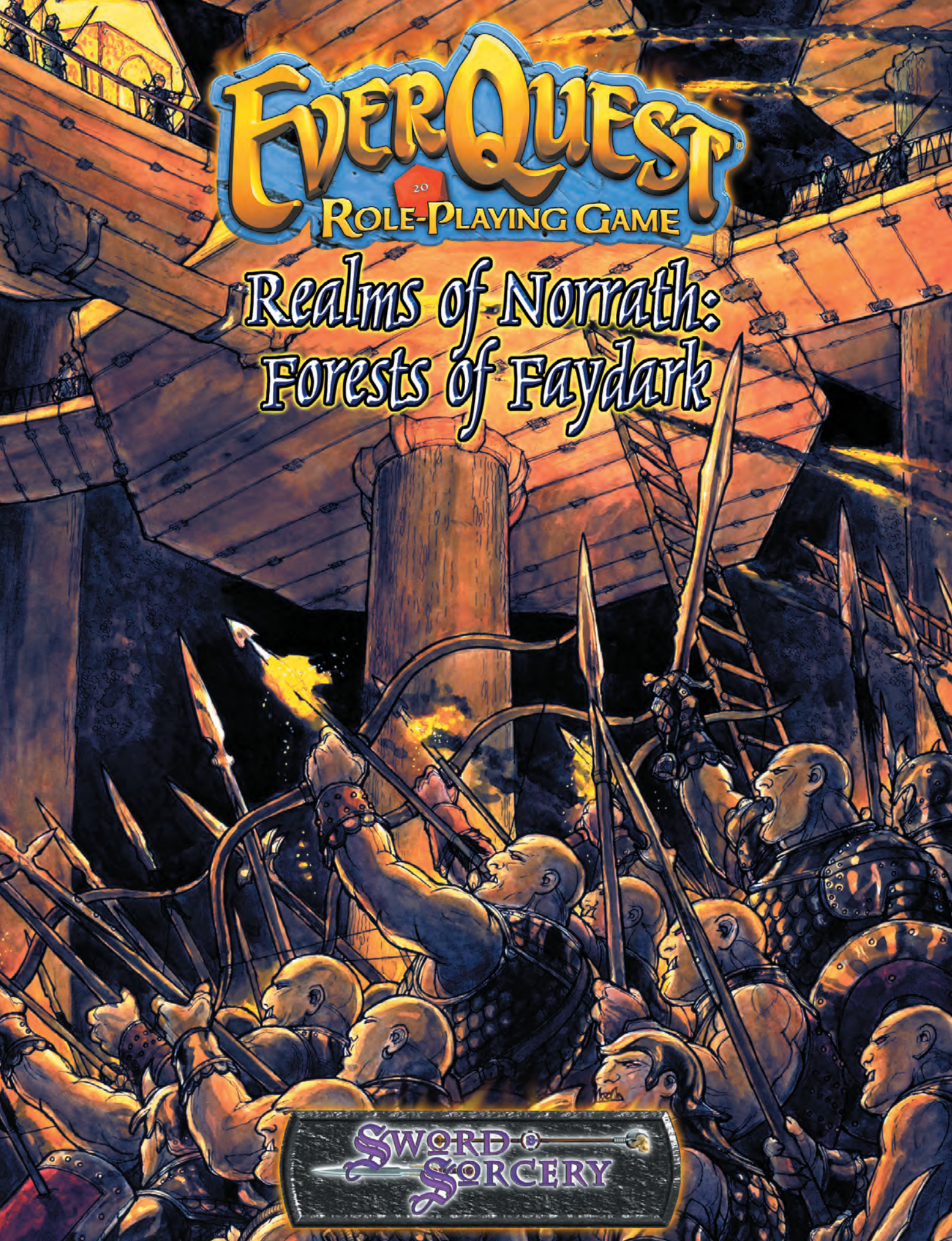


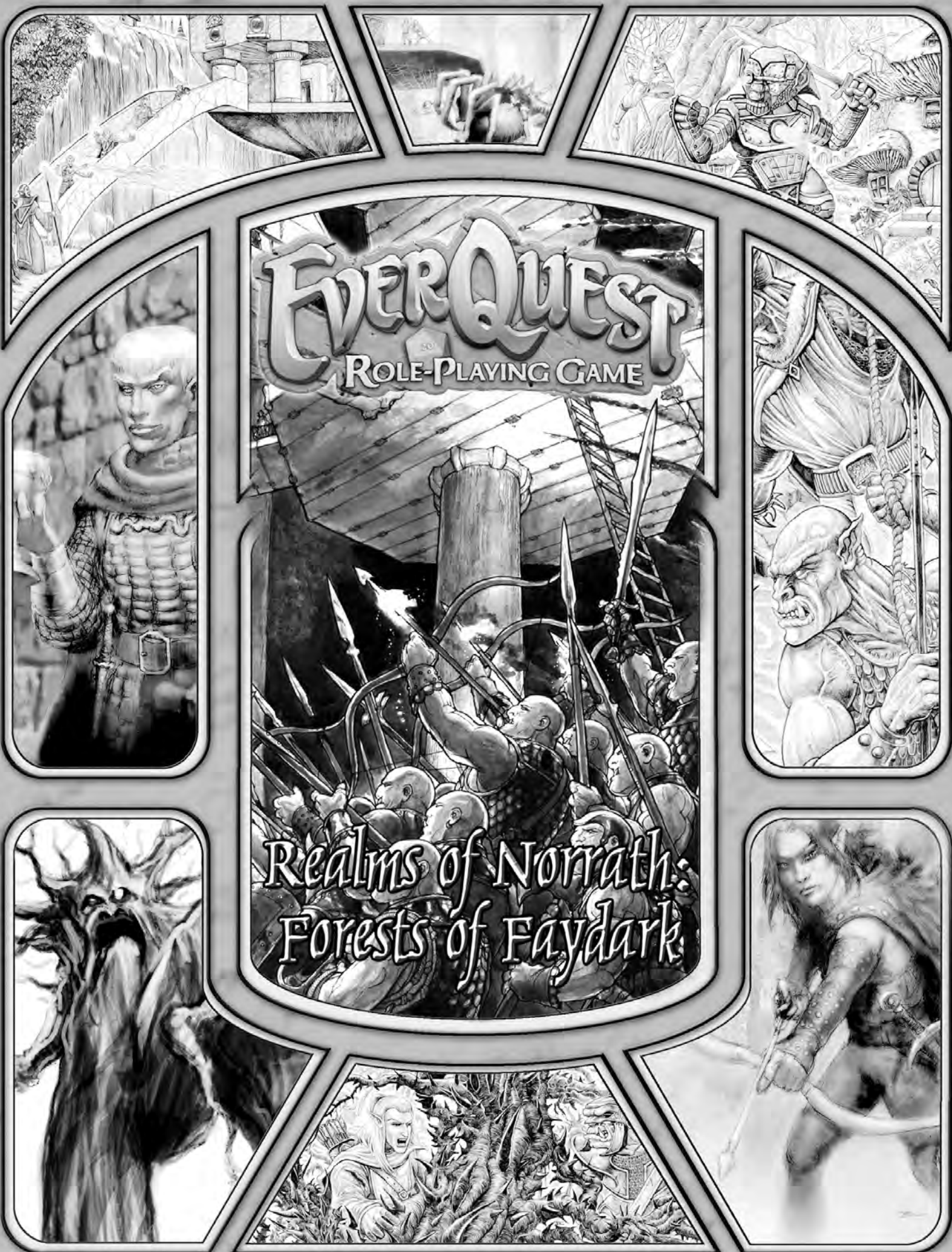
The background of the cover is a detailed illustration of a massive, ancient stone structure, possibly a bridge or a fortress, with a large central pillar. The scene is set at night or in a dark, fiery environment, with orange and yellow light emanating from the structure. In the foreground, a large group of soldiers, depicted in a comic book style, are engaged in battle. They are wearing armor and holding various weapons, including spears, swords, and bows. One soldier in the center is firing a flaming arrow. The overall tone is epic and action-oriented.

EVERQUEST

20
ROLE-PLAYING GAME

Realms of Norrath: Forests of Faydark

SWORD & SORCERY



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Chapter One: Greater Faydark

Faydwer is home to the largest forest in all of Norrath: The Greater Faydark. Here, the trees tower hundreds of feet above one's head, their trunks thicker than a large wagon, foliage so dense that the sun's rays never touch the ground. The Greater Faydark is renowned throughout the world, and many travel to admire its trees and bask in its ancient majesty.

But the forest is not without dangers, and the unwary may soon learn to regret their visit.

Legends

Long ago, the elves say, before even they walked this land, all of Faydwer was a single great forest that stretched from shore to shore, covering all the land. The trees were great and fair, their trunks smooth as silk and leaves golden. This was the Suntouched Forest, so named because the sun's light suffused every inch, turning the bark to gold and the leaves to fire, and covering the spaces between the trees with a thick carpet of golden-green grass. Animals lived here peacefully, and trees and bushes provided fruit and nuts enough for all.

Though the elves had not yet arrived in the Suntouched, the forest was not devoid of intelligent life, for here dwelt the Woodkine, an ancient race. Tall as giants, they were not cast in flesh — instead the Woodkine were great plants, their skin like that of the trees and their hair and beards like leaves and vines. The Suntouched was their home and their charge, and the Woodkine wandered it freely, tending to plants and animals alike and ensuring that the forest prospered. These gentle creatures were one with the land, and could move swiftly through even the densest thicket — some say they swung from tree branches rather than setting foot on the ground, and others that they leapt from bough to bough. Certainly the Woodkine possessed powerful magic, yet it was magic of the land, a power focused on healing, growth, and assistance. These creatures, to hear the elves speak of them, were akin to gods, but without any arrogance — their lives belonged to the Suntouched, and all their actions were intended to aid the forest and its inhabitants. Then the Dark came to Faydwer.

No one knows how or why the darkness arrived, but suddenly the sun vanished from the sky, hidden behind

heavy clouds for weeks on end. With the shadows came creatures the Suntouched had never known, ogres and orcs and trolls, dark creatures full of hate and malice and greed. To them the Suntouched was a rich land waiting to be plundered, and they tore into it, chopping down trees to build forts and slaughtering animals for both food and amusement. They landed first in the south, and soon much of the southern portion of the forest had been cut down, leaving only stumps and grass where once had stood ancient groves.

The Woodkine were initially horrified, then angered. The land was under their protection, and for the first time these gentle creatures deliberately sought to do harm. First they struck against the intruders, knocking them aside with powerful limbs and crushing them under splayed feet. To their enemies, it seemed as if the trees themselves were attacking, and they fled to the areas they had already cut down, seeking safety amid the stumps and the darkened sky. But the Woodkine's terrible anger, slow to build, was equally slow to abate. Yes, they had driven the intruders out, but their precious forest had been violated, and large portions of it destroyed. This could not be allowed to happen again.

Gathering together, the Woodkine turned their thoughts to the land itself, and implored it to rise up in anger and defense. A great shuddering was heard, and the ground began to shift and tilt, boulders bursting up from beneath the soil. These rocks rose higher and higher until the emptied plain in the center of southern Faydwer was cut off from the remaining forest on its eastern side. The rocks formed the base of what became known later as the Steamfont Mountains.

Now the Woodkine concentrated on the trees themselves. *This land is no longer safe, they cried out silently, so you must learn to protect yourselves. Grow thicker skins, so their axes cannot harm you. Reach out to one another for strength. These creatures seek shelter from the sun — give it to them a thousandfold. We shall keep the sun from the soil and make our home so dark and terrible that even our dark-loving enemies shall fear to enter it again.*

Such was the authority of the Woodkine that the trees heard and obeyed. Smooth trunks sprouted thick bark, the fair wood hidden behind dark, gnarled skin. Leaves turned

darker and heavier, and branches reached out so that the trees were almost linked into one giant mass. The sun's light no longer pierced the foliage, and the grass withered and died. Shadows had come to the land, and even when the sun burst from behind its clouds, darkness still ruled the forest. The Suntouched had become Faydark.

Sadly, the Woodkine exhausted themselves in the process of protecting the trees they loved, giving much of their own life energy to enable these changes in land and wood. Many of the great guardians perished, allowing their bodies to feed the forest. The remaining few became more furtive, hiding in the shadows and loping along the borders, keeping watch in case the orcs and their brethren tried to return.

In time, the orcs did return. They cowered in the southern plains for many years, making no further attacks. Yet they built villages and forts of wood from the forest's edge, and the trees had not struck them down. The forest was frightening, but the orcs began to cut into it again, widening their plain and driving up toward the northern edge of the continent. Finally, with a great push of many orcs at once, they broke through and reached the northern shore — the Faydark had been cut in two.

All of the remaining Woodkine found themselves in the eastern portion, by far the larger of the two remaining areas, and they attacked the orcs again, halting the humanoids' advance into the eastern forest. The mountains kept the orcs from approaching from the south and the east, and the Woodkine had frightened them sufficiently along the narrow western edge, so the forest was left alone on that side again. This part of the forest became Greater Faydark, and the western portion, smaller and without the Woodkine's protection, became Lesser Faydark. Years passed again, and most of those creatures that had attacked the forest either died off or departed for less hostile regions, leaving the forest alone once more. And then the elves arrived.

The forest quickly realized that these new, gracious folk were not like the orcs. They did not cut down trees, but instead admired their size and strength. They built homes not from the woods but within it, graceful yet sturdy structures woven high among the branches, and they hunted only to survive, not for pleasure. The Woodkine, watching from the shadows, saw in the wood elves kindred spirits, and sagely nodded approval. These new creatures could defend the forest for them, and now at last they could finally rest. Stories tell of encounters between elves and the Woodkine, but these are all vague old tales, and no one truly believes them any more. Certainly no living elf has ever seen a Woodkine, and most think them merely stories designed to frighten children and to enhance the wonder and mystery of the great old forest.

