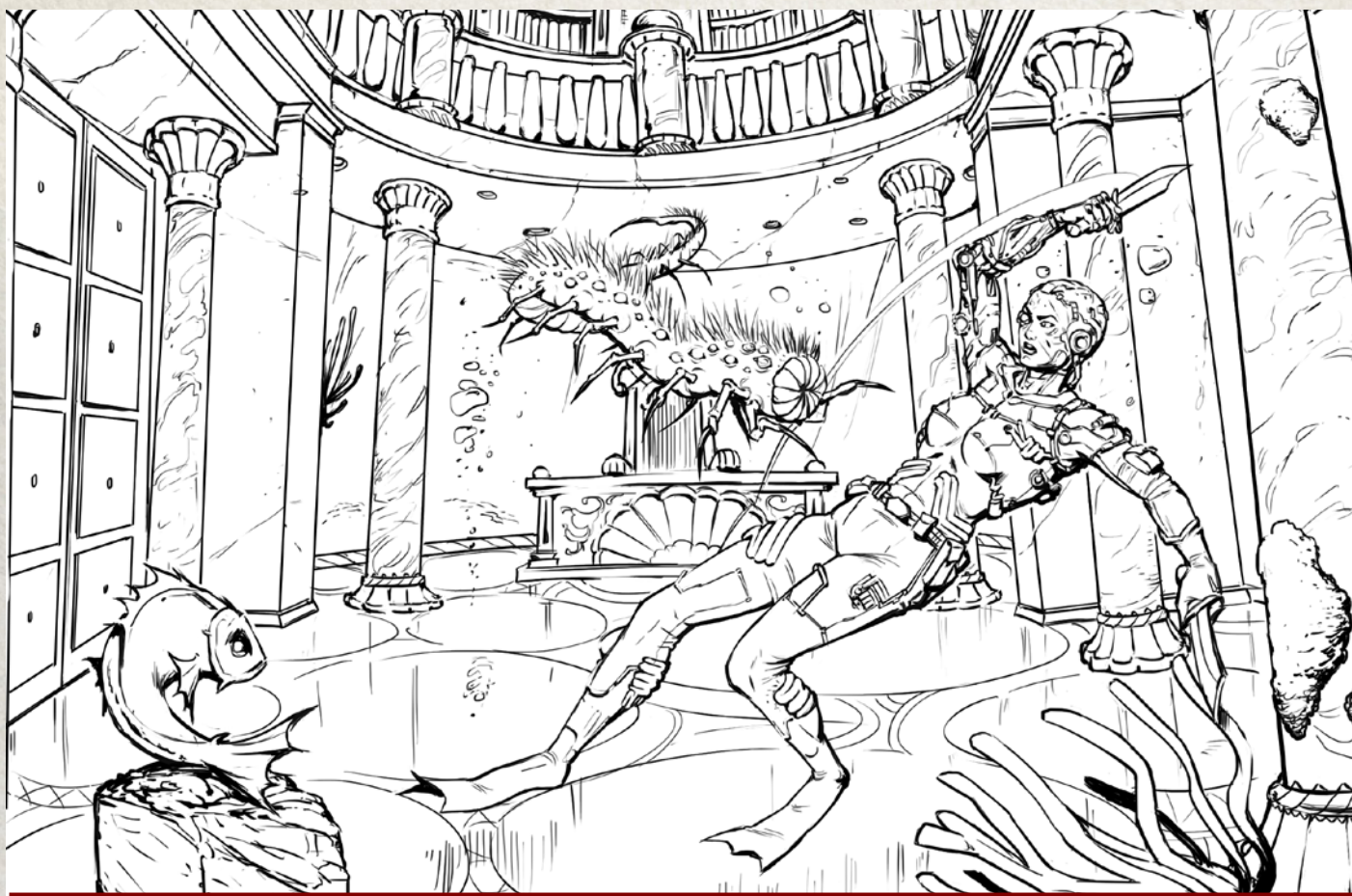
"Vareen's under siege by the bil'djooli. I know. That's why profits are good." I grinned, trying to suppress my discomfort as the floating platform shifted slightly under my feet.

"You are warned." He nodded respectfully. "Transport that way." He pointed toward a wide pool in the deck. A glistening craft bobbed there.

Here we go again...

I'd just ridden in a flimsy submarine contrivance down to the undersea city of Pol-Nephair on Argosa to access their portal to Vareen. *Why can't they just put their gate in the city?*

I crossed a wobbly boarding ramp and descended into the curious craft. It looked to be made of a huge sea-turtle shell, some of its panels transparent. Inside, another locathah pointed me to one of the many types of seats. There were only a few other passengers; a gillman couple, three other locathah, and a couple of aquatic species I didn't recognize. I was the only human, or at least nominally human. What was left of my organic body wasn't looking very human these days. My last



encounter with the Ultari Hegemony had left me floating in vacuum long enough to freeze my skin, destroy every follicle, and leave me badly scarred. That was the real reason I was here.

Payback.

When I made it back to Zel-Argose after my near-death experience, Tarenia, my contact with the Bellianic Accord, had been more than generous, and eager to trade for what I'd learned about the Hegemony's efforts in the Shattered Zone, as well as the parasitic spy that had infested my friend Pan-Jhe. After hearing my story, she offered to take me on as a full time operative.

So here I waited, ready to descend miles down into the freshwater sea of Vareen to the stronghold of Simrukoth, one of the last remaining cities left to the locathah. The Hegemony forces had taken too many of their enclaves already. And they had to have had inside help with it, either a saboteur or someone leaking vital information. Tarenia expected me to put a cork in that leak.

After a few more passengers boarded, the hatch closed and we submerged.

I gripped the armrests of my seat and tried not to feel like I'd been swallowed. The water outside darkened quickly, a few silvery fish-shaped creatures darting past. The hull groaned, and the color deepened from azure to cobalt, and finally to utter black.

Simrukoth lay deep below.

Throughout the descent, the transport's hull clicked like a pot on a stove with the mounting pressure. If it failed, everyone inside its tiny bubble of air would be dead before we could scream. I knew it was logically safe. This transport made this very trip hundreds of times a year, and hadn't been crushed yet. Regardless, the ensuing stress wasn't helping my headache.

Light finally loomed up from the depths like a sunrise beneath the sea. The transport turned, and Simrukoth hove into view, spires and domes of glowing coral, scintillating colors, gleaming crystal, and a cacophony of life.

"It's all doomed if we do nothing," Tarenia had told me. "You must find the traitor and eliminate the threat of sabotage."

Easy, right? Only I had no idea who the traitor was. I did, however, have a contact who might.

The transport swam into a huge orifice and a door spiraled closed behind us. I relaxed somewhat, though both my fear of being crushed by miles of water and my relief at being indoors were ridiculous. The light from the walls, floor, and ceiling—a natural byproduct of Vareenian coral—greeted us, as did numerous locathah officials and soldiers. I had nothing to worry about from an inspection. I had nothing incriminating

on me. *In* me, of course, was a different story, but the chance that anyone would discover my hidden extradimensional cache was miniscule. I'd been fooling customs inspectors half my life. I exited the transport in line with the others and waited my turn.