Geography

Whether the legends are true or not, none can truly say. But many of the details are accurate. The forest did cover all of Faydwer once, and the trees were indeed farther apart, so that the light of the sun did still reach the ground between them. At some point in the past, however, the geography changed. Earthquakes caused a mountain range to erupt just east of the great forest's center, running from near the middle of the northern shore down to the western edge of the southeast peninsula. These mountains cut the

forest into two sections, one to the northeast and east and the other to the west and southwest. Along the peninsula, the ground had become hillier and the ocean currents brought cold winds. The trees there thinned away, leaving only the occasional grove. In the south and southwest, the trees also vanished, leaving broad grassy plains and two large lakes (the third lake, along the eastern shore, marked the point where the forest stopped its southern growth). In the northwest, the land had also become hilly, and the forest was reduced to a relatively narrow strip just above the strange rock formation known as Ranthok's Ridge. At the center of the northern coast, though, the forest became thinnest, and before long a gap appeared there, separating the western strip from the northeast corner. These two areas became Lesser Faydark and Greater Faydark, respectively.

Greater Faydark is bordered by the ocean to the north and the east, Elizerain Lake to the south, and the Steamfont Mountains to the west. Despite all this, it is the largest forest in Norrath, covering a full fifth of the continent of Faydwer beneath its mighty branches.

Plant Life

The Greater Faydark is very dense, at least in terms of its foliage. The trunks of the forest's great Broadroot trees (as the locals call them) are in some places spaced widely enough to allow a large wagon to pass, while in other areas they are packed so closely together that a man drawing a handcart or dressed in bulky armor would have some trouble passing through. The trees are invariably massive and old, towering several hundred feet into the air and usually at least twenty feet across at their base. The lower trunks have no branches, making climbing difficult for the novice, although the trees' thick and craggy bark does provide some footing. When the lowest branches do begin — at impressive heights of 50 feet or more — they spread out rapidly, often intertwining with those of neighboring trees. These branches are thick enough for a man to walk along quite easily, without the supporting branch moving a single inch. Broadroot leaves are broad as well, roughly the size of an ogre's head and shaped rather like a bearskin rug, with a thick body, two tapering stubs on either side, and another at the top. Most of the leaves are dark green on the top and a pale gray-green on the underside, but among the very top layers the leaves are lighter and more golden from contact with the sun.

Very little plant life exists beyond the Broadroots because their large leaves block sunlight from reaching the forest floor. The little undergrowth present consists of occasional vines, plus moss and lichen. Moss does grow well in the low-light conditions, and many of the tree trunks are coated with it, providing a brighter green contrast to the dark wood of the bark. Mushrooms also grow well in Greater Faydark, and are usually found clustered about the base of the trees — some of the larger varieties of these mushrooms reach four feet in height, and can be eight feet across the cap. Vines are sometimes seen draping across the high branches, linking trees together; they also trail down around the trunks and even onto the ground. Ground vines may be hidden beneath the fallen leaves in some places, and these are thicker and darker than their aerial cousins.

One of the oddities of Greater Faydark is that, although its trees are not evergreens, they do not lose many of their leaves in winter. Instead, the leaves seem to curl upward, as if striving for more sunlight during the cold winter months. Snow never falls in Faydark, and rain only filters down gently even during a heavy rainfall, for the foliage above is so dense it does not allow large droplets or flakes to pass. What rain does reach the forest floor is usually reduced to a fine mist, filling the air with tiny sparkles.

One of the forest's other oddities is that it has few if any saplings. The trees do bear nuts and fruit, and these do fall to the ground or get carried away by animals, but not enough light reaches the floor for a young tree to grow, except in the rare situation when a nearby tree has fallen, allowing a narrow shaft of sunlight to reach the darkened forest floor below. Because of this, Greater Faydark has not altered its borders in centuries. Even if a new tree manages to take root, it generally has nowhere to go.

Climate

Greater Faydark is surprisingly warm, given the lack of direct sunlight, because the sun's rays warm the leaves of the trees, which then transmit that heat into the forest proper; the leaves are so thick that they prevent warm air from escaping again. As a result, the forest is warm but muggy, the air thick and filled with moisture. Skin and clothing become damp within minutes, and metal rusts easily if not oiled every night. Fog is common in the forest, so that at times the tree trunks are vaguely seen dark pillars and the mushrooms loom suddenly out like boulders. Wind cannot breach the heavy foliage either, and the air is still and stagnant, rich with the smell of decaying plants.

Those who choose to walk through Greater Faydark are advised to come properly equipped. Metal items should be wrapped in oilcloth whenever possible. Clothing should be kept light, or else oiled against moisture. Thick boots are wise, since the ground is often soggy and the rotting leaves make for slippery footing. Skin should be covered to avoid a multitude of insect bites unless one has access to herbal mixtures or other means designed to repel such creatures. Full waterskins are essential, since most of the water in Greater Faydark is found in small, stagnant ponds.

Inhabitants

Many different creatures make the Greater Faydark their home. Bats thrive in the darkness, and can often be found hanging from tree branches — these bats can grow to enormous size, and a full-grown giant one can carry off a human child or an adult of one of the smaller races. Coyotes (use dog stats) and wolves also roam the forest, loping across the forest floor in search of food. These animals survive on a steady diet of mice, ferrets, and other small creatures that live in the trees or in the ground beneath them — a hungry wolf pack will sometimes stalk a lone human or other creature of similar size, or even a pair of creatures. Lizards also abound in the forest, scaling the trunks with ease and feeding off the moss and lichen.

Two of the most powerful kinds of creatures in the Greater Faydark are also, fortunately for the other inhabitants, natural enemies: the wasps and the spiders. These two species both thrive in the darkness, and have evolved to

gigantic proportions. Most of the spiders make their home in Silverweb, while most of the great wasps live in the Hollows, but individuals or pairs can be found throughout the forest, and travelers are advised to keep an eye open for such dangers. More normal-sized insects and arachnids also live in the forest — mosquitoes and gnats both do well in such a muggy climate, and great swarms of these pests gather around anyone foolish enough to enter the area unprepared.

Wood elves do occasionally roam the forest, but most of them live in the city of Kelethin. They regularly patrol the region near their treetop city, but they rarely spend more than one night within Greater Faydark itself, disliking the damp and the shadows. Orcs also roam the woods; most of them live in Crushbone, just north of Kelethin. Orcs are more comfortable in the darkness than the Fier'Dal, but they don't trust the woods and thus only travel in small bands or armed patrols. In general, they stay close to Crushbone and only infrequently patrol the nearby area.

Humans, elves, and other races live together in the city of Felwithe, along the eastern edge of the forest. This city is not actually contained within the forest proper, though, since the trees around it have been cut down for use as building materials.

Not all such folk are content to live within the cities, however. Bandits lurk in the forest, usually along the Caravan Road, seeking to ambush unwary travelers. The bandits rarely venture far from the road, however, both because their prey keeps to the road and because they take comfort in it themselves. Rumors tell of bandits found deeper in the woods, but, if there is any truth to such stories, these were most likely bandits who got lost and could not find the road again.

Druids also live in the Greater Faydark. These priests of nature revel in the age and strength of the trees and the other creatures within the forest. Though druids elsewhere see themselves as caretakers and protectors of the local animals and plants, life in Greater Faydark is generally hardy enough to manage on its own; druids here are rarely needed to prune and plant and water. Instead, they spend their time in meditation near particularly impressive trees or groves, communing with nature and trying to become one with the soul and heart of the forest.

Rangers also wander the forest, though they tend to stay closest to the Caravan Road. These wood-wise hunters seek to protect locals and travelers alike from danger — this means fighting any orcs who might leave Crushbone's vicinity to approach Kelethin or the road, but it also means thinning the forest's wolf population, shooting down any bats roosting near populated areas, and sometimes even chasing off the giant spiders and wasps. Though rangers are traditionally comfortable in forest settings, Greater Faydark is too gloomy for most, who tend to live in or near Kelethin or along the road and simply patrol during the day before returning home at night.

Two intelligent races are known to live within the forest itself. The faeries have their home in Greater Faydark, and the Fey Court is actually located here, in Firefly Palace. The faeries are normally avoided by most other races, largely because they tend to be unequivocally capricious — some visitors are treated as honored guests, while others are tormented incessantly for no apparent reason. Most of

those who live in Faydwer know to stay clear of the fey whenever possible.

The faeries' cousins — namely pixies and brownies — are even worse. These creatures lack the elegance of their fey kindred, and seemingly live to play nasty pranks on anyone foolish enough to come near them. The pixies generally dislike the larger races, and will target any man, elf, troll, etc. that they see. Oddly enough, they particularly dislike the elves and have attacked Kelethin on more than one occasion. Although small, pixies are clever, agile, and ruthless, and have killed more than one unwary traveler who initially thought them "cute" and "amusing."

Fey in the Faydark

The fey of the Lesser Faydark are a suspicious and territorial lot — and who can blame them? Driven from their original homeland, they view the outside world with fear, even hatred, assuming the worst about any outsider who enters the Lesser Faydark. In some cases (such as with the wood elves and gnomes), the outsiders are not hostile and have even tried to make peace with the fey, but in others (the dark elves, orcs, shadowed men, and others) the feys' xenophobia is entirely justified.

An outsider's faction rank with the forest's Faerie, Pixie, and Brownie factions always starts at -10, and members of these races are always hostile to all outsiders. However only the brownies usually attack to kill; the faeries are not violent by nature and only attempt to harass and incapacitate foes, rather than kill, unless they themselves are threatened with overt violence. The pixies are apt to kill by accident while trying to derive amusement from their foe's predicament, but show little remorse when they do so. Of all the fey, only the fae drakes are not automatically hostile to outsiders. Characters' faction standing with the Skytalons is calculated normally, but with a maximum starting faction of +0.

The single exception to the fey's hostility appears to apply to druids, and only if a druid is in animal form (such as under the influence of *form of the howler*). In such cases, a druid receives a temporary +5 bonus to his or her faction standing with any fey faction, but only as long as he remains in animal form. Fey openly speak with the shape-shifted druid, and even offer trade items and news of the forest. Even the druids themselves are uncertain as to the reason for this odd phenomenon, and the fey themselves are uncommunicative regarding their motives at the best of times. Whatever the reason, the feys' normally aggressive nature is meliorated by the presence of a druid in wolf (or some other animal) shape, but others should use extreme caution while exploring the forest.

Finally, the Greater Faydark is home to one other race, or so some claim. The *arboreans*, as they have been called, are the source of many strange tales among elves and orcs alike. These creatures are said to be made not of flesh and

blood but of wood and sap, sentient plants who walk and can use tools. Because the arboreans live deep within the forest, no one is sure how much of the stories are true. Wise elven elders point out the similarity between these arborean stories and the legends of the Woodkine, but others scoff at the resemblance, saying that the Woodkine are mere stories and the arboreans most likely some sort of wild elf wearing tree sap for camouflage. Even so, travelers would be wise to steer clear of anyone they see who looks like a walking plant, just in case.

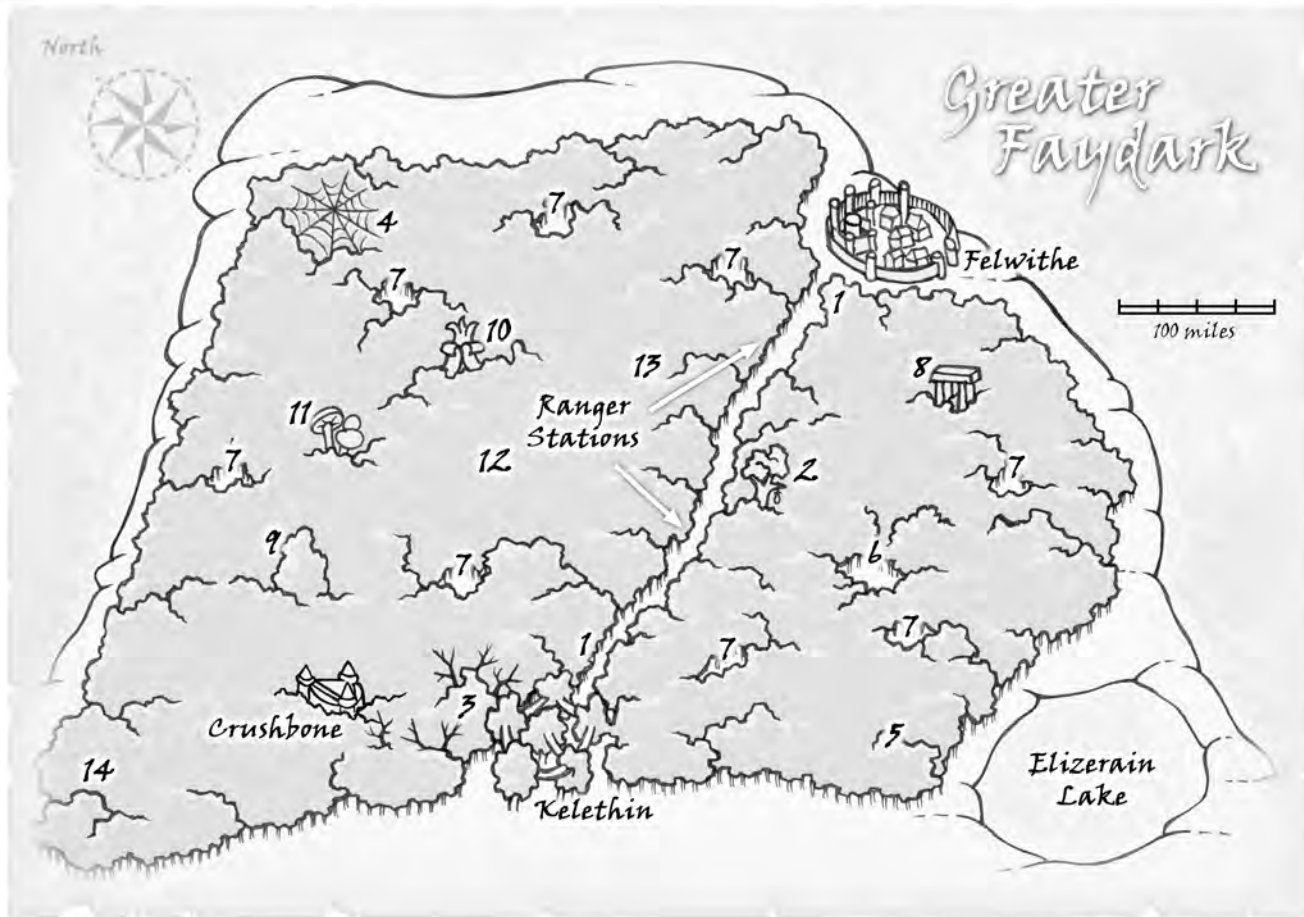
Common Native Creatures

The following are creatures native to the Greater Faydark. Many can be found in *Monsters of Norrath*; others are close enough to a creature from that book (listed in parentheses after the Faydark native) that they can be treated as the same monster.