"You are human or machine?" The inspector glanced at my clockwork implants.

"I'm auttaine, which means both," I told her.

"You require air?"

"No." My clockwork parts kept my fleshy ones alive in almost any gaseous or liquid environment. If it wasn't caustic, acidic, frozen, or boiling, I could pretty much live in it.

"Good for you." She inspected me thoroughly, asked a bunch of questions, and then stamped the back of my hand with a blotter leaving a mark proclaiming me a visiting merchant. "You have ten days. I advise you leave before that. Vareen is not—"

"Not safe. I know. Thank you." I nodded politely.

"Very well." She pointed. "That way to accommodations."

There were two exits marked with pictograms depicting air and water, one simple opening, the other seemingly blocked by a wall of water. The Vareenians manipulate water like air-breathers manipulate stone, and I'd seen tricks like this before but the effect was still fascinating. After admiring it for a few moments, I saw no reason to delay the inevitable.

Time to get wet.

It's uncomfortable at first. Taking water into my throat always makes me cough, but once the bubbles are expelled, I get used to it. Swimming rather than walking takes practice, however, and I tend to sink, being about a third metal. Tiny lifeforms illuminated the coral hallways, multi-legged spider-like creatures, worms, shrimp, and brilliant little flowers that filtered the surrounding water. All of Simrukoth—every wall, deck, pillar, and arch—was alive, constantly exchanging bad for good. It was a marvel of magic, nature, and technology—a living city—and it would all be crushed like an egg under the Hegemony's bil'djooli invasion if I didn't do my job.

To that end, I found a little inn with rooms which granted an amazing view of the city, good for a quick escape, if necessary. I paid an exorbitant price for one and settled in, then sent a coded message to my contact by courier.

With that done, I set to arming myself.

Opening my shirt, I touched the serpent tattoo on my abdomen on its eyes and tail, which split my flesh down the middle. Beneath, I pressed the five corners of my hidden cache in sequence, releasing a torrent of bubbles as it opened. From inside the magically voluminous space, I pulled several potion bulbs, various toxins, and a brace of daggers, stowing them all in my coat, and lastly a specialized device that clipped to my clockwork forearm. I'd lost my rapier with my destroyed home in the Shattered Zone, but this little device would work better in a watery environment. Concealed under my shirt sleeve, I could trigger the weapon with a flick of my wrist, releasing a variety of needle-like darts. I loaded several different types into

my arm, some envenomed, and others that would deliver a jolt of energy as my rapier had. Doing so drained me for a time, but it would also shock the living crap out of anything I hit.

Finished, I closed my secret compartment and waited, standing by the window and watching the ballet of life outside. I found the motion and colors soothing, and a steady reminder that I was doing the right thing.

I'm not an assassin.

Maybe I was just lying to myself, but if I failed, all this beauty would fall to ruin.

I don't know how many hours passed before the knock disturbed me. There's no day or night in the deep, and, as odd as it sounds for someone with clockwork anatomy, I don't carry a timepiece. I answered the door to find a locathah garbed as a minor functionary floating with a bundle under one arm.

"You are Anasya?" he asked, his voice barely audible.

"Yes. Come in." I wasn't about to use his name when there might be someone listening. Even if someone heard mine, the likelihood they'd heard of me or made a connection to the Bellianic Accord would be small. If I was wrong, and this wasn't my contact, I had a way to find out. I closed the door and waved him over to the window. "Your city is beautiful."

"Except for the brittle starfish. They get into everything." He pointed to a tiny creature with ten wiggly limbs.

"Is there no way to control them?"

"Only through predation, and nothing eats them."

"They must not taste good."

He looked at me. "They taste like chicken."

I nodded. His responses were perfect. I'd found my contact. "Tell me what you know."

"We *know* little. Several cities have fallen to the bil'djooli, their defenses breached at key points. Only one administrator has been present at each of these and he also managed to miraculously escape every time." The locathah made a gesture I took for a shrug. "We have no solid proof, but Counselor Wazlik once staunchly defended our culture and art. Now, he only preaches capitulation and misdirects efforts to consolidate our forces against the Hegemony."

I felt a chill at my neck like a cold current of water. "When did he change the way he was acting?"

"Some weeks ago. It began gradually. Before the first city fell. He lost his mate in that siege, and everyone said that changed him."

"But he escaped the violence each time?"

"Yes."

Circumstantial evidence, but it stank like rotten fish. Sudden changes in behavior. I'd seen it before. And, after analyzing my story about Pan-Jhe, Tarenia had told me such shifts often signified queborrin infestation. The worm-like parasites could overtake any species with a central nervous system, and often killed the host to accomplish their mission. I'd seen that up

close, and barely survived.

"Where is Counselor Wazlik staying, and what security does he have?"

My informant provided details of Wazlik's chambers, his security detail, his servants, and their attire. I didn't look like a locathah, but I could fix that. Wazlik would be in his chambers in just a few hours. I said goodbye to my contact, prepared my gear, and left.

On the way, I made a few purchases in the bazaar to cover my tracks, then worked my way to the central hub of the city, a vast open space encircled by tiered levels of domes and spires. At its center stood a massive conical building sporting all kinds of attractions, as well as the chambers of parliament, which wasn't currently in session. A number of aquatic species swam about the vast space, young ones playing games, older ones discussing business or politics, couples swimming tentacle in tentacle...

I swam out of my tunnel and worked my way to the government's residential wing, noting the guards at the entrance, and looking for a spot to wait. Some beneficent deity had built a coffee shop nearby, which improved my mood immeasurably, even if I did have to suck the tepid liquid from a collapsible bulb.

Finally, a locathah wearing Wazlik's livery exited the residence wing. I slipped after her, trying to keep up with her faster pace. Thankfully, she didn't go far, swimming up a vertical shaft to another apartment complex. As she turned down a deserted tunnel sporting closely spaced doors, I readied my weapon. When I heard her key click in a lock, I stepped out and shot her in the leg.

Her keening cry fell silent by the time I reached her, the toxin rendering her unconscious. I opened her door, pulled her inside, and closed it behind us.

"Sorry." I pulled her to the central room, retrieved the venomous needle, and forced a potion down her throat that healed the tiny wound. The toxin would keep her out for hours, and she'd wake up wondering how she fell asleep.

I pulled another potion bulb from my coat, concentrated on the poor locathah I'd shot, and quaffed it. An illusion shimmered over my skin, altering my appearance to mimic hers right down to her uniform.