Animal, bat
 Animal, black bear
 Animal, black wolf
 Animal, dire wolf
 Animal, dog
 Animal, eagle
 Animal, giant eagle
 Animal, kodiak bear
 Animal, lion (puma)
 Animal, moss snake
 Animal, rat
 Animal, war wolf
 Arborean [see Appendix One]
 Brownie
 Centaur
 Clockwork
 Faerie
 Gargoyle
 Giant wood spider [see Appendix One]
 Gorge minotaur
 Griffon
 Orc, Crushbone
 Pixie [see Appendix One]
 Vermin, carrion spider
 Vermin, giant wasp
 Vermin, spiderling

Areas

Much of the Greater Faydark looks the same — tall, heavy trees looming above, branches interlocked to form a thick canopy of dark leaves, mushrooms and vines and moss underfoot. It is very easy to get lost within the forest, particularly with the dim lighting and the frequent fog and the fact that most of the trees look alike. Even so, the forest does have several distinct locations, and travelers can use these to orient themselves if they get lost.



1. Caravan Road

The single most important landmark within Greater Faydark is the Caravan Road. The elven city of Kelethin stands roughly halfway up the western edge of the dark forest with the Steamfont Mountains at its back, and the coastal city of Felwithe is halfway up the eastern edge with the ocean to its right side. These two are the only two cities in the northeast portion of Faydwer (at least the only cities open to humans and elves and the like). Thus, travel and trade between these two cities is of major importance.

In the earliest days of the cities, merchants were forced to strike out in small parties or even on their own, threading their way through the forest as best they could and trying desperately not to get turned around. Bards still sing of the Merchant Tanse, who set out from Felwithe with a fat belly, a short dark beard, and five full wagons. Three months later, he reappeared, rail-thin, with a long white beard and a single wagon. Tanse was utterly shocked and dismayed, however, to learn that he was back in Felwithe, and even more upset when rangers followed his trail back for some distance — in fact, he had never made it to Kelethin, but had instead walked in circles the entire time, never more than two days' ride from his departure point!

After a time, however, the merchants came together and agreed that something had to be done to improve their methods. They hired rangers and loggers, paying them well and in advance. The loggers chopped down three trees right before the gates of Felwithe, and then went after the trees straight across from those. They kept going, with the

rangers not only protecting them from wildlife but keeping them in a roughly straight line, until they had reached Kelethin. The trees they'd logged were cut into lumber and used to build guardhouses along the road, and the rest was taken back to Felwithe. But where the trees had stood was now a dirt road, wide enough to fit two narrow wagons side-by-side (or one heavy wagon and some oxen), linking the two cities together.

The resulting Caravan Road is reasonably straight, with no detours or side roads, for the loggers simply cut down any trees directly in front of them. The road makes up one of the few areas in Greater Faydark from which the sky can be seen overhead — the trees on either side do still provide some cover, but the canopy was thinned enough that both sunlight and rain can reach the ground. Vines, moss, and mushrooms were either ripped out or burnt away, and the road is now, centuries later, comprised of hard-packed dirt from the passage of countless hundreds of wagon wheels; despite the open sky, no grass grows here. A wagon trek along the entire length of the road usually takes the better part of a month, including stops to rest the animals.

Two stout cabins exist along the road, about 4 or 5 days' march from one another (and perhaps shorter or longer depending on the length of one's stride, how much he has to carry, whether he leads slow-moving wagons, etc.). These cabins are sturdy, plain log structures built from the trees cut down for the road. Rangers use them as way stations, and merchants prefer to stop their wagons alongside them for the night when they can.

Each station stands a full two stories tall, with a flattened roof. The first floor is a single large room with long tables and benches. Travelers take their meals here, and can sleep under the tables or in the middle of the floor if they like. The second floor is comprised of several smaller rooms for the rangers themselves, with simple beds or hammocks, chests, and hooks for clothing and weapons. The roof has a railing around it, and at least one ranger is stationed here at all times to serve as a lookout. In front of the station are railings for tying animals and troughs for watering them. Several wide basins set alongside the cabins collect rainwater, which is then poured into a cistern behind the house.

Merchants have requested several times that more of these way stations be built. Their chief concern is the bandits, who tend to attack somewhere between the two stations or between a station and the nearest city. Because many days' travel can occur without seeing either a station or a city, the bandits can strike and disappear again before anyone can come to the merchants' aid. Unfortunately, building new stations would mean chopping down more trees or bringing wood from Felwithe. However, the ruling druids have forbidden any additional logging in the area, stating that the road is already a grievous wound to the forest and that any additional damage could awaken Faydark's wrath. Most of the merchants think this is antiquated foolishness, but others disagree, and the rangers respect the druids and would rather err on the side of caution.

The senior Faydark's Champion in this area, Castilian Vinerunner (*male wood elf, Rng 14/War 2, DG; Faydark's Champions*), does send individual rangers out regularly to scout between the Caravan Road way stations, and he always has at least one ranger posted along each stretch of the road to minimize the risk. This has helped the situation somewhat — although a group of bandits could no doubt defeat a single ranger, doing so would cause all the rangers to hunt them down openly, so they almost always give the rangers a wide berth. Observant bandits can still hit a merchant and flee before a ranger can arrive, however, by timing the attack carefully.

The Caravan Road has other dangers as well. Giant wasps occasionally take up residence in a tree near the road, and they sometimes attack merchants who pass too close to them (anywhere within 60 feet of the nest). The rangers

have been able to fight off the wasps, but the nests are sometimes too high for them to reach and too massive for their arrows to do much damage. Eventually, these wasps have to be killed and their nests removed, or the road could be come impassable.

2. The Gallows Tree

The rangers along the Caravan Road periodically sweep the forest on either side and kill or capture any bandits they find. These bandits sometimes work alone or in pairs, but most are in three- or four-person groups. Nonetheless, it seems that as fast as the rangers remove these outlaws, more show up, lured by the prospect of easy money. Only one group has eluded capture every time; at only five members, this is the largest bandit group in the area, and it is also the best-armed. Moreover, it is also the only group to have deliberately ambushed and killed rangers — at one point every ranger along the Road searched for this group for two weeks, but the rogues were never found.

The reason this bandit gang, known as the Greenleaves, has never been caught is that their clever leader Davin the Dark (*male human, Rng 3/Rog 9, NE; Greenleaves*) has found the perfect hiding place: The Greenleaves live within a gigantic tree they call — in recognition of the fate they will surely all share if they are ever caught — the Gallows Tree. When he and his gang were first starting out, Davin explored the area around the Caravan Road. One day he paused and was leaning against a tree when he noticed a strange, sickly sweet smell. Davin's father had been a ranger, and had taught his son all about the woods, so Davin recognized the smell of rotten sap and tree pulp. Somewhere nearby was a tree that was dying. After careful investigation, he realized it was the very tree he had been leaning against.

Outwardly the tree looked fine, but inside it was dying. Davin cut a panel out of the trunk, working carefully to avoid damaging it too severely, and then he and his men scraped out a portion of the interior. The tree had contracted a fungus that had been eating away at it from the inside; by removing the infected area, Davin's gang actually saved the tree. Yet they also helped themselves, for in the end they wound up with a hidden chamber high up in the tree, some 20 feet across and nearly 45 feet high. The fungus

Quest: Temporary Posting

Faction: Faydark's Champions (+2 rank).

NPC: Castilian Vinerunner.

CR: 2–10.

Reward: +1 faction rank with the Faydark's Champions; *ranger's cloak* (see Appendix Two). This quest cannot be repeated.

Consequence: –2 faction rank with the Greenleaves.

Summary: The rangers have two guardhouses stationed along the Caravan Road, each one staffed by at least 3 rangers at all times. However, a recent wild animal attack has the rangers of one station off combing the woods, so the bandits and thieves of the area might attack merchants at will. In desperation, Castilian asks the characters to fill in for his rangers and manage that station: All they have to do is keep watch, welcome any travelers they see, and lend aid to anyone in trouble. It's not a difficult job, and it should only be for a few days.

However, some of the bandits might decide that the characters don't pose a real threat, in which case they'll keep attacking merchants and others in the area — in which case it's up to the characters to form an effective guard unit and keep the road safe.

had been working upwards rather than outwards, so the tree's trunk was still thick enough to support its weight.

A branch nearly 60 feet off the ground had been the initial entry point, and Davin wound up removing the upper half of that branch, as well as a small space just above where it grew out of the main trunk. This provided an air vent for the chamber just below within the main trunk, and Davin's gang quickly built three rough platforms, effectively transforming the chamber into a four-story tree house. The initial panel was reattached with hinges, and, since Davin had taken such care, it fit perfectly back into the trunk. When closed, the door is completely invisible, and what looks like a piece of lichen is actually the door handle.

In the few years since Davin found the tree, the interior platforms have been rebuilt into true floors, with a vent along one side that allows fresh air to flow in from the hole atop the branch above — the branch is high enough that, from the ground, the hole cannot be seen. The tree trunk is thick enough to provide good insulation, and with the gang inside the Gallows Tree they have enough warmth to be comfortable. Small, smokeless fires in braziers add more warmth and allow them to cook food, and a series of containers along the branch catches rain water for washing and drinking.

The Greenleaves have made themselves a very comfortable home here, and they can stay within it for virtually weeks on end, completely hidden from the rangers and

anyone else looking for them. Unless someone sees one of the gang entering or exiting the Gallows Tree, or is carefully inspecting every tree trunk for secret doors, they will never notice that this tree is any different from those around it.

3. Thicket Maze

The Thicket Maze is one of the only places in the forest in which the trees are not the dominant life form. Indeed, no trees are found within the Maze. Instead, this is a single massive holly thicket, where branches and brambles have grown as thick as a strong woodsman's arm and as tough as solid rock. Thorns within the maze are easily long enough to be used as javelin or spear heads, and though thick at the base their tips are pointed and wickedly sharp. The holly berries grow to the size of a man's eye, and are a brilliant red that almost seems to glow in the low light of the forest. The top of the thicket is a good 50 feet high, and the brambles lean over as if to form arches and awnings; even if the sun did reach this area, it would still have difficulty penetrating this tangle, and not even the sharp-eyed elves can pierce the jumble clearly enough to mark any passages.

The Thicket Maze lies just north of Kelethin and just south of Crushbone. Indeed, this thicket is largely responsible for the continued existence of both cities. The elves and the orcs hate one another, fighting whenever they meet. For decades, the orcs of Crushbone have wanted to destroy and loot Kelethin, and the elves are equally inter-



ested in sacking and burning Crushbone. But between the two stands the thicket — and the name “Thicket Maze” is no misnomer.

The Maze is so thick it would take nearly a week to walk its length, assuming one could find a path in that direction: The Maze butts up against the Steamfont Mountains to the west and a tangle of trees to the east, both of which prevent travel. Within the thicket itself, the brambles are spaced widely enough that a man can walk carefully, yet those who do not pay close attention will get pricked several times by the thorns and walk away with nasty scratches and cuts.

In any case, merely entering the Maze is one thing, while finding the way through it is another. Thus far, few travelers have managed to navigate the Maze fully, and most have given up and retraced their steps (or tried to) after a week or so within its twisting passages. Elves, for all their woodland lore, generally have no better luck here than anyone else, and orcs do not even bother to try. Since neither city can send any sort of force through the Maze, both are forced to table any plans to attack the other. At the same time, both cities appreciate the protection they receive from the Maze — it is as good as any wall at stopping people from approaching.

The only people comfortable with traveling through the Maze are the druids (and perhaps the fey, if they should for any reason want to do so). Holly is holy to druids, so the thicket would be a place of pilgrimage even if it were merely one large bush. With the intricacies of the Maze, though, the druids believe this thicket to be one of the great natural treasures of Greater Faydark, and they have forbidden anyone from harming it. Several druids stay near the Maze at all times, tending to it and walking its paths, and a few claim they can now navigate the Maze at will. Although the elves and the orcs would both prefer to attack their ancient enemies, neither side is willing to tackle the thicket, the druids, and then their hereditary foes, each after the other. And so the Maze remains and the two cities continue to exist near one another, despite their ancestral hatred for one another.