I returned to the residence for government employees, the guards just nodding as I swam past. The hardest part of my disguise was swimming like a locathah, but I managed a convincing enough imitation. Servants and dignitaries crowded the lofty common room, clustered in schools of heated conversation. I ignored them all and was ignored in turn, as servants are, making my way to Wazlik's suite. My contact's directions proved good, and I found it easily. The passage was blissfully devoid of other residents, so I listened at the door before slipping the servant's key into the lock. Easing through, I scanned the short passage leading to a well-appointed sitting room, though it had no chairs. I heard faint scratching from around the corner and edged closer to peer around it. Administrator Wazlik floated near a wide locathah

writing podium, scratching notes on a roll of velum.

A perfect opportunity. So, I readied my weapon and took aim.

Circumstantial evidence... Damn! There was no way to know if Wazlik was indeed himself, a shape-changed impersonator, disguised as I was, or infested by a queborrin. *Or is there?*

I quickly changed darts in my weapon, leaned out, and shot the administrator right in his scaly ass. He stiffened, turned, and looked at me, apparently unimpressed with the toxin injecting needle.

"Hello Anasya." He jerked the dart from his fishy backside and examined it. "Poison's not very sporting."

That he'd somehow recognized me through my disguise was even more disturbing than his resistance to my envenomed dart. I switched to a different one.

"You really should give up and join us." He dropped the dart and swam for me, weaponless, but clawed hands outstretched. "It would be *easier!*"

Chatting during a fight is foolish. I concentrated on retreating, but he swam much faster than I. His clawed fingers were barely a foot away when I fired into his gut. This dart wasn't poisoned, and sent a powerful jolt of energy into him. The water crackled with sparks and static, some of it reaching me, as well, but I watched in satisfaction as he jerked and twitched, his mouth gaping silently for a moment before he went limp.

Kicking him away, I pulled a dagger. *He knew me... How?* Something wasn't right.

I checked him, and found his heart still beating. He wasn't a shape-shifter, for unconsciousness should have reverted him to his natural form. I poked him in the shoulder with my dagger, just to make sure he wasn't shamming. He wasn't.

My next dilemma was what to do with him. If he wasn't a disguised Hegemony spy, he was a traitor, and responsible for the deaths of thousands of his kind. That's a death sentence, in my book, but to murder him while he was unconscious rubbed me the wrong way. I looked into his lidless fish eyes and wondered if I could do it.

I was acquitted of that decision in a most shocking and revolting fashion. The unconscious Wazlik's mouth gaped and a bristly worm-like queborrin writhed from his maw.

Okay, I'll admit it. I screamed. When a three-foot worm with a face like a toothed anus and rows of emerald green eyes wriggles out of someone's mouth inches from my face, I'll scream every time. Underwater, it didn't sound like a normal scream, but I did my best. I also did my best to stab it, but the little bastard was quick, and the water slowed me down. Slashing at it felt like trying to scoop the last noodle from a bowl of soup with a single chopstick!

I connected once, and a greenish ichor muddled the water. It latched onto my clockwork arm with its teeth and promptly let go. I hoped it broke a tooth and slashed again, but it writhed past and came at me, undulating far faster than I could swim. It squirmed right at my face again, probably intending to wriggle down my throat as it had done to Wazlik. As I batted it away,

its teeth tore a piece out of the back of my flesh hand, and red blood soon mingled with the green.

The queborrin swam out of reach, then darted in again, lower this time, right at my abdomen. I slashed and tried to bat it away, but its hide proved too rubbery and tough. Teeth latched onto me, ripping through my shirt and clamping onto my stomach. Evidently, boring into my gut was another option for infestation. If it took me over, it'd have a host in the middle of the Bellianic Accord, and would probably try for Tarenia next. It was in for a surprise, however, if it thought it could bore into an auttaine. While I still had a central nervous system, I didn't have a gut.

Then a desperate idea struck me.

I dropped my dagger and grabbed the slimy thing, fighting and kicking as its teeth ripped into my flesh. The panic and revulsion wasn't an act, but I managed to feel around under my skin for the corners of my hidden cache. I'd never opened it without first activating my magical tattoo to part my skin, and it hurt like hell.

The queborrin, feeling the flesh give way, wriggled into the space within. While it probably expected lengths of ropy intestine, the few baubles and bags of coin I kept in there evidently confused it, for it just kept squirming into me, slipping through my grasp and into the extradimensional compartment.

I keyed my cache closed before it could figure out what was happening. The tiny doors clipped off the last six inches of its tail, trapping it inside.

Feeling both ill and injured, I took a moment to quaff a potion that solved one of those problems. I'd never get used to having that thing inside me, but the hole in my stomach healed, as well as the rip on the back of my hand. I looked down through the hole in my shirt and swore an inventive curse.

I was going to need a new tattoo.

I checked Wazlik again and found him still alive. He'd probably wake up wondering what the hell he'd been doing for the last few weeks. I cleaned up the mess, gathered the velum he'd been writing on, resumed my disguise, and headed for the door, feeling an ironic sense of satisfaction. I'm *not* an assassin, and Tarenia would have a seizure when I told her I had a prisoner for her instead.

THE DEADLIEST WEAPON

The moon of Ithos reeked of scorched vegetation, blood, and death. Accord forces had taken their hard-won victory on Vareen through a captured gate to the Hegemony's Qanna gas giant system, hammering out a foothold for a major counter-offensive. The spoils of that conflict also revealed that some Hegemony species were spying on each other—with recovered bil'djooli intelligence identifying an orbital jagladine

bioweapon facility capable of decimating every moon in the system.

Tarenia had asked me to lead a team to destroy it.

Why me? The facility lay within an asteroid, and I have a knack for survival in the void. The plan was simple: get in, blow the central reactor, which should knock the asteroid out of orbit, then get out.

I said the *plan* was simple, not its goals.

"Anasya?" A woman with spiky black hair strode up. "I'm Dupree, your wrangler."

I shook her hand. "Happy to meet you." Dupree represented our way in and out. I turned to introduce her to my crew. "Kittag and Gelftik are our heavy gunners."

The pair of krang warriors greeted Dupree with fist-to-chest salutes, their simian faces grim.

"Balfour is a warpriest of Gar-Peru."

"Delighted!" The round-faced little man looked more like an innkeeper than a warrior.

"Huffurrer is our sharpshooter." I nodded to the jaskirri assassin.

"A pleasure," she purred, bowing with feline grace, her rune-etched rifle resting in the crook of her arm.

"Matookna, here, is a pistoleer and close combat specialist."

"Honored." The tretharri bowed, pressing his four hands together.

"Telka is our tech specialist." The mechanoid divymm also had a head full of information about the bio-weapon asteroid. "And lastly, Setthash is our demolitionist."

"Anasya always saves the best for last, o'course." The black-scaled zor'est grinned a reptilian smile and stuck out a hand, his myriad bottles and canisters clinking. "Nice to see another friendly face, mate. And you round our number to nine, which rolls off the tongue better than eight. I been tryin' to think up a moniker for us, right? The possibilities are—"

"Something we can't explore." The zor'est could talk the legs off a centipede. "We've not a single minute to waste."