As for the druids, they have indeed mastered the thicket, and can walk through it at will. In fact, they have discovered a small clearing slightly west and north of the center, and often camp in that area. The space is large enough for 5 Medium-sized people to fit comfortably, complete with bedrolls, gear, and a small cooking fire. At least 4 druids live here at all times, both to commune with the thicket and to protect it. Their current leader, Willem Foresteye (*male half elf, Dru 15, NG; Soldiers of Tunare*), is always one of the four, while a number of other senior druids rotate through this duty. During the day, they wander the various passageways, checking to make sure the Maze is intact and that no one is trying to breach it. Leaves and brambles are pruned carefully, not in order to clear passages but simply to keep the enormous plant healthy. Of course, the druids have found passages that lead to Crushbone, to Kelethin, to the mountains, and back into the forest, but they refuse to reveal their secrets to anyone. They do sometimes escort lost travelers back out of the Maze, but the druids move so easily through the area that those rescued are unable to keep track of all the twists and turns.

4. Silverweb

Greater Faydark is filled with darkness and shadows, often swathed in fog, and drenched with moisture trapped by the leaves above. Most animals dislike this sort of weather, but insects of a nearly infinite variety enjoy the warmth and the humidity — as do spiders.

No one knows how the spiders came to the forest. Perhaps the wind carried their eggs over the ocean or from some other portion of Faydwer, or perhaps they first spawned on this continent and then made their own way into the woods. However it occurred, the spiders thrive within the shade and warmth, growing to incredible size. Some of the spiders roam the woods, swinging or leaping from branch to branch and weaving webs to capture insects, birds, and bats — even the giant variety — for food. But most of the spiders prefer to stay in their ancient realm, Silverweb.

Silverweb is located near the northern edge of Greater Faydark. Once this area was a normal grove of trees, but the spiders soon claimed it as their own. They spun their webs across the entire area, draping every branch and bough with their silken strands, until no light at all could pierce the double canopy, and the ground grew completely dark. Over time, as webs began to fray or break, they were torn down so new ones could be erected, and the old strands drifted down to the forest floor. Today, all of Silverweb is covered by spider strands, so that it appears less like a forest and more like some strange miniature mountain range in which the mountains glisten like silver and shudder with the slightest breeze. Webs hang like curtains from the branches above, creating graceful draperies and awnings, and every sharp angle and straight line has been softened by the curving strands. Though no sunlight can pierce the area, the webs seem to emit a faint glow of their own, just enough to cast a dim silvery light in the oppressive gloom of the region. The spiders hang from the trees or cling to the underside of branches, or simply curl up in piles of discarded webbing upon the ground, like a bird in its nest.

The giant spiders are tremendously dangerous, and immediately attack anyone they discover in their home. Here in the heart of their territory, the spider queens reside with their egg clutches, and fierce warriors stand guard over them while tireless hunters seek out any and all food for the mother and her children. These powerful arachnids can easily dispatch a grown man and carry him back to the nests, and a pair of hunters is often a match for the most seasoned ranger. Despite this, druids often sneak into Silverweb to admire it. The place does possess a singular beauty and a strange sense of stillness, as if time itself had been pinned beneath those webs.

5. The Hollows

The spider's hereditary enemy is the wasp, so it is perhaps strange that both creatures dwell within Greater Faydark. Yet the forest's great size has provided both species with enough space to thrive, and enough distance between them that their conflicts have been infrequent. Like the spiders, some giant wasps do roam throughout the forest, but most are concentrated in a single place: the Hollows. This region is located near the southern edge of the forest, close to the Steamfont Mountains, for the wasps prefer dry heat and the

warmth of the mountains helps boil off the excess moisture found beneath the trees.

The place's name comes from its appearance. Wasps build nests out of mud and riddle them with holes so that they may fly out at will. Most of the trees in the Hollows are coated with thick mud up above the lower branches but beneath the top canopy, and the mud is so thick and the holes so large that the whole resembles a system of caves dug into the side of a mountain. In many places the trees are so close together that the nests span more than one tree, forming what looks like a wall of clay high above the ground. Even from that distance, however, the entrance holes reveal this "wall" to be a hollow shell instead of a solid mass, thus inspiring the region's name.

Wasps are dangerous creatures, and attack others on sight. The giant wasps of the Hollows like to fly out along the edge of the forest, going so far as the mountains and even to the edge of Lake Elizerain. They often hunt wolves and other woodland creatures, but their favorite prey is spiders (when they find them) and the large bats that hang from the upper branches. Wasps are quick, agile fliers, and can maneuver the narrows between trees at full speed — often they target and strike a traveler before anyone even notices the wasps are nearby, unless the telltale drone of their wings gives them away. Although the druids of the

forest do admire the wasps' industry, they rarely venture near the Hollows, for the place is simply too dangerous to approach, and it lacks the serenity and beauty of Silverweb, being instead a hive of frantic activity and filled with a constant low-level buzz.

Workers are constantly adding to and repairing portions of the nests, while hunters seek out and gather food and warriors protect the nest from intruders. The giant wasp queens (see Appendix One) stay within the Hollows and lay their eggs, which grow into hatchlings. Anyone foolish enough to threaten a queen, her eggs, or the hatchlings is instantly attacked by every warrior in the area, and many of the hunters and workers as well. Although the Hollows have several queens, they have only one true ruler — the Matron Wasp (see Appendix One).

6. Sun Grove

Although Caravan Road is the only place known to most travelers where Greater Faydark's roof of leaves has been pierced, there are a few other such locations. The most impressive and most carefully hidden of these is the Sun Grove. Even the wood elves and the rangers are not aware of the Sun Grove, and would not be permitted entry if they found it. This large grove, 200 feet in diameter, stands near the center of the lower half of Greater Faydark. Sun Grove is considered a holy place by the druids of the Faydark, and only those who are a part of their order are allowed entry. Druids stand guard here at all times, and they actively turn away anyone else who approaches, attacking if they must to preserve the sanctity of their holy grove. Of all the secrets of the forest, this is the one they guard the most carefully and the most passionately.

The reason for the druids' vehemence is instantly apparent to anyone who does enter the grove. Within this circular space, the trees are tall and straight, with no apparent bark and wood that is smooth and almost the color of honey — as the forest once looked long ago when it was still known as the Suntouched. The leaves of these Broadroot trees, though similar in shape to those found elsewhere in the forest, are more slender, more graceful, and a rich golden in hue. The canopy above the grove is so thin that sunlight spills down, bringing its warm glow to everything within the circle, and the ground here is covered with a soft carpet of golden-green grass, broken here and there by small flowers. Birds flutter among the trees, one of the only places in all of Faydark where their songs can be heard, and even rabbits and squirrels can be seen scampering about.

If most of Greater Faydark is gloomy and still, the Sun Grove is a place of warmth, light, happiness, and activity. Many of the druids believe that this spot is a promise, and that this grove will some day expand and begin to sweep across the rest of the forest, until the Suntouched has been fully restored. Other less idealistic druids of the order simply see it as a reminder of what once was, and a reassurance that beauty has not faded altogether from the world. In either case, the druids come here regularly to meditate, to pray, and to enjoy the feel of the sun upon their faces.

Grania Sunseeker (*female half elf, Dru 17/War 2, DG; Soldiers of Tunare*), the chief druid of the Sun Grove, confers regularly with Willem Foresteye and the other hierarchs of the order.

Quest: Rival Stings

Faction: Soldiers of Tunare (+4 rank).

NPC: Elenora Dewdancer.

CR: 4–9.

Reward: +1 faction rank with the Soldiers of Tunare; *oakleaf brooch* (see Appendix Two). This quest cannot be repeated.

Consequence: None.

Summary: The giant wasps of the Hollows and the giant spiders of Silverweb are mortal enemies, fighting whenever they encounter one another. But lately these conflicts have spread into the rest of the forest, and anyone traveling through Greater Faydark is now in danger of being stung or bitten by these enraged vermin. The druids are worried about the situation, but are busy tending to everything else in the forest — plus they aren't entirely sure they should be interfering.

Elenora Dewdancer (*female wood elf, Dru 11, NG; Soldiers of Tunare*) asks the characters to lend a hand instead. She doesn't ask them to stop the conflict, for that would be next to impossible, but merely to confine it. Neither the wasps nor the spiders like the smell of a certain tree's sap; these trees grow only in small numbers near the southern border of the Greater Faydark. The characters need to find a small grove of those trees and harvest their sap, then use the sticky liquid to trace the boundaries of both the Hollows and Silverweb. This will keep the vermin from leaving their respective areas as often.

Of course, the characters might also need to herd the spiders and wasps back into their homes beforehand, and the vermin don't take kindly to interference.

7. The Stepping Squares

The Sun Grove is the largest space in the forest where the sun reaches the ground, but it is not the only one. Similar (if much smaller) patches exist scattered throughout Greater Faydark. Unlike the Sun Grove, though, in these places the trees still look much the same as the rest of the forest, with thick bark and dark leaves. But whether a tree has fallen or a branch has broken, a gap has appeared in the canopy above, and a shaft of sunlight lances down into the darkness, creating a pool of radiance on the forest floor.

In these spots, grass has returned, so that the sunlight ends in a patch of golden green. The druids call these places Stepping Squares, because they dot the forest like a series of stones might through a garden or a small stream. Of course, the druids treat the Stepping Squares in exactly the opposite manner as an actual pathway, nurturing these spots of sunlight and occasionally sitting in them but preferring to tread through the forest alongside rather than risk damaging the grass or the few flowers scattered among it.

One use of the Stepping Squares, however, has little to do with the grass. These holes in the canopy provide a chance to see the stars, and through that travelers can orient themselves. The Squares also serve as landmarks in their own right, particularly when seen in relation to some

of the other features of the forest (particularly the borders and the Caravan Road).

The Squares can be dangerous, however, as druids and travelers are not the only ones drawn to them. Wolves and coyotes often lounge on the grass nearby, and at the first sound of approaching footsteps they may slink off to a nearby tree. If those approaching are few enough and the animals hungry enough, the wolves or coyotes may attack. The Faydark's giant wasps also enjoy the patches of sunlight, and often fly about the Stepping Squares near the Hollows.

8. The Giants' Doors

Not far from the eastern edge of the forest, roughly a third of the way from Felwithe toward Elizerain Lake, stands a peculiar set of ruins — or, that is, everyone who sees them assumes they must be ruins. Hewn from enormous blocks of stone, these massive structures consist of three pieces each. The first two are uprights, ranging from 2 feet to 50 feet in height and set anywhere from 1 to 30 feet apart, while the third piece rests atop and across the first two, thus, at least in the larger cases, forming what looks like a doorway fit for a giant. Twelve such structures stand in this area, although the top block has fallen to the ground in four of the structures, and on three others not only has the top beam fallen but one of the side blocks has been shattered. One of



the structures has been toppled completely, leaving deep pits in the ground where its uprights once stood.

Bards have dubbed this place “the Giants’ Doors” and tell several amusing stories and songs about the foolish giants who lived in the area and tried building doors of all different sizes for various comical reasons. The truth is far stranger, and a good deal less humorous.

The Giants’ Doors have another, older name: the Dominion Doors. These massive stone frames were quarried and assembled long before Felwithe was built, and even before Kelethin was constructed or the Greater and Lesser Faydark separated. The doors were built not by giants, but by a wicked cult of beastlords and shamans working together with a particular purpose — to gain control of the creatures that inhabited the forest. Each doorway was sized to a particular species common to the forest of old, and runes were carved on every surface, symbols of control and obedience.

Once the circle of doors was completed, the leader of the cult stood in the center, with all the doors facing toward him, and his followers began the summons. Between their magic, they would summon each creature, one at a time, and direct them to pass through the appropriate door. By using the proper portal, that creature would activate the spells laid about the structure, and would bind itself to the cult leader’s commands.

Fortunately for the creatures of Faydark, these would-be overlords had not counted on the strength of their intended subjects. More than one of the summoned creatures fought back against their summoners, and several of the beasts instinctively (or perhaps through divine inspiration) managed to knock loose the top beam of their doorway in the process. Once the pieces of a doorway separated, the spell on that doorway lost its power, and the creatures it constrained were free to seek vengeance against those who had wished to control them.

A fierce and bloody battle ensued, with the few creatures already ensorcelled forced to defend their new masters against those that had resisted. One sage who knows of this ancient struggle has claimed that the old enmity between spider and wasp dates back to this conflict, when the two species wound up on opposite sides of the battle. In the end, however, the free creatures prevailed, and the shamans and beastlords were all slain and devoured. Then the spells fell apart, and the creatures all departed, but not before several more broke their doorways as well.

Eons have passed since that day, and the runes carved into the stones have almost entirely faded with the passage of time. Now only close examination reveals any markings, and the spells are most likely long since destroyed. Despite this, no creature in the forest ever willingly enters or even approaches the Dominion Doors, making it one of the few safe havens for lost travelers fleeing from beasts of the forest.

The remains of the ancient shamans and beastlords who crafted the doors are still within the circle (a few petrified bones at the most), though over time the ground has shifted and the bones are now well buried. Some of their belongings remain intact, as well, or at least intact enough to be salvageable. None of these items has any great value: a pair of bronze bracers, an amulet inscribed with the symbol of a wolf, a dagger of some strange dark stone, a gold ring with an emerald setting, and a small notebook made of thin stone sheets. This last item belonged to the chief shaman

who orchestrated the Dominion Doors, and includes sketches of the doors, a list of the creatures in the forest, and some notes about the spells necessary to bind them. The actual spells are not contained in this notebook, however.

9. Shadow-Wood Keep

Kelethin is a wondrous city, and the wood elves have lived there for many long years. Yet that city in the trees was not the elves’ first attempt at a Faydark settlement.

In the woods above the Caravan Road is a curious sight. A space exists among the trees, 200 feet to a side, where the trees appear to have been somehow *bent* out of the way — none of them have been cut down, for that is not the wood elves’ way. Instead, the trees have been coaxed to grow at an angle, with the use of cunning husbandry and, no doubt, nature magic, until several have become almost horizontal, like great living floor beams. Here and there among these radically tilted trunks are other chunks of wood, planks and beams cut from already-fallen branches, and woven mats made from leaves and vines. To one side of the square is a truly massive Broadroot tree, fully 80 feet around and so tall that its branches, each one as wide as another tree’s trunk, rise higher than those around it. Its broad leaves actually cast shadows onto the leaves below them, which then cast further shadows down into the forest below. The square is thus filled with a strange but lovely fluttering of light and dark, as the shadows shift with the wind and overlap one another in strange patterns. This place was once Shadow-Wood Keep.

The elves had reached Faydwer, and had begun to explore it. They had encountered their cousins the fey, who already resided within Faydark, and had been heartened by their presence. Upon seeing this massive tree and the shadows its leaves cast upon the ground, the elves knew that this would be the site of their future home. They spent decades convincing the other trees to grow in unusual ways, until finally they had a reasonably flat surface on which to build their keep. The altered trees grew past other upright trees that had been left to grow normally, and all the elves had to do was lay crossbeams down on the “floor-trunks,” lay mats atop them, and then hang more mats and screens on the trees to the side. Now they had a floor and walls, and the leaves were their roof.

For many years the elves lived in Shadow-Wood, exploring the forest further but always returning to their home. The keep continued to grow, both by means of platforms suspended from the branches of their trees and because the sideways trees continued to grow outward. The elves were content, and all was well.

At the same time that the elves had been building Shadow-Wood, orcs had also been wandering Greater Faydark, and a few skirmishes between the two races had already occurred. But when the orcs came to Crushbone and decided to fortify that area as their own city, the elves were understandably furious — not only did these filthy creatures keep invading their forest, but now they were building a home not terribly far from Shadow-Wood! This could not be allowed. The elves began their preparations for war.

Unfortunately, the orcs attacked first.

The orcs knew that the elves would never leave them alone, and they hated the elves with a passion as well. They had secretly gathered a great force while the elves were

preoccupied with coaxing the trees of Shadow-Wood, and late one night they snuck around the elves' keep, some of them scaling nearby trees and others creeping along the ground. The battle was quick, bloody, and decisive — the elves had begun to prepare to make war on the orcs, but they were not fully fortified and were unprepared for such a strong and sudden show of force from the orcs. Furthermore, Shadow-Wood Keep was a place of beauty and serenity, at one with nature, but it had no real walls and no roof. The orcs made quick work of the undefended elves, and only a handful of Fier'Dal escaped the carnage. To complete their victory, the orcs set fire to the keep and everything in it.

To this day, no one has fully explored the remnants. Those who began have quickly stopped and fled, and those folk tell horrible stories of bodies, half-burnt away, that rose from the wreckage to shamble toward them. These decayed skeletons are all that remains of those ancient elves, but their hatred for the orcs has somehow kept them from finding true peace. The orcs have never returned to Shadow-Wood either — every orc who has wandered too near Shadow-Wood has felt as if a cold wind were bearing down upon him, and has quickly found another route.

The fire burnt away most of the keep, but some portions do survive. Anyone exploring the area might find a few tattered mats, a blackened but otherwise intact wooden screen (three long panels joined together, beautifully carved with a woodland scene), a graceful ceramic water urn with a small chip in the handle, a scorched bone flute, a wooden harp with no strings, a pair of carved horn goblets, a hunting horn, a blackened silver dagger, a woven hanging depicting a mighty stag, a necklace of amber beads, or similar items. Unfortunately, they are also bound to find the decaying skeletons, who do not appreciate being disturbed.

The enormous tree at one corner of the keep is somehow largely undamaged, but most of the “floor” and “wall” trees have been burnt — several are still alive, though scarred, but others died from the fire, and chunks of scorched and rotting wood litter the ground.

10. Firefly Palace

When the elves first began to roam Faydark, they were delighted to discover that faeries were already firmly ensconced in the forest. The faeries, commonly called the fey, are cousins to the elves, and these smaller creatures are true guardians of the wilderness. Their presence told the elves that Greater Faydark, despite the constant gloom, was a place of nature and not one of evil, that this was a land where they could live and thrive. Part of the reason the elves chose Shadow-Wood Keep as their first home was due to its proximity to the Fey Court at Firefly Palace.

Firefly Palace is so named because it is filled with tiny flickering lights as if a swarm of fireflies had taken up residence. The palace sits within the branches of a tree as large as the one around which Shadow-Wood Keep was created, filling the space where the great trunk opens into several thick boughs. The palace itself was carved from strips of bark taken from fallen tree limbs, so the entire structure is so thin that light shines through it, creating its otherworldly, telltale glow. It is most certainly a marvel of engineering, with graceful spires and delicate arches and lovely sweeping staircases. The palace is not large enough

for anyone over 18 inches in height (fey are usually only a foot or so in height), but it has several balconies; when elves visit, fey nobles gather on the balconies and the elves rest on nearby branches so that they may converse together.

The palace is home to Fey Queen Esmerae (*female faerie noble*, Dru 13, DG; Fey Court) and her consort, Prince Olyn (*male faerie noble*, War 7/Rng 4, DG; Fey Court). Esmerae is a strong queen, kind and gracious but unforgiving to her enemies, while Olyn is a touch foolish and flamboyant, but utterly loyal and honest. Together they have ruled the fey for the past century or more, and have maintained order in their portion of Greater Faydark. All the fey in the forest acknowledge Esmerae as their ruler and obey her decrees.

Although Firefly Palace has paper-thin walls, it is far from defenseless. The Queen and her nobles have placed many spells upon the structure to protect it from harm, and upon its tree as well. They have cast wards to alert them if any non-fey should approach. Fey guards keep watch in every direction, both magically and with their normal sharp senses. Anyone attempting to attack the palace, or even to approach it unnoticed, quickly finds himself festooned with tiny poisoned arrows, caught up in net snares, and held fast by living vines.

The most important task Esmerae sets for her fey is to protect the forest and its native inhabitants. Their classification of “native” includes the spiders and the wasps, because predators are part of the natural order, but does not include humans, dwarves, barbarians, or even elves (but see below). The fey observe anyone traveling through the forest, and determine whether that person is worthy of respect. Treating the forest with care and reverence earns the esteem of the fey, if not their blessings. Chopping down trees for firewood, attacking native creatures for no reason, or otherwise showing disrespect for Faydark earns the enmity of the fey instead.

For this reason, orcs are always considered enemies of the forest, and only their great numbers have prevented the fey from attacking Crushbone directly. Elves, on the other hand, although they are not considered “native” by the fey, are seen as noble cousins to the fey themselves, and are generally treated with respect if not open friendship.

The fey rarely reveal themselves to others — elves and druids (whom the fey generally consider to be spiritual kin regardless of race) are the exception. Instead, the fey use their size, speed, and flight ability to act without being seen. For those judged worthy, food and drink may “magically appear,” carefully placed and controlled fires light quickly and easily, and animals and insects do not bother them while they sleep. For those considered unworthy, items can't be found when needed, fires keep going out, rocks appear under the bedroll, insects swarm about, animals attack suddenly, tree branches may fall on unsuspecting heads, and so on. For those considered true enemies, the fey may attack openly, with both spells and deadly poisons, rather than merely harass and annoy.

On rare occasions, Queen Esmerae chooses to hold court on the ground, in a Stepping Square, or at some other location away from the palace. When this occurs, her entire entourage — nobles, guards, and subjects — fly behind her in a triangular formation, each bearing a tiny lantern. Bards speak of this “wedge of witch-lights” moving high over-

head, and claim to have smelled flowers and heard music with its passage. This is the Fey Court on the move, and only a handful of non-fey have been privileged to be invited to its final destination, for the fey value their privacy. They can be gracious hosts on occasion, however, and have been known to invite selected travelers (though usually only Fier'Dal or druids) to dine with them in a picnic upon the bough of a tree or in one of the Stepping Squares. Most of those who have been so honored have later felt the entire experience to be a strange dream, one filled with tiny, graceful people, lovely music, and powerful wine that smelled like flowers.

11. Shroomtown

The fey are small and graceful, with delicate wings and features like elves, but much smaller. The brownies, though they too are of the fey, are more like tiny humans in features and coloring, and they have no wings. Brownies also have ruddier complexions than regular fey, with more brown and red, and are more closely tied to the earth than to the sky and the trees. Brownies are hard workers, with a passion for farming, cooking, and eating. They live in small houses hidden beneath trees or bushes, or — in the case of their only town — beneath giant mushrooms.

Shroomtown is a collection of brownie homes carved from or built beneath the giant mushrooms clustered around a group of large trees. These structures are carefully camouflaged, and few travelers would notice them even when walking within feet of the mushrooms in question. Nor do the brownies call attention to themselves, for they prefer their solitude. Unfortunately for other races, the brownies are also a bit paranoid, and anyone walking close to Shroomtown is very likely to be considered a hostile invader, and dealt with accordingly.

The houses of Shroomtown are architecturally amazing, for brownies are clever with their hands and skilled at working with materials. Most of the homes are several stories tall, with long winding staircases and slit windows that appear to be nothing more than bruises and indentations in the mushroom cap. The stalk contains several small rooms, but the cap holds most of the chambers, each with high arched ceilings and delicately carved doorframes and panels. In most of these homes, at least one room in the cap also has an escape hatch, a panel in the floor that can be thrown open and a rope tossed down, so that the brownies can shimmy to the ground in seconds. Because the tiny fey are so paranoid and so protective, they also have a tiny bow and a quiver of little arrows set by every window, ready to attack the instant an enemy appears.

Despite these precautions, Shroomtown is a very warm and lively place. Brownies are always cooking or brewing something, and they usually invite all their friends and neighbors over to try it once it's done. As a result, nearly every night one of the wee folk is throwing a party, and the sounds of music and laughter drift throughout their portion of the forest. The brownies are on good terms with their cousins the faeries, and supply Firefly Palace with much of its food and drink — in return, the Fey Court is friendly to the brownies, and the faeries come swiftly to the brownies' aid if their village is threatened.

12. The Undergrowth

The third kind of fey in Greater Faydark is the smallest but also the least pleasant. The pixies are smaller than even the brownies or the faeries, and more delicate in appearance. Despite this, they are the most dangerous of the fey, or at least the most annoying. Pixies lack the grace and charm of the faeries and the work ethic of the brownies. Instead, they live almost solely to make mischief, and they delight in tormenting other creatures — particularly members of the larger humanoid races, like elves and men.

Although pixies love to race through the forest high among the branches, they do fly home to sleep each night. All the pixies of Greater Faydark (minus those few who are stubborn loners) live together in what they refer to as the Undergrowth. This is a series of small woven dwellings which all hang from the branches of a single large tree. The branches are covered with moss and vines and lichen, and these hide the pixie dwellings from view; from below, the branches look slightly fuzzy with moss, but that is all that can be seen.

Pixies take less pride in craftwork than brownies, and are not as concerned with their own homes. As a result, the Undergrowth is not nearly as elaborate as Shroomtown,

Quest: Pixie Hunt

Faction: Faydark's Champions (+2 rank).

NPC: Marcus Branchbow.

CR: 5–11.

Reward: +1 faction rank with the Faydark's Champions; *shadowleaf ring*. This quest cannot be repeated.

Consequence: –2 faction rank with the Pixies.

Summary: Those mischievous pixies are at it again! This time they've stolen a ring from a well-known Faydark merchant and replaced it with a rough reproduction painstakingly woven from blades of grass. Unfortunately, the ring they took was no mere bauble, but a cunning device bearing a highly sensitive magical message from the rulers of Kelethin to those of Felwithe. It must be retrieved. But the pixies aren't likely to give it up easily.

Marcus Branchbow (*male half elf, Rng 11/Rog 5, NG; Faydark's Champions*), a senior ranger in Greater Faydark, asks the characters for help. He can't go after the ring himself because he can't risk the pixies getting angry at him — if they do, every ranger in the area would suffer their displeasure. The PCs aren't actually members of the rangers, however, so their actions won't reflect on that faction.

All the heroes need to do is find the Undergrowth, figure out which pixie has the ring, and get it back. This sounds simple enough, but really it isn't. The pixies' home is well-hidden, and they don't like uninvited visitors. They attack or at least play vicious pranks on anyone who approaches, and if genuinely threatened they call upon the Fey Court for aid. If the characters are not careful, they could turn most of the fey against the larger races and make the woods a much more dangerous place for everyone!

nor is it as breathtakingly beautiful as Firefly Palace. Pixie homes are simple tapering columns of one or two stories with a handful of rooms. The pixies sleep in these structures and keep their personal belongings there, but spend most of their time out of the home, chatting and joking with their peers and assaulting or playing malicious pranks on others.

Although the pixies mock the faeries as being too serious and too highly concerned with niceties, they do grudgingly recognize Queen Esmerae's authority, and they turn to the faeries or the brownies if they are in danger. In turn, the faeries look upon the pixies as naughty little siblings, untrustworthy but not evil, and certainly worth their loyalty. The brownies are less fond of the pixies, seeing them as troublemakers and idlers — the pixies respond by calling the brownies obsessive fools who don't get out enough and don't know how to have any fun.