"Right." Dupree waved us to an arena-like building. "Our steeds await!"

Steeds. This part gave me shivers. The asteroid—an engineered living organism—had no gate, so we had to get there aboard mounts that could fly through the void and protect a rider. But shantak don't like to be ridden.

"We're supposed to ride *those*?" Balfour gaped at the wyvern-like beasts. The stable was slick with the slime exuded by the creatures' scales, and their shrieking cries grated like nails on slate. "They've got no *saddles* even."

"Enough." I pointed to the mounts. "Dupree, get us aboard."

"Right!" Dupree got us settled on our slimy steeds and instructed us on how to give commands with the simple bridles. She mounted last and nodded. "Once we're above the atmosphere, we won't be able to speak, but the shantaks

will shield us from the void. Just follow me. We approach the asteroid from the dark side."

"You have the atmosphere bubble ready, Telka?" I asked.

"Affirmation: Indeed." The divymm held up a small pearly sphere.

"Couldn't you have just said 'yes', mate?" Setthash gave a sour look.

"Affirmation: Of course." Telka swiveled its head backward to look at the reptilian. "Addendum: But I derive satisfaction from your irritation."

Huffurrer hissed a laugh and the others joined in.

"Go, Dupree! We're wasting time!"

Our wrangler gave a cry, and our mounts sprang into the sky.

"I *hate* flying!" Balfour shouted as we gained altitude at an astonishing rate.

"Look at the bright side!" Huffurrer howled. "In the void, we can't hear the lizard prattle!"

"Prattle!" Setthash shook a fist. "See if I ever blow anything up for *you*, fur ball!"

Laughter faded to silence as the atmosphere thinned. We flew into night, taking the long way to approach the asteroid in the moon's shadow. A tiny chip of spinning obsidian crested the horizon—the mile-long, living organism tumbled end over end for full gravity at the poles and micro- to zero-gravity at the center, a necessity for the production facilities.

At the center on the planet-side, flights of shantaks pulled a strange-looking pod from a yawning portal. I raised my spyglass. The pod looked like the oblong shell of a huge sea creature, but I lost sight of it as we proceeded to the other side.

When we landed, the asteroid immediately swept us along with its rotation, the stars wheeling around us. Most of the team looked ill, and Balfour vomited silently into space, but I was long used to the gut-wrenching vertigo of asteroidal motion. I also had no guts to wrench. Telka, also unaffected, dismounted and placed the pearly sphere in the center of our group. It then extended a stiletto from the tip of one finger and drove it into the ball.

The sphere spewed out a score of streamers over our heads, transparent material shimmering between them. The umbrella arced over us to stick to the surface like a tent, the material flapping flaccidly. The Hegemony weren't the only ones who manipulated organisms, and the divymm had altered these for void use. The others had to breathe, after all.

Next, Telka removed its left hand, and affixed a tool from its belt to the socket. The drill spun up and bore into the asteroid's exoskeleton. White vapor jetted out as the bit pierced through. The bubble billowed and my ears popped. We had a breathable atmosphere.

"Everyone dismount, but be careful! Nothing sharp near the bubble. Setthash, you're up."

"One door, comin' up!" Setthash joined Telka, and mixed two

liquids in a clear bag. He shook it violently, then snipped off a corner and squeezed out a gooey paste in a circle. The paste began to smoke and eat into the asteroid's living surface.

"Matookna, Kittag, and Gelftik, get ready!" I ordered. "Clear the room."

We'd planned to break into a laboratory, but had no way to know what kind of alarm had sounded inside. The two krang chambered explosive rounds into their shoulder cannons and scrabbled forward, while Matookna pulled two rune-etched pistols and joined them, his movements like flowing water.

As the smoldering acid subsided, I ordered, "Balfour, open the door. You follow with Huffurrer!"

The warpriest slammed his power-maul down on the disk, breaking it free, and the three warriors clambered through.

Gunfire and explosions erupted, but before Balfour could even get through the hole, Kittag's booming voice announced, "Clear!"

As the others crawled through, I turned to Dupree. "Give us three minutes, then pop the bubble. When all hell breaks loose, look for us. We'll carve another way out." This was our only chance. In minutes, the lab would be crawling with too many klaven to fight our way back.

"I'll keep close." Dupree leaned down to shake my hand. "Gods be with you."

I moved through the hole without looking back. Inside, four dead Hegemony technicians and three klaven warriors drifted among hunks of smoldering equipment, meat, and globules of blood. Balfour was treating a wounded Gelftik while Huffurrer and Matookna checked the passage beyond the room's sphincter-like door.

"Hall's clear," Matookna announced.

"Telka, during our approach, did you see what they were hauling away from the asteroid?"

"Affirmation: Yes."

"Do you know what it was?"

"Accessing data. Conclusion: Probability ninety-seven percent object was a planetary-scale bioweapon."

"Damn! We're too late! Do you know where they were taking it?"

"Assessment: Insufficient data."

"Look for a data connection. I want to know where it's going." That information might save a planet.

The divymm looked around. "Observation: Data port currently unavailable. Assertion: I'll connect at our earliest opportunity."

"Good." I assessed my team. "Balfour, can Gelftik move?"

"Yes," Gelftik answered before the warpriest could reply.

Balfour shrugged. "Wound's closed, but..." A klaven spur had torn away a head-sized piece of meat from Gelftik's thigh.

"We're going." I gestured to the door. "Kittag on point,

Huffurrer and Matookna second. Gelftik, you're rear guard. Keep up."

"I will." He hefted his weapon.

"Telka, which way?"

"Assessment: Consulting schematics." The divymm's eyes went blurry. "Confirmation: Right fifty meters, passage intersects coreward shaft."

"Go!" We moved out, sealing the iris door behind us and scrabbling along the handholds that lined the gut-like passage.

We made it to the vertical shaft before a discordant alarm began to sound. The station had detected our presence. We picked up our pace—and ran right into a squad of klaven.

Weapons erupted from both sides. I flattened myself against a wall and shot a klaven with a dart from my clockwork arm. It detonated in a ball of sizzling electricity, catching two others on fire. Kittag's shot splattered an enemy into bloody shrapnel, but he tumbled back in a mist of crimson while reloading. Matookna was a blur, bounding forward while firing and reloading, drawing two energy blades to accompany his pistols. Huffurrer fired a crackling slug between the eyes of a guard, blowing his head into cooked meat. Something sizzled past me and I heard a grunt, but I couldn't look back. I fired twice more before Matookna reached the last of the guards and cut them apart.

Blood, body parts, and internal organs drifted in a noisome cloud. Kittag was alive, barely, but Balfour had taken a spur square in the chest. Setthash had a gash along his arm, I had a dent, and an energy beam had maimed Matookna. Fortunately, he had three more hands.

"Why's the damned healer always the first to buy it?" Setthash quaffed a vial from his assortment.