13. Forest's Heart

Not far above the Caravan Road, roughly halfway between the two rangers' way stations, sits the Forest's Heart. This spot is very near the center of Greater Faydark, and it is the most oppressively dark and shrouded spot in the entire forest. Even Silverweb seems bright compared to this secluded glade, over which four particularly massive trees link their branches to form an almost solid roof high overhead. Not the slightest glimmer of light breaches this canopy, and the area below lies in complete darkness at all times.

The four corner trees create a rough square, and between their massive trunks is just enough space for a stout human to squeeze past. Within lies a small clearing, free of leaf or vine or even mushroom. The ground is completely bare, except for two things. At the center of this space stands a low wooden pedestal. This object is a mere 4 feet tall, and smooth to the touch, but it has not been carved in any way: Eons ago, the wood was carefully nurtured to grow into this particular shape, and then, once its tree eventually perished, the object was placed here.

At its top, where the wood once attached to its tree, the pedestal widens and splays, and in the slight hollow thereby created lies the second object in the clearing. This second object looks at first to be a stone the size of a man's fist, but perfectly round. Upon closer inspection, the sphere is not made of stone, but of some strange wood, golden in color and warm to the touch. It is smooth, without blemish, but a faint wood grain can be seen upon its surface. If held, the sphere seems to pulse slightly.

Forest's Heart is as much the spiritual center as it is the geographical center of Greater Faydark. The wooden pedestal within was grown by the arboreans, and the sphere that rests upon it is in fact the heart of the majestic being known as Alagon, greatest of the Woodkine. It was Alagon who directed the defense when the orcs cut through Faydark, and he who organized his brethren to force the orcs back out of Greater Faydark. He was unable to keep Lesser Faydark safe, but his actions preserved the larger portion of the forest and staved off orc attacks for many years.

According to arborean legend, Alagon died as the last orc fled, splitting in twain as his body lay dying from his titanic effort, yet his heart, revealed within, continued to beat. The organ was brought to this central grove, and here it remains, protecting the forest still. It is thought that if the heart were

ever removed, Greater Faydark would fall victim to the evil that corrupted Lesser Faydark or else simply fall to the axes of orcs, men, and other races. The remaining few arboreans protect this shrine fiercely, and even the fey do not know of its existence, though they and the arboreans are allies and friends. Some among the druids may suspect the existence of the Forest's Heart, but those who do are wise enough not to pursue the matter further. It may be that the Forest's Heart is no more than a simple shrine to the arboreans' great leader — but if it does indeed hold some strange power that protects the forest, it is best that it remain where it is, well-protected and hidden from prying eyes.

14. Wizard's Spires

Near the northwest edge of Greater Faydark, just where the forest thins and sunlight starts to touch the ground, the earth rises up into a tall, rocky hill. Atop this hill stand four curved stone spires, each more than four times the height of a human. These spires curve inward, as if protecting the diamond-shaped space between, in which the dirt and loose stone have been removed to expose smooth granite beneath. This granite diamond is perfectly level, and has been polished to a high shine; except for the strange runes carved around its edges and in two lines bisecting it from point to point, the shiny grey surface is unmarred. The spires themselves are carved of the same granite, square in cross-section with sharp, clean corners, and the same runes spiral up around them. At its tip, each spire holds a small white stone carved into a four-sided pyramid — these tips are affixed by some indiscernible means, adhering to the spires as if part of them.

This structure is one of the Combine geomancer Grieg's wizard's spires, and still allows teleportation by a wizard knowledgeable of the spells required. Once an exclusive tool of the Combine Empire, the spires are today unclaimed by any nation. Of course, because they are most proximate to Crushbone, the orcs periodically attempt to gain control of the spires. In fact, these spires remain one of the most hotly contested areas over which Fier'Dal and orcs battle, and it's believed that during times of orcish control much communication flows between Neriak and Emperor Crushbone — a rumor of great interest (and distress) to the wood elves. For their part, the elves are protective of the spires, even if they themselves have little use for them. Instead, their main objective here is that the orcs (or worse, the dark elves) remain unable to establish permanent control over the region. The Fier'Dal do patrol the area regularly to make sure that no one uses the spires as a base of attack.

More than century ago, the dark elves organized a fighting force and teleported to the spires, then launched themselves toward Kelethin. The attack was barely rebuffed; the battle was long and hard, and many lives were lost. Since that time, the wood elves have wished to destroy the spires, but the structure has proven immune to their attempts and no known weapon can even chip the granite. Warding spells also appear to have no effect here — anything that reaches the hill can climb to the spires, and anything appearing between the spires can step off the hill, no matter what magic the elves have cast to prevent such access. Thus, the Fier'Dal are simply forced to watch the area, and to sound the alert whenever the spires are used.

Chapter Two: Lesser Faydark

Chapter Two:
Lesser Faydark

Like Greater Faydark, the Lesser Faydark region retains a dark and enchanting beauty; even at the height of the brightest day, the woods are shrouded in shadow and the mighty trees keep the sun from penetrating to the forest floor. The Lesser Faydark is so-named simply because it is somewhat smaller than its nearby neighbor. Despite the region's appellation, the hazards are greater here, since the forest's fey inhabitants — for this is the last true stronghold of the fey on Norrath — guard their realm jealously, and the danger to unwary travelers is anything but “lesser.” Ancient paths crisscross the Lesser Faydark, and it is easy for strangers to get lost among the grassy ravines and close-growing trees. The forest's fey denizens are notoriously hostile toward outsiders, though their reactions vary from mischief and harassment in the case of the fae drakes and faeries to disabling but usually nonlethal magic from the pixies, to violent attacks with deadly force by the xenophobic brownies.

The fey are aided in their defense by the region's isolation. The forest is nestled in a steep-sided, well-sheltered valley, accessible only by two hazardous wilderness trails that claim the lives of many would-be adventurers each year. The first is a narrow path down from the Steamfont Mountains, the second a winding, rocky route from the neighboring Greater Faydark.

Unfortunately for the fey, some outsiders, including the Crushbone orcs, wood elves, humans, dark elves and a small group of gnome astronomers have taken up residence in the region and remained there, stubbornly resisting the feys' attacks. Some of these groups, such as the wood elves and the gnomes, have managed to live in at least a temporary state of truce with at least some of the fey, while others — the orcs in particular — live in a constant state of watchfulness and are every bit as aggressive and dangerous as the woods' normal inhabitants.

While the Lesser Faydark has always been dangerous, the taint of evil has grown even stronger in the past few centuries. Though there are many theories as to why the region is becoming darker and more corrupt, the most common is that the influence of Cazic-Thule himself has reached into the forest, twisting and poisoning the creatures that dwell there. The land itself has begun to turn up new horrors — undead skeletons and mummies sometimes

shamble between the trees, and a small group of evil shadowed men have taken over the ruins of an old wood elf shrine. It is even rumored that Cazic-Thule has sent his own dread shadow into the forest to aid in the desecration.

Elsewhere in the forest, rare or unique creatures are said to exist, including the creature known as Equestrielle, believed by some to be the last unicorn on Faydwer. Others believe that something far more disturbing has occurred — some unicorns still live, but have been corrupted by the influence of the Faceless One.

Evil also dwells in the dark corridors of Castle Mistmoore, home of the dark elf vampire lord Mayong Mistmoore. Located among the shadowy peaks of Ranthok Ridge, off the southeastern edge of the forest, Castle Mistmoore casts its shadow across the Lesser Faydark and represents a greater threat to the fey than any orc interloper ever could. It is thought that most of the undead that wander the region are under Mistmoore's influence, and his minions are sometimes seen in the valley. So far, Mistmoore and his evil followers have kept to themselves, but he may have his own plans for the region that have yet to come to fruition.

History

When the Elder Age was in full bloom, long before the Faydark was divided, the fey (brownies, pixies, faeries, and fae drakes) and the other sylvan creatures (unicorns, griffons, and others) dwelt together in the great forest. They assisted the Woodkine in the defense of their homeland, but, unlike the Woodkine, the fey eventually forsook the Greater Faydark for its smaller and more isolated sister forest. After the Faydark was divided by orcish assaults, the fey tried to maintain their ancestral homes in both forests; however, as the world beyond the forest continued to change, too many creatures began to venture into the realms of the fey. The Fier'Dal left their home on the continent of Antonica and began to settle in the Greater Faydark. Though they disliked the thought of sharing their woods with outsiders, the fey tolerated the wood elves, but grew increasingly uneasy as the years went by and other less welcome visitors began to arrive — dwarves, humans, and orcs; foresters, hunters, raiders, and bandits.

The fey fought these intruders, but even though the wee folk were brave and determined, in the end they proved too few to stem the tide. Faerie warriors perished at the hands of orc centurions, brownies were rounded up and killed or captured as curiosities, and nearly all of the proud unicorns of the Greater Faydark were slaughtered. At length, the pressure upon the fey grew too much, and they began to depart en masse, relocating to the nearby Lesser Faydark. Few remained in the Greater Faydark, stubbornly defending their old homesteads, sharing an uneasy truce with the wood elves and battling the intrusions of the Crushbone orcs and others.

The rest, however, retreated into the ancient and forbidding depths of the Lesser Faydark, where they created the last purely fey settlements. Intensely territorial and fearful of the outside world, the brownies, faeries, and fae drakes all jealously guarded their realm against intrusion, harassing if not ferociously attacking outsiders. For a time the fey held the outside world at bay, and lived at peace amongst themselves. The fae drakes flitted about the forest, serving their royal court and aiding the other inhabitants of the forest. The brownies founded a small but thriving settlement, and mushroom-houses were dotted throughout the area.

Few outsiders came to the forest, and fewer still survived. The best known of the survivors was the human monk called Master Wu, who established a small encampment and spent several years contemplating the wonders and peace of the surrounding forest. Perhaps sensing a kindred soul, the fey generally left Wu in peace, and after a time he moved on, continuing his studies elsewhere. For decades, the folk of the Lesser Faydark continued to live in peace.

The Lesser Faydark Today

In recent years, the relatively peaceful life of the fey has been disturbed once more. The Crushbone orcs have established several outposts in the region, the Fier'Dal have begun to move into this neck of the woods to hunt and explore, human bandits have begun to use the place as a secure base, and — possibly most alarming of all — a band of powerful dark elves has taken up residence in the vicinity of Master Wu's old camp. No one is sure what the Teir'Dal are doing here, though most assume that they must somehow be in league with the vampire lord Mayong Mistmoore, and few believe that anything good can come from their presence.

Drawn by legends of lost wood elf and fey treasures, adventurers have also begun to venture into the region more often. The fey respond to such intrusions with even greater vehemence than normal, for they remember the predations of the so-called "freebooters" and "explorers" who once ravaged their territories in the Greater Faydark, felled their precious trees, slaughtering the gentle unicorns and dragging the fey themselves off for sale as slaves or curiosities. The notion that adventurers might be motivated by things other than greed makes little difference to the fey, who defend their realm vigorously no matter who intrudes upon it.

Common Native Creatures

The following are creatures native to the Lesser Faydark, most of which can be found in *Monsters of Norrath*.

Animal, bat
 Animal, black bear
 Animal, black wolf
 Animal, dire wolf
 Animal, dog
 Animal, eagle
 Animal, giant eagle
 Animal, kodiak bear
 Animal, lion (puma)
 Animal, moss snake
 Animal, rat
 Animal, war wolf
 Brownie
 Centaur
 Cloaked dhampyre
 Clockwork
 Cockatrice
 Corrupted creatures*
 Dark necromancer
 Deathly warrior
 Drachnid
 Fae drake
 Faerie
 Giant wood spider [see Appendix One]
 Griffon
 Mummy [see *Realms of Norrath: Freeport*]
 Orc, Crushbone
 Pixie [see Appendix One]
 Shadowed man
 Skeleton**
 Spiritling
 Vermin, carrion spider
 Vermin, giant wasp
 Vermin, spiderling
 Will sapper

* Ordinary creatures of the Lesser Faydark with the corrupted template applied (see *Monsters of Norrath*). These are the victims of the Dread Caller (see Appendix One) and the corrupting influence of Cazic-Thule.

** Use dark-boned skeleton or skeletal companion stats, or apply the skeleton template (see *Monsters of Norrath*) to any native creature, as appropriate.

Lesser Faydark

North



100 miles

Lesser Faydark Locales

The Lesser Faydark is certainly forbidding to any outside observer. From the Steamfont Mountain trail, the hidden valley spreads out like a dark carpet of shaggy conifers, perpetually wreathed in shadow and mystery. Occasionally, flocks of crows rise up from the trees, or a lone eagle or hawk cruises in the empty skies, but beyond this the valley appears to be entirely uninhabited, save for the crouching menace of Castle Mistmoore, sometimes visible even from far to the west.

Once travelers have descended into the valley, they are confronted with a tangled, overgrown realm that seems to be a living thing in and of itself — thick, tangled, and almost malevolent in its attempts to prevent outsiders from entering. A few trails cross the land, but these may change or vanish entirely at the whim of the fey.

1. To the Greater Faydark

A low range of craggy mountains divides the Greater Faydark from the Lesser, and this winding trail, often set with deadly traps by the fey, is the only way to get from the one region to the other. The ground is rough here; landslides and deadfalls are common, and small war parties of brownies sometimes lurk, attacking travelers from ambush.

2. The Trail

This map shows only the best-known paths through the Lesser Faydark — some claim that the paths themselves change as a result of fey mischief, and there is some truth to this, but in most cases travelers simply lose their way in the gloom. The trails vary from wide foot-paths bare of undergrowth to narrow, winding animal trails barely distinguishable among the thick undergrowth. The orcs and wood elves have established some trails and keep these clear of brush, but the fey dislike this practice and use magic to redirect plant growth and cover up any existing trails they find. Following the brownies' false trails is dangerous, for they often end at hidden pits and deadfalls, or lead to the lairs of dangerous beasts or undead.