I swore, scavenging another potion from the dead warpriest, and forcing it down Kittag's throat. He regained consciousness with a gasp and grabbed his weapon. I administered another to Matookna, and we moved out, leaving Balfour behind. Only a few yards further we hit a dead end.

Matookna checked the heavy iris portal and shook his head. "Locked."

Like the rest of the asteroid, the door was a living organism.



So, I pulled a fine blade and performed some quick surgery on its access panel, tweaking some of the underlying nerve bundles with my fingertip picks. A few moments later, the door started to open.

Huffurrer picked off another guard through the dilating aperture. Matookna and the two krang barreled through and we followed. Fortunately, there were only four more klaven, and they went down without much noise.

Beyond loomed the core, an impressive open space a half-mile long and a quarter-mile across, lined with organic, industrial catwalks. Suspended at the center, the bioreactor looked like a long-spined sea urchin with its mooring and power connections.

"Telka, secure the door! Setthash, start placing charges on the right-side mooring cables. We'll set as many as we can before they spot us, then blow them all at once."

"On it, boss." Setthash glued a glass cylinder to the nearest cable and hurried to the next.

"Move! We won't have long!" We had to sever enough of the moorings on one side for the reactor to drift the other direction. The force of the asteroid's spin would do the rest. The trick would be doing it before more klaven overwhelmed us.

We scrabbled along the circumference, Setthash setting charges and the rest of us watching for klaven. We made it almost a quarter-way around when a sudden hail of fire cut down Kittag, and this time no potion would save him. Huffurrer returned fire with deadly effect as we took cover. Above us, almost halfway around the core, Klaven warriors charged out of a hatch, fanning in both directions to box us in.

"We need to set more charges!" Setthash shouted.

"Blow the ones you've set! Huffurrer, shoot the cables!"

Setthash pulled a tiny crystal from a pocket and crushed it. The charges went off, severing a quarter of the mooring lines. Huffurrer started shooting support cables, but klaven poured onto the catwalk.

An energy javelin detonated dangerously close to me. I ducked and fired back. "Setthash! Close that door!"

He shook his head. "I can't throw that far!"

"I can!" Gelftik fired his weapon and reached for another round. "Get it ready, I'll do it!"

"Hurry!" I shouted as something spalled off the railing by my head. I fired another explosive dart and reloaded my arm. "Just don't hit the reactor!" Blowing it now would kill us all, and might not destroy the station. Also, I still needed to get news of the deployed bioweapon to the Accord.

Half a dozen more mooring lines twanged loose under Huffurrer's uncanny aim before Setthash finally thrust a satchel into Gelftik's hands. "Pull the cord, and you've got thirty seconds."

Gelftik shouldered his weapon and took the satchel, gauging the angle and distance. Even in zero-gravity, it was a far throw. He stood, pulled the cord, and reeled back, heaving it on a straight line. Unfortunately, Gelftik never saw the result of his heroism. Concentrated fire struck him down the instant before impact.

But the explosion was everything we'd hoped for.

Fire and debris lashed out, severing more mooring lines, but the surviving klaven weren't dissuaded. They rushed from both sides, firing wildly, and howling in rage. Close enough for pistols now, Matookna started firing. I shouted for Huffurrer to keep at the remaining cables. Something clanged off my shoulder, ruining my aim, and my explosive dart hit a big tank. Greenish liquid sprayed out on the klaven, melting flesh from bone.

"The tanks, Matookna! Rupture the tanks!" I glanced back to see Setthash down clutching a gaping belly wound, and Matookna holding a second arm in his maimed one, but still firing and reloading with the other two. Telka dragged Setthash out of the hail of fire, but we had no more potions.

Huffurrer, her bandolier running low, aimed her rifle straight up and fired. Another twang of a severed cable, then a shrieking groan as the massive reactor tore loose. Lightning erupted from snapped power cables, and the huge ball began to pick up speed, leaving scorched metal and flames behind.

Huffurrer let out a whoop of delight and brandished her rifle. Her elation, and mine, vanished in a spray of shattered bone and blood as a random shot found her. She jerked and went limp without a cry, blood pulsing from a hole in the side of her head. I couldn't even curse, but just stared at her empty gaze.

"Warning: Anasya! Station destruction imminent! Recommendation: Evacuate!"

I couldn't disagree with Telka, but the klaven had nearly surrounded us. "We're cut off!"

"Jump!" Setthash fumbled in his pack with bloody hands and came out with a bottle. "Pop the cork and wind will rush out. Use it for thrust!" He grinned and hefted another satchel charge. "I'll keep them off you. I saved the best for last."

"If you're going to do it, do it now!" Matookna was firing both directions, but blood smeared his torso.

I handed the bottle to Telka, locked my clockwork hand onto his frame, then reached out and grabbed Matookna by the back of his robe. "Go!" I dragged them both over the railing and kicked off toward the other end of the station.

Telka freed the cork and we started to tumble, but the divymm

quickly got our center of mass figured out and we picked up speed. Matookna kept firing at the advancing klaven, trying to buy Setthash time. We were a hundred yards away when a howling laugh heralded his final explosion.

My dead comrades vanished in a huge ball of expanding flame that engulfed the converging Hegemony forces and ruptured several more tanks, spewing caustic liquid into the air. The shockwave sped us along, and the gods alone knew how Telka kept us on course.

Then the reactor struck the far end of the asteroid's core. The explosion dwarfed Setthash's finale. The entire asteroid shuddered, and a hurricane started dragging us backward.

"Get us down!" I nodded to a structure connected to a long tube. "There! A transport tube!"

"Affirmative!" Telka guided us down.

We crash-landed beside the transport tube, and damn my luck if there wasn't a pod in the bay waiting. We staggered with the shuddering station and our injuries, but got inside, sealing the door.

"Telka, get us moving." I helped Matookna into a seat in the light simulated gravity. "And look for a data connection!"

"Affirmation: Transport engaged." Telka's hands flew over the controls. "Data link identified." He plugged a cable from his thorax into the console. "Declaration: Network accessed. Downloading."

"Good!" I started cutting Matookna's cloak into strips and binding his injuries. "Find out where that other weapon is headed, and get us off this rock!"

"Analyzing: Three minutes to arrival at administrative node. Viewports accessible."

"Excellent!" I asked Matookna, "How are you doing?"

"Alive, thank you." Matookna grimaced as I tightened a bandage.

"Thank me by not dying. We've lost too many already." Weight pressed down harder as we neared our destination.

"Warning: Station orbit degrading. Sixteen minutes to atmosphere re-entry." Telka turned to add, "Analysis complete: Bioweapon deployment initiated via gate network. Destination: Argosa!"

"No!" I gritted my teeth. "How long?"

"Estimation: Fourteen hours, six minutes, twelve seconds."

"Damn!" Argosa was a vital Accord hub world. "We have to warn them!"

Unfortunately, we still had a problem. The administrative complex wasn't empty.

I helped Matookna to his feet and we stepped into a chamber crowded with half-organic, half-mechanical control panels. A wide viewport showed Ithos and the great gas giant, Qanna, beyond. A spindly insectoid creature stood at the controls. With four arms and clawed feet, it wore no clothing, but carried a

PLANET KILLER

plethora of alien gear, its hands skittering across the controls as symbols glowed on the viewport.

"Observation: Jagladine overlord is attempting orbital stabilization," Telka shared from behind me.

"What?" The jagladine turned, hands plucking items from its harness. "You aren't—"

Matookna fired, but his shots spalled off the jagladine's exoskeleton. As he drew two energy blades and charged, I dodged and fired an electrical dart into the console. The jagladine howled as the controls crackled and blackened, glowing runes flickering out. The creature threw a gleaming purple cylinder in retaliation, the device erupting into a cloud of vapor.

Matookna gagged and pitched to the deck in convulsions. Purple tendrils writhed from his mouth and nose, some vile fungus growing at an impossible rate. A muffled scream escaped my friend's mouth a moment before his chest erupted into a wriggling mass. I plunged through the cloud—not having to breathe has advantages—and fired another dart. It wreathed the alien in crackling electricity, but the jagladine still refused to go down.

Two more vials flew through the air. One shattered upon a console, sizzling acid eating through the surface in seconds. The other arced past my shoulder to hit the wall, and the entire bulkhead started to slough away in a mass of slag. Denuded power cables the girth of my wrist sparked and hissed within.

It gave me a desperate idea. Loading the appropriate dart into my forearm, I fired while dashing to the electrical cables. The dart stuck fast to the jagladine's thorax, a thin superconducting wire trailing back to my arm. Instead of energizing the connection with my own reserves, however, I grabbed the bare power terminal.

Lightning arced through my arm, across the wire, and into my foe.

The jagladine screeched and crackled, cooked like a lobster on a spit by the massive electrical current. A good deal of that current charred me, as well, and my elbow joint sizzled and popped, the metal glowing white-hot. I tried to let go, but couldn't, and my knees buckled. Feebly, I kicked at the wall, struggling to break free, but my hand had become welded to the terminal.

Then a gleaming energy blade flashed down to sever my clockwork arm. I had a moment to look up at Telka in astonishment before darkness overwhelmed me.

I regained consciousness, floating in an incongruous silence after the din of battle. For a moment, I thought we had fallen into the raw void, but then I saw a shimmer of bubble fabric. Outside, the asteroid glowed incandescent, burning up in the atmosphere, and closer, a flight of shantak, a familiar spike-haired woman on one's back.

"Observation: You survived." Telka said in a curious tone.

"Yes." I tried to move, but my muscles and clockwork parts weren't working very well. "But we've got to get to Argosa, or the Accord won't..."

Time...

Loremasters say time passes differently on light and heavy gravity worlds. Even though I'm more than half clockwork, I've never had a timepiece accurate enough to show a discrepancy. Now, with a planet-killing bioweapon headed toward Argosa, every millisecond counted.

Irony's a bitch...

"Telka. How much time?" A divymm companion is even better than a clock.

"Answer: Ten hours, twelve minutes, eighteen seconds." Telka and Dupree helped me up the steps to the gate. My clockwork arm was fried, and the connections to my flesh smelled like an overdone steak. Nothing beyond repair, of course, and I'd had worse. "Query: Do you have a plan to stop the bioweapon?"

"No, but Tarenia will think of something." If anyone could convince the coteries to cooperate, she could.

"You should've let us find a healer," Dupree said as we stepped through the shimmering wall of technomagic that traversed light-years.

A million pinpoints of light rushed into my mind and exploded. I staggered on the other end, my usual headache adding to my aches and pains.

"Tarenia will patch me up."

"Stubborn damned..." Dupree fell silent as we faced the Avaar Coterie's inspectors.

They stared stone-faced at Telka's explanation of our haste, but my pouch of platinum coins accelerated things considerably. We caught a carriage to Tarenia's estate and her guards ushered us inside.

"Anasya!" Tarenia's spherical form appeared before us as if by magic, her colorful cloaks billowing. "What in the name of..."

"We've got a serious problem." I explained the planet-killing bioweapon headed for Argosa, and Telka gave her the technical details gleaned from the jagladine facility we'd destroyed.

"Assessment: The gate they'll use is still uncertain," Telka concluded. "They must deploy the weapon at high altitude to disperse the infective agent."

"The former is a problem, but the latter might give us an advantage. I'll inform the Auditor. She can get word to the coteries." Tarenia motioned her guard captain forward. "Karvic, take Anasya downstairs and see she's tended to."

I held up a forestalling hand. "If the coteries don't stop this thing at the gate, we may need to—"

"Shut up and let Tarenia do her job!" Dupree gripped my remaining arm. "You're not helping in your condition, and we've still got time."

She had a point. I let them take me to the estate's underground facility and reclined into a tomb-like repair niche. One pinch in my flesh arm, and a fog of drugs shrouded my mind.

I woke feeling immeasurably better, a shiny new clockwork arm in place of my mangled one, no pain, and my mind crystal clear. Tarenia, Dupree, and Telka stood beside my receptacle,

however, looking like something had gone wrong.

"What?" I lurched up and reached for my clothes.

"The Hegemony must have learned that we discovered their plans," Tarenia explained. "Klaven warriors have flooded through six of the city gates and taken control of them."

"Are the coteries doing nothing?" I listened as I armed myself.

"They weren't expecting an invasion force." Tarenia wore her customary robes, but also a bandolier of magical trinkets. "Why invade if they're going to destroy the whole planet?"

"To secure the gates." I finished loading my new arm with darts, and followed the others upstairs. "They can't risk the coteries destroying them."

"Assessment: Probability seventy-seven percent you are correct," Telka said. "There's also a twenty-one percent probability the invasion is a diversionary tactic to enable the bioweapon's deployment."

"What's the other two percent?" Dupree asked.

"Answer: Statistical uncertainty." Telka turned to me. "Or, I could be—"

A deep tremor shook the entire estate. We all stopped and exchanged startled looks.

"—wrong," Telka finished.

Dupree scowled. "That wasn't an explosion, it was an impact. Something big!"

"Answer: Data insufficient." Telka's head turned a full circle, assessing everyone. "Suggestion: Cautious reconnaissance."

"Agreed. Tarenia, we need a higher vantage point."

"Follow me!" With alacrity that belied her bulk, Tarenia dashed up flight after flight of stairs to the highest parapet of her estate.

Zel-Argose seethed in chaos.

With the coterie compounds dispersed throughout the city, half a dozen battles raged. Noncombatants ran through the streets, fleeing conflicts to blunder straight into others. The coteries fielded significant forces, but they had no coordination. All that paled, however, to the latest arrival.

"Assessment: Reinforcements necessary."