3. The Observatory

One of the most unusual settlements in the Lesser Faydark, this small huddle of structures houses the astronomer Trudo Frugin (*male gnome, Exp 11, NG; Gemchoppers*) and his consort Happ Dremblenod (*female gnome, Exp 3/Mag 12, NG; Gemchoppers*), as well as Trudo's brother Ryllaf (*male gnome, War 8, LG; Gemchoppers*) and various assistants, including Happ's apprentice Bin Fiddlekins (*male gnome, Exp 4/Mag 7, NG; Gemchoppers*). Also living in the camp are supply mistress Saben Tucross (*female gnome, Com 5/Exp 6, NG; Gemchoppers*) and guard-leader Grynna Einoom (*male gnome, War 10, LG; Gemchoppers*). Grynna is aided by the clockwork guard Cognoggin, who helps defend the outpost and performs various minor tasks.

The observatory's inhabitants are housed in several small, snug, sturdy dwellings built to withstand attack by most of the Faydark's denizens — they are fireproof and crafted of heavy stone, wood, and metal, with heavily armored doors (hardness 10, hp 30, Break DC 24). In the center of the complex is the dome-topped structure that houses Trudo's

pride and joy, the great telescope that he calls the Eye of Brass.

When Trudo announced his intention to relocate his observatory to Lesser Faydark, most of the other Ak'Anon gnomes told him, in no uncertain terms, that he was utterly mad and would be horribly slain within a fortnight. To everyone's surprise these predictions proved false, and nearly a year later Trudo and his entourage remain reasonably safe and sound. Perhaps it is their proximity to the Steamfont Pass or the fact that they have had relatively little impact on the surrounding forest that has kept them safe from attack by the fey, or perhaps the fey sense a gentle soul who is not here for personal gain, so they leave him in peace.

Regardless, Trudo and his friends have never been happier. Far from the noise, light, smoke, and steam of Ak'Anon, they can now observe the celestial bodies at leisure. In fact, Trudo has made a number of startling discoveries. His observations are recorded in voluminous leather-bound

notebooks, and include information on the movement of the Moon of Luclin, the discovery of several faint stars that are not visible elsewhere on Norrath, and even the locations of two new heavenly bodies that he thinks may be entirely separate worlds.

For their part, the Observers (as they call themselves) are relatively insular, but they are also friendly and welcoming in the fashion of their kind, and rarely turn away visitors. The orcs have come nosing around a couple of times, but have not attacked the observatory since they do not know the capabilities of its inhabitants and they have many other foes to contend with already.

Wearry travelers may receive food, drink, rest, and nonmagical healing from Trudo and his friends, but those who outstay their welcome may find themselves ignored, snubbed, and (finally) taken a few leagues into the forest while they are sleeping and left there, with all their belongings nearby.

Quest: Raid on Redbone

Faction: Gemchoppers (+1 rank).

NPC: Trudo Frugin.

CR: 4–11.

Reward: +1 faction rank with the Gemchoppers; 50–75 gold pieces (see below). This quest cannot be repeated.

Consequence: –1 faction rank with the Crushbone Orcs.

Quest Summary: Until very recently, Trudo and his astronomers had little trouble in the Lesser Faydark, such that they almost believed the place's dangers to be exaggerated. As if to show Trudo the error of his ways, the ill will of the forest has intruded quite violently. While on a foraging expedition looking for deadfall to use as firewood, Trudo's lover Happ and her guard, Grynnafe Einoom, were taken captive by a war party of Crushbone orcs. Grynnafe's brother Ryllaf survived the attack, but was badly wounded and cannot help in retrieving the captives. Trudo appeals to the characters to rescue Happ and Grynnafe from Camp Redbone, where they are being held before transport to Fort Fangnash.

The characters must either approach the orc camp stealthily and help the captives escape from under the Crushbone's noses, or else (depending on their power) mount a full-scale assault on the camp to save the pair. The orcs may be inclined to kill their captives if the camp is attacked, though, so the PCs may have a tough time of it. If the party returns with both captives alive, Trudo rewards them with 75 gold pieces and their standing with the Gemchoppers increases as a consequence.

If the PCs return with only Happ, Trudo gives them 50 gold, but they gain no faction. If they rescue only Grynnafe, they receive the faction boost, but no gold. In either case, Trudo is saddened by the loss but nevertheless thanks the characters for their efforts.

4. To the Steamfont Mountains

The trail down from the Steamfont Pass is even more dangerous than the route from the Greater Faydark. Narrow and precarious, the trail leads down from the craggy peaks above; those who miss a step risk a deadly fall down hundreds of feet. The fey don't normally watch this route, counting on the mountains themselves to discourage trespassers.

5. Wood Elf Shrine

In years past the wood elves maintained much better relations with the fey than they do today, and they once built shrines for the fey dedicated to Tunare and the worship of nature. This gigantic stone eagle is one of the few monuments that survive from those days, and today it and the attendant structures that surround it lie unused, for the wood elves do not have numbers sufficient to reclaim it.

The shrine is presently occupied by a group of shadowed men, who came here several years ago. They are hostile and violent, like most of their kind, attacking any who come near. Their intentions are unknown; they do not seem to want to leave the vicinity of the shrine, yet seem content only to observe and defend the place. Some speculate that they are the vanguard of a larger group of shadowed men who wish to take the Lesser Faydark as their new home, but so far there is no way of knowing for sure what the shadowed folk are up to.

6. Camp Redbone

A small detachment of 16 Crushbone centurions, along with 2 Crushbone prophets and a number of servants and orc craftsmen, occupies this fortified camp; like other Crushbone camps, it consists of a number of hide tents surrounded by an earthen wall and trench. Redbone is relatively safe, for the fey have mostly fallen back into the deep forest beyond. The orcs here keep an eye out for adventurers, wood elves, and others that might present a threat to Fort Fangnash. The orcs here are commanded by Sergeant Darghang (*male Crushbone centurion, War 5, OE; Crushbone Orcs*).

7. Camp Whitebone

A squad of 12 Crushbone centurions and a pair of war dogs (use 3-HD black wolf stats) are stationed here under the command of Sergeant Narkash (*male Crushbone centurion, War 8, OE; Crushbone Orcs*). These orcs are responsible for keeping watch on the fey and other foes of the orcs, disrupting any attacks or large parties of intruders, and guarding the approaches to Fort Fangnash. The camp consists of six hide tents surrounded by a trench and earthworks set with sharpened stakes. These defenses aren't much good against the fey, of course, who periodically raid the camp, destroying supplies and wounding the orcs currently posted here. Recently, a Crushbone corporal was actually slain by a brownie raiding party; as a result, Narkash and his troops are especially vigilant, attacking almost anyone who comes near without hesitation.

8. Wolf Circle

This circular clearing is surrounded by very old, tall trees. Faydark Druids can sense an ancient spirit that resides inside the circle, but they have never been able to address it directly. On each full moon, wolves gather here, howling and dancing about in a mysterious fashion. The druidess Lynnara (see Area 6 in the Goldleaf Camp, below) and a few other druids of the Lesser Faydark have attended these gatherings in wolf form, where they learn of threats to the forest and other matters of concern to the wolves.

9. Goldleaf Camp

Hamlet, Pop. 108
(Wood elf 100%)

Ruler: Sarawyn Amorfin.

Gold Piece Limit: 100 gp.

Assets: 5,500 gp.

Resources: Timber, game, ceramics.

Militia: 30 Goldleaf guards (Mil 4–8), 5 Goldleaf scouts (Rng/Rog 4–9), 13 Faydark Champions (Rng 5–10).

Though the wood elves are even less welcome here than they are in the Greater Faydark, they nevertheless main-

tain a presence. While the fey do not like the elves' presence, they avoid attacking or harassing the elves directly unless they come too close to established fey settlements, for even the unruly fey realize that orcs and the undead of Mistmoore are far more of a threat than the wood elves.

For their part, the elves claim to be in the region to help the fey defend their homeland and to counter the influence of the orcs. This is largely true, but the elves are also interested in learning more about the magical influences of the region and in keeping watch on the activities of Mayong Mistmoore and his various servants. In this, the elves believe the fey to be their allies, so they are determined to establish friendly relations. So far the fey have proved resistant, but the elves continue to make overtures.

The Goldleaf elves and the nearby Crushbone orcs skirmish occasionally, but so far the situation has not erupted into open warfare. Orc Chief Garrunk (see "Fort Fangnash" elsewhere in this chapter) feels that exterminating the fey is a much more important task than containing the elves, and for the moment he is willing to let the Fier'Dal go about their business.

The elves' leader, Sarawyn Amorfin (see Area 7 below), knows that the current cold war with the orcs could potentially flare up at any time, so he is not inclined to let his people get bottled up in the camp. He and the druidess Lynnara (see Area 6) have worked with the scouts and rangers of the settlement to formulate a strategy for dealing with the orcs should they attack openly. The wood elves intend to abandon the settlement and fight a guerilla war from the forest, picking off the orcs one at a time while engaging in hit-and-run raids. This plan relies on the cooperation of the fey, which may not be forthcoming, but Sarawyn hopes that Lynnara's tentative contacts will soon bear fruit.

1. Walls

The camp is surrounded by a low stone wall set with sharpened stakes, mostly for protection against the orcs of Fangnash, uncomfortably close by. The wall is constantly patrolled by the Goldleaf guards (*male or female wood elf, Mil 4–8, NG; Emerald Warriors, Faydark's Champions*).

2. Gate

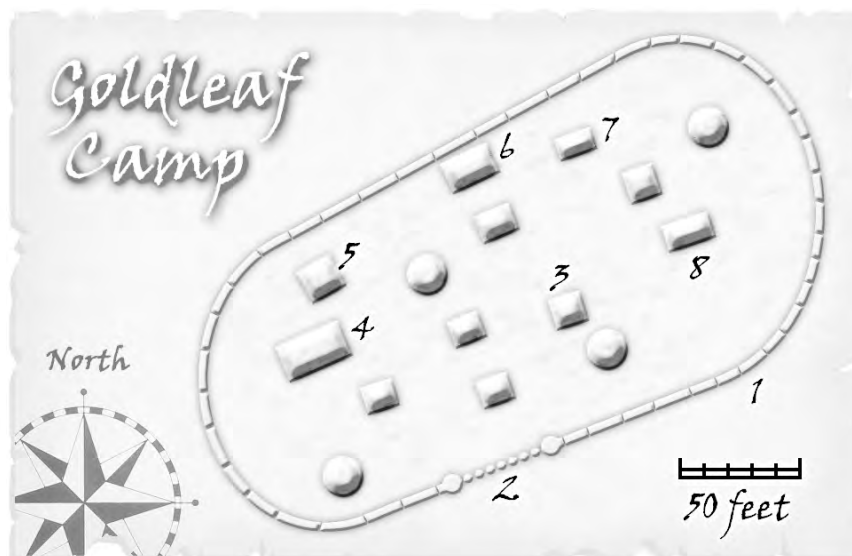
The gate is actually a reinforced wooden barrier that is set in place if the camp is attacked. It is unlikely to do more than slow down attackers, but the wood elves feel it is better than nothing.

Gate: Hardness 6; 90 hp; Break DC 29.

3. Residences

The wood elves live in small tents and wooden shelters, and their economy is based primarily on hunting and gathering. The wood used to build the camp is taken only from fallen trees, for the elves have no wish to harm the forest. Most elves use magically lit cooking fires, burning deadfall, peat, or coal brought from the Steamfonts.

Most of the settlement's elves are veteran woodsmen, hunters, or



tradesfolk (virtually all have at least one level in the militiaman NPC class, if not a PC class). There are few children here, since the wood elves value their young ones and are reluctant to put them in harm's way. All of the camp's inhabitants are painfully aware of their precarious situation, and fight bravely to defend themselves. Each residence contains a small stock of weapons and armor — swords, shields, padded or leather armor, bows, arrows, and the like — which can be retrieved at an instant's notice should the camp come under attack.

4. Supplies

In addition to her mercantile role, Anelia Thrywiell (*female wood elf*, Rng 8/Exp 5, DG; *Faydark's Champions, Merchants of Kelethin*) is responsible for making sure that the camp has enough food, water, and other necessities to keep its inhabitants alive through lean times, such as if they are forced to flee into the woods. This large tent contains numerous barrels of grain, preserved meat, clothing, animal furs, spare tents, tools, and other needed items, and is constantly guarded by 2 experienced wood elf warriors.

5. Large Tent

The canny Fier'Dal merchant Anelia Thrywiell (see Area 4, above) buys and sells from this tent, which serves as the camp's meeting place, inn, and tavern, as well as her residence. Light ales and wines shipped from the Greater Faydark and beyond are sometimes available here, as are herbs, supplies, clothing, and tools.

6. Druidess

The settlement's chief druid is the enigmatic Lynnarra (*female wood elf*, Dru 13/Exp 3, NG; *Soldiers of Tunare*). Beautiful but distant, she often goes days without speaking; she sometimes disappears for days or even weeks at a time, returning unexpectedly to utter strange and sometimes incomprehensible prophecies. Despite her strange manner, Lynnarra is a thoroughly good person, dedicated to the defense of the forest and determined to make allies of the suspicious fey.

Only Lynnarra and Sarawyn know that during her long absences the druid wanders the woods, often in wolf form, seeking out the fey and attempting to treat with them. She has discovered that when she is in her animal shape they are at least willing to talk with her, and over the past several years she has begun to form the most tenuous of bonds with them. So far the process has been painfully slow, yet Lynnarra and Sarawyn have not given up hope.