"No shit." I stared uncomprehending at the creature raging in the crushed remnants of a distant building. Draconic and vast, it rose up on fetid coils, tattered wings unfurled, massive forelimbs rending stonework. Weeping sores and rotted flesh marred the creature, with vermin and pustular fluids raining down from its every move. Its jaws gaped, and a grey cloud billowed forth. Screams rose on the air, and Tarenia and Dupree staggered back.

"Gods the stench!" Tarenia pressed a kerchief to her face.

I thanked my auttaine heritage. Not having to breathe has advantages sometimes.

"How do we fight that?"

"We can't," I said. "But why would the Hegemony send such a creature here?"

"Assessment: Probability ninety-seven percent this is a diversionary tactic."

"Telka's right!" Understanding dawned on Tarenia's face, and she pointed to the looming cliffs above the city. "And that's who they're trying to divert!"

I turned and gaped at the towering armored figure atop the cliff. Gleaming golden metal from head to foot, the titanic humanoid raised one hand and sent a bolt of energy lancing down at the draconic invader.

"Torgrimm! Defender of Argosa! He hasn't been seen in centuries! The Hegemony must have known the star titan would protect us!" Tarenia sounded more awed than hopeful.

The bolt of energy struck, but the draconic horror seemed barely irritated. Wings that dwarfed a ship's sails launched the diseased beast into the air, and Torgrimm leapt to meet it. They clashed with an impact that knocked us to our knees, grappling and smashing one another in midair, as a rain of rotting meat and slime fell upon a cowering populace. Putrid coils wrapped the star titan, jaws tearing at his gleaming armor. In return, Torgrimm's fists pulped the dragon's diseased flesh, but he couldn't yet escape its embrace.

"Attention!" Telka pointed back at the city.

A dirigible rose from one of the coterie compounds, no oddity in a hub of trade, but incongruous during such a battle. A familiar, oblong shape hung in its cargo netting, the same one I'd seen taken from the jagladine space station.

"The bioweapon! The beast is keeping Torgrimm from the real threat!" I looked around for a way to bring the airship down, but it was too far. "Can you hit it with magic, Tarenia?"

"Not from here." As the ship rose, a few coterie defenders fired upon the balloon, but they couldn't impede the craft.

"Technical addendum: The bioweapon must be deactivated or destroyed by fire. If the airship crashes, the agent will be deployed, though not as widely."

"We need to get aboard that ship!" I could only watch as it turned west, gaining altitude, twin propellers whirring madly.

"Someone in this city has to have something that flies faster than a dirigible." Dupree looked to Tarenia.

"One man does, but..." She bit her lip. "Come on!"

We followed Tarenia to the estate's courtyard where several saddled rinoch pawed and stamped. She mounted one with amazing agility and we all followed suit.

"Defend the estate, Karvic." Tarenia reined her mount around, and we bolted through the gate, rumbling along the chaotic streets. Terrified citizens dashed from our path or stood transfixed by the battle raging overhead. We encountered no klaven, and I realized the invasion force had already fallen back to defend the gates until the bioweapon brought them victory.

Tarenia reined in before a large pavilion in the stockyards and dismounted.

I stared at the creature hobbled and chained under the tent. "Oh, you're kidding me!"

"It's the best I can do." Tarenia turned to Dupree. "The owner could never control it. Can you?"

"If he doesn't eat me." She grinned and strode toward the

beast. "I've never ridden an yrthak before."

"And if it does eat you?" I dismounted, marveling at the winged beast. The yrthak looked like a huge pterosaur, with a toothy maw—gratefully tied closed—and spikes along its back. It was certainly big enough to carry us all. Tiny, almost vestigial eyes blinked at Dupree as she stepped close.

"Hire a better wrangler." Dupree whispered softly to it, raising a hand to touch its neck. It jerked back, the chain rattling, but soon stilled. Dupree drew a dagger and began cutting away the bindings that hobbled its wings, then reached up to free its jaws.

"Query: Is that wise?" Telka asked.

"He needs his mouth free." Dupree sawed through the thick leather straps. "Yrthak use sound to see, and even as a weapon."

When the last binding parted, the yrthak's cry panicked our rinoch. They tore free of their bridles and trundled off in a cloud of dust. The yrthak snapped its jaws, eyeing them hungrily, but Dupree's gentle whispers calmed it again.

"This chain has to come off." She turned to me. "Don't worry, Anastya. It's safe."

"Nothing else I've done lately has been safe..."

The yrthak held still as I applied my picks to the lock. When the collar came free, the beast cried out again, and Dupree motioned us aboard. "Climb up and hang on to his back spines. I'll sit forward."

We quickly did so, finding the thick spines easy to grasp and brace against. Dupree boarded last, clapped the yrthak's neck, and we vaulted into the sky, soaring low over the city beneath the embattled titans.

"West!" I pointed to the distant airship. "They're gaining altitude."

Once clear of the city, Dupree urged our mount higher.

"How far before they deploy the weapon?" Tarenia asked.

"Estimation: An altitude of five to seven miles. At current rate of closure, we will intercept at four miles."

"Can we fly that high?" I shouted to Dupree.

"I think so. Yrthak nest in high peaks and fly for days." As if in answer, the beast cried out shrilly. Dupree smiled back at us. "He's nervous! He can't sense the ground."

"He's not the only one who's nervous," I admitted.

"They've seen us!" Dupree pointed. "They're dumping cargo!"

I raised a spyglass. A dozen klaven were throwing boxes, bags, and even machinery over the side to lighten the ship. A larger armored figure with bat wings, an onaryx, directed them. That didn't bode well. Unlike the klaven, onaryx were an elder race, tough and smart. But we had one advantage: they could bring no weapons to bear if we came at them from above.

"Put us on top!"

"You got it!" Dupree tapped the yrthak's crest and the beast soared higher.

Unfortunately, the onaryx wasn't a fool.

Four klaven scrambled up the balloon's netting to counter

us. The yrthak cried out and wheeled hard as their first volley of spur bolts flew our way. Several punched through the beast's wing, and one struck a spine in front of me. Tarenia sent a hail of magical motes in retaliation. They struck unerringly, but failed to knock the klaven down.

"Hang on!" Dupree shouted, hauling hard on the right side of the yrthak's crest.

We banked again, spurs zipping past. One struck the yrthak's underbelly, but it only screeched a piercing cry and flew on. Then, the yrthak stalled, gaping its maw to shriek a blast which knocked one klaven right off the balloon and set the others reeling back.

Dupree kicked the yrthak's neck and it banked once more, coming around for another pass. I fired a dart, but missed. Tarenia cast a barrage of magic that sent another klaven over the side, but our maneuver took us wide enough to draw fire from the ship itself.

I heard a clang from behind, and ducked as more spurs zipped past. Dupree lurched, blood blossoming on her tunic. Lunging forward, I grasped her collar, fighting to keep us both aboard. She pressed a hand to the wound and leveled us out low over the top of the balloon. The yrthak plucked a klaven up in its jaws, blood spraying as it snapped and wolfed the warrior down.

Tarenia tapped me on the shoulder and passed a blue glass bottle forward. I tore the stopper out with my teeth and pressed the neck to Dupree's lips.

She drank greedily and nodded. "Thanks!"

I released my grip. "One more pass!"

Dupree wheeled us around again, aiming right at the top of the balloon. The last klaven fired the instant before I leapt. His shot cut a line of pain across my cheek, but mine struck him in the neck. The explosive dart vaporized his head as I grabbed the balloon's netting to keep from bouncing off.

The yrthak's shadow wheeled over me with only Dupree aboard. Tarenia and Telka fell slowly toward me, Tarenia's magic at work. I limbered up a coil of thin line as they landed, and waved to Dupree still circling overhead.

"Telka, deactivate the weapon." I tied my line to the netting and my waist. "Tarenia and I will distract the klaven."

"Response: Affirmative."

"Confusion, mayhem, noise, distraction! Got it!" Tarenia smiled and fished spell components from her robes.

I waved to Dupree again, and pointed to the airship's port side.

She wheeled the yrthak lower, banking in to attack. Tarenia cast a spell, and suddenly a half dozen copies of her stood around us. At the yrthak's shriek, we leapt off the balloon.

The klaven weren't really surprised by our two pronged attack, but they hadn't expected so many assailants. Spur bolts destroyed several of Tarenia's decoys, but none touched me. My shot felled one klaven, while Tarenia's lightning blasted two more. The yrthak's sonic blast rattled my ears, slamming the onaryx commander flat. I drew my new rapier and skewered another klaven before the rest were on me. I lunged and parried

as Tarenia fried two more klaven to cinders. With luck, they hadn't seen Telka swing down to the planet-killing weapon slung beneath the hull.

Our luck wasn't that good.

"It's a diversion!" The onaryx commander lurched up, a huge energy blade flaring to life in his hands. "Kill them! I'll take the divymm." His bat wings unfurled as he leapt over the rail.

I was too busy to shoot him, and we were running low on illusory decoys. Tarenia conjured up a huge desert beast to defend her, but I faced four klaven with my back to the rail. If I tried to help Telka, I'd have to turn my back on them.

A massive pair of jaws flashed over my head, teeth slashing together to snap a klaven in half. The entire airship lurched as Dupree brought the yrthak onto the deck, its wings fouling the guywires. It landed with a crack of splintering deck planks and crunching bones, two more klaven beneath its feet as it wolfed down its first victim.

"Help Telka!" Dupree shouted from her seat.

Vaulting the rail, I clambered down the cargo straps. Energy blades flashed and arced, but Telka was no match for the onaryx. Sweeping strokes sent the divymm staggering back from the open access panel at their feet. Before I could join the fight, another slash severed Telka's sword hand, and a kick sent my friend tumbling back. Telka dangled precariously as the onaryx strode forth, his blazing weapon held high.

I leapt from my perch to drive my rapier right through his back, pumping all the energy I could spare into the blade. Flesh crackled and popped as the onaryx bellowed, but he whirled around, wrenching my rapier from my grasp and swinging its blade in a flat arc. I ducked and rolled, firing a bolt from my clockwork hand as I came up. I missed my mark, but the shot blasted the onaryx's left wing to tatters.

Still the warrior stood, his bat-like features grinning malice. He took a step, but the bioweapon beneath us suddenly trembled, long glider wings unfolding from its sides.

The onaryx laughed. "You're too late! Your world is ours!" He swung his blazing sword through two of the cargo straps, sending Telka plummeting without a cry. The bioweapon lurched.

"Not yet, it's not!" I fired a dart down at one of the fragile wings, and the explosive cracked it.

The onaryx growled and staggered forward. I grasped a cargo strap and stepped onto the damaged wing, feeling it splinter under my feet. The blazing blade swept at my head. I ducked, but it severed two more straps, one of which I grasped. The wing lurched, and I fell, clutching the severed strap. I fought to hold on as the onaryx's sword flashed once more, cutting one of the last two straps. The bioweapon pitched forward and slipped free. The onaryx laughed madly as the cracked wing flexed above me, refused to snap, and the weapon took flight with both of us onboard.

The planet killer had been deployed.

I hung on for dear life, and not just mine. If I failed, millions would die.

Clockwork mechanisms whined above me as three ports opened in the back of the weapon. A fine mist began trailing

behind us—the bio-agent that would devastate Argosa. I'd run out of options. Every second that passed meant thousands of lives. If the weapon crashed, millions more could perish.

I took aim at the cracked wing and fired.

It finally fractured and fell away, causing the weapon to tumble, and I heard a startled bellow as the onaryx fell, his ruined wing flapping uselessly. I kept hold of the severed strap, but I don't know why. Clutching a doomed aircraft isn't much better than falling free. Five miles is a long drop, however, so I figured I should do something constructive. Maybe I could limit the devastation.

What had Telka said? Deactivate it or destroy it with fire.

I had fire.

My clockwork fingertips cut furrows in the shell-like casing, dragging me inch by inch to the open access panel. Clutching the edge, I opened my hidden cache and dumped my store of alchemist's fire into the mechanisms within, added a skin of oil, and my bandolier of explosive darts.

The ground was coming up fast.

I braced myself and fired my last explosive dart into the panel, leaping away as it detonated. The blast sent some fragments into me, but I stabilized my fall and watched the planet killer plummeting down, trailing flames instead of its deadly agent.

Falling...I had about a mile, maybe a minute. The view was nice, the browns of the desert, and the blue of the sea beyond. I wondered if the impact would hurt, if I would see my lost friends in the beyond.

A shriek rattled my ears, and pain lanced through my back. Dagger-length talons gripped me, the yrthak's huge wings billowing above. Telka hung from the beast's other foot, looked toward me, and winked one clockwork eye.

Above us, Dupree shouted, "Hang on! The landing's going to be rough!"

Not as rough as it could have been, I thought.

The yrthak released us only a few feet above a sand dune and landed some yards away. By the time I got to my feet, Dupree had hurried over. The three of us embraced, clockwork and flesh in varying proportions. The burning wreckage of the planet killer smoldered nearby.

"Where's Tarenia?" I released my friends and looked around.

"She took over the airship." Dupree pointed to the craft far above. "Some crew were aboard, since the klaven didn't know how to run it. She said she had something to—"

Flame erupted in the sky near the airship, a huge column enveloping the contrail of the bioweapon.

"Burning the bio-agent?"

Dupree shrugged. "No way to know if she can get it all, but it's the best she can do."

"That's all any of us can do," I agreed.

"Query: Can we go home now?"

I looked to Telka and laughed, wincing at my aches and pains. "Yes, my friend. We've done our part. Once Torgrimm and the coteries drive back the klaven, I think we can all go home."

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