Lynnarra's tent is decorated with symbols of Tunare, and serves as the religious center of the camp. Lynnarra and her three lower-ranking druids, Aetham (*male wood elf*, Dru 7, NG; *Soldiers of Tunare*), Mytanna (*female wood elf*, Dru 5, NG; *Soldiers of Tunare*), and Samus (*male wood elf*, Dru 4, NG; *Soldiers of Tunare*), see to the spiritual needs of the

community and also turn their magical powers to its benefit, both in times of peace and in defense of their fellows.

7. Camp Leader

The leader of the Fier'Dal camp lives in an ordinary tent indistinguishable from the other residences. The tent is not guarded, but the wood elves of the camp treat it with great respect and would not take kindly to outsiders entering it without their leader's explicit permission.

Kind-hearted and brave Sarawyn Amorfin, a ranger almost 200 years of age, has proven himself time and again against the Crushbone orcs; he has a quiet and peaceful nature, but his great wisdom allows him to understand that sometimes peace and serenity are worth fighting for. He has come here to frustrate the orcs in their attempts to make inroads in the Lesser Faydark and also to observe and report on the activities of other hostile forces, especially those of Mayong Mistmoore.

Sarawyn normally begins his day at sunrise with worship at Lynnarra's tent, eats a modest meal, and then spends most of the rest of the day consulting with his scouts and warriors about the activities of the orcs and any news about Mistmoore's minions. He sometimes accompanies his scouts on important missions, and once — magically changed into wolf form — met with representatives of the faerie city. The meeting did not go as well as he had hoped, but it served to encourage Sarawyn, reminding him that there was still hope for his people here.

Sarawyn Amorfin, Goldleaf Camp Leader, Male Wood Elf, Rng 14: CR

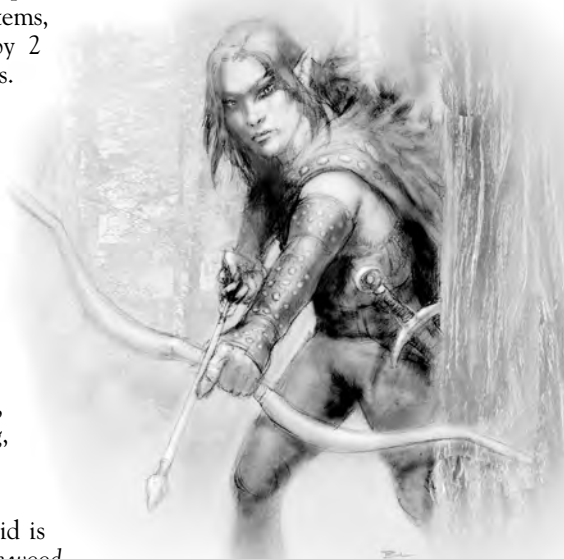
14; SZ Medium-size humanoid (elf) [5 ft., 3 in.]; HD 14d10+14; hp 96; Init +5 (Dex); Spd 30 ft.; AC 19 [flat-footed 14, touch 15] (+5 Dex, +4 armor); BAB +14; Grap +17; Atk +22/+20/+18/+16/+14 ranged (1d8+5, crit x4, 180 ft., *Stinger* and *small-nock mithril-point arrows*), or +18/+13/+8 melee (1d8+3, crit 19–20, masterwork silver longsword); SQ fletcher, infravision, wilds masteries (archer, trackless step, woodland stride), wood elf traits; Res CR 3, DR 4, FR 5, MR 2, PR 4; AL OE; Fac Faydark's Champions; SV Fort +8, Ref +14, Will +8; Str 16 (14), Dex 20 (18), Con 12, Int 13, Wis 18 (14), Cha 14 (10).

Skills: Alcohol Tolerance +3, Animal Empathy +7, Channeling +10, Climb +9, Handle Animal +8, Hide +19 (+21 in forest), Jump +7, Knowledge (local lore [Faydark]) +7, Knowledge (nature) +5, Listen +11, Meditation +11, Sense Heading +7, Sneak +19, Spellcraft +8, Spot +18, Swim +5, Taunt +4, Trade Skill (fletching) +16, Use Rope +7, Wilderness Lore +12.

Languages: Elvish (4), Common (4), Faerie (3), Orc (3).

Feats: Dodge, Mobility, Parry, Point Blank Shot, Shot on the Run, Track, Weapon Focus (longbow).

Ranger Spells Usually Prepared (mana cost): *Bramblecoat* (12), *call of sky* (8), *cancel magic* (5), *invoke lightning* (5), see



invisible (4), *skin like rock* (10), *spirit of wolf* (7), *stinging swarm* (11). Caster level 10th; save DC 14 + spell level.

Mana Pool: 83.

Possessions: *Imbued mithril studded leather*, masterwork silver longsword, *blessed Faydark longbow (Stinger)*, 20 pathfinder arrows, 20 small-nock mithril-point arrows, silk evening

tunic, *embroidered black cape*, *gold onyx circlet*, 3 doses of trail sweat, small jug of Faydwer shaker.

Sarawyn (buffed with *bramblecoat*, *skin like rock*, and *spirit of wolf*): hp 114; Spd 45 ft.; AC 24 [flat-footed 19, touch 17] (+5 Dex, +4 armor, +3 natural, +2 divine); SQ damage shield (1).

Sarawyn's stats assume that he has his *Stinger longbow* in hand, thus gaining the Str and Wis bonuses it provides.

Quest: Equestrielle the Corrupted

Faction: Faydark's Champions (+1 rank).

NPC: Sarawyn Amorfin.

CR: 17–21.

Reward: +2 faction rank with the Faydark's Champions; +1 faction rank with the Faeries; +1 faction rank with the Skytalons. This quest cannot be repeated.

Consequence: –1 faction rank with the Allize Taeew.

Quest Summary: If the adventurers have done a service for Faydark's Champions or otherwise aided them in their efforts to keep the forest free of orcish and other evil influences, Sarawyn Amorfin, leader of Goldleaf Camp, approaches them with a disturbing and tragic tale.

A few of the fey who are willing to talk to the Fier'Dal have confided that the last few surviving Faydark unicorns joined the fey in their withdrawal from the Greater Faydark and helped to defend the Lesser Faydark valley against intruders. In the years since, however, the unicorns have dwindled even further, dying out or falling under the corrupt influence of Cazic-Thule. Now, as far as Sarawyn knows, only a single unblemished unicorn remains — the noble Equestrielle — and when she is gone her entire race may perish with her. Sarawyn asks the characters to investigate the tale, to locate Equestrielle, and if possible convince her to come to the elves for protection.

Sadly, what Sarawyn does not know is that Equestrielle has already fallen under Cazic-Thule's fell influence. Not long ago, the unicorn Equestrielle was savagely attacked by the avatar of the god Cazic-Thule — apparently for the mere pleasure of it — who took her horn and transformed her into a night-black travesty of her former self. The resulting corrupted creature now roams the Lesser Faydark attacking all it sees, despite the efforts of faeries, fae drakes, and wood elves to ease its suffering. She appears as a large night-black mare with burning red eyes, darkly stained teeth, and a savage disposition.

Equestrielle is not difficult to find, for she roams the region from end to end. She attacks anyone that she encounters, and the characters may be forced to fight. If they slay her, she rises again in a few days (see below), and her torment continues until she is freed of Cazic-Thule's curse.

Characters can ask the fae drakes or the faeries for information regarding Equestrielle; most fey can only repeat vague stories of Cazic-Thule taking the horn of the last unicorn, but eventually the PCs learn that the horn was given to one of Cazic-Thule's favored servants somewhere on Faydwer. The characters can then venture to one of the continent's major cities (Kaladim, Kelethin, or Felwithe; there is no information on the story to be had in Ak'Anon) to research the story further.

At the GM's discretion, the characters may learn a great deal about Cazic-Thule's agents on Faydwer, but eventually they find a story in a merchant's journal stating that the iksar necromancer Ss'laka possesses a valuable item taken by Cazic-Thule's avatar from the fey of the Lesser Faydark. Further research leads the adventurers to the conclusion that this valuable item must be Equestrielle's horn, and that Ss'laka was last known to be dwelling in the depths of Dagnor's Cauldron, in an air-filled fortress safe from his enemies.

When the characters venture to Dagnor's Cauldron, they eventually find Ss'laka's fortress located in a magical bubble of air deep beneath the surface. This powerful necromancer (*male iksar*, Nec 19, NE; *Allize Taeew*) has numerous iksar warriors, shadow knights, and lesser necromancers who serve him, as well as many undead.

If the heroes succeed in storming the necromancer's fortress and retrieving the horn, they can bring it back to the Lesser Faydark and return it to Equestrielle. Legend holds that a corrupted unicorn can be healed — or, depending on the story one hears, at least given permanent rest — by being reunited with its lost horn. So far no one can say for sure whether this works or not; perhaps the corruption is too potent and deep-rooted for the horn to save the lost creature. Still, many druids and fey of the Faydark are willing to try anything to bring peace to the once-beautiful unicorns.

The exact results of returning Equestrielle's horn are left up to the GM — perhaps the unicorn is restored, and possibly others of her kind also then emerge from hiding, secure in the knowledge that one of their champions has been restored. Or perhaps the horn simply allows Equestrielle to die her natural death and rest peacefully without torment. Regardless of the outcome, the characters have lifted a dreadful curse from the region, and its inhabitants (especially the wood elves) are grateful. The faeries also look on the heroes with slightly less hostility, but even this quest is not enough to completely eliminate their suspicion.

Equestrielle, Corrupted Unicorn†: CR 20; SZ Large magical beast; HD 32d12+224; hp 432; Init +9 (+5 Dex, +4 Improved Initiative); Spd 60 ft.; AC 32 [flat-footed 27, touch 14] (–1 size, +5 Dex, +18 natural); BAB +32; Grap +41; Atk 2 hooves +41 melee (2d6+9) and bite +39 melee (1d6+4 plus poison, crit 19–20); Face 5 ft. by 10 ft.; Reach 5 ft.; SA harm touch, poison, spell-like abilities; SQ damage reduction 25/+3, immunities, rage, rejuvenation, resistances, sense evil/good, SR 23, ultravision; Res AR 20, CR 20, DR —, ER 20, FR 20, MR 30, PR —, SoR 30; AL DE; Fac None; SV Fort +26, Ref +24, Will +16; Str 28, Dex 20, Con 24, Int 12, Wis 22, Cha 22.

Skills: Animal Empathy +18, Channeling +39, Hide +18*, Knowledge (nature) +10, Listen +22, Sneak +22, Spot +22, Wilderness Lore +14.

Feats: Alertness, Combat Casting, Dodge, Improved Critical (bite), Improved Dodge, Improved Initiative, Mobility, Multiattack, Power Attack, Special Ability Focus (harm touch), Spring Attack.

Harm Touch (Su): 1/day—hoof or bite, 96 hp; Fort half, DC 29.

Poison (Ex): Bite, Fort DC 34; initial 1d8 temp Con/secondary 1d8 temp Con.

Spell-Like Abilities (mana cost): *Cancel magic* (5), *deflux* (33), *funeral pyre of Kelador* (75), *insidious retrogression* (35), *invoke fear* (20), *scent of Terris* (33), *skin of the shadow* (14). Caster level 32nd; save DC 16 + spell level. Mana Pool: 384.

Equestrielle must touch a target with the stump of her horn to use any of her spell-like abilities on that creature; this can be done as an attack action or as part of a full attack, as with the harm touch ability, merely by Equestrielle's paying the appropriate mana cost. She may not use a spell-like ability more than once per round.

Immunities (Ex): Immune to disease, poison, and energy/level drain; mind-affecting spells or effects; subdual damage and stunning effects.

Rage (Ex): Equestrielle goes into a particularly spectacular rage the instant she is damaged in combat, thereafter gaining a +4 bonus to Strength and Constitution until either she or all foes she can sense are dead.



Rejuvenation (Su): Cazic-Thule's curse is such that Equestrielle can never be released from her torment without her horn. If she is not touched by her severed horn within 1 minute of her being slain, her body vanishes and she simply rises again at full strength in 2d4 days within 1d6 miles of the place she was last slain.

Sense Evil/Good (Su): As a full-round action, Equestrielle can sense whether any single creature she views is either evil or good; she prefers to attack these creatures before neutral ones, as the good ones cause her pain, reminding her of her former self, and she still loathes the evil ones even though she is herself evil.

Skills: Equestrielle receives a +2 racial bonus on Listen and Spot checks and a +8 racial bonus on Animal Empathy, Hide, and Sneak checks. *Due to her inky black coloration, Equestrielle receives a +5 circumstance bonus on Hide checks in darkened or shadowy conditions.

† Equestrielle the Corrupted is a 32-HD unicorn with the corrupted template, but her CR has been adjusted upwards by an additional +1 due to her added abilities (harm touch, poison bite, improved natural AC, racial skill bonuses).

8. Chief Scout

After Sarawyn and Lynnara, the most important individual in the camp is the chief scout, Thazlan Treeheart (*male wood elf, Rng 4/Rog 7/Dru 2, DG; Faydark's Champions, Scouts of Tunare*), a quiet elf with a friendly but somewhat reserved manner. He is an impressive-looking individual, leanly muscular, his torso covered in green and blue tattoos (*centaur with a great bow and dancing unicorn*; see the tattooing trade skill in *Al'Kabor's Arcana*).

Though Thazlan's hide tent is decorated with a number of traditional weapons as well as wooden carvings, stone sculpture, and holy symbols of Tunare, the other Goldleaf elves know that his true home is out in the Faydark, where he wanders constantly, observing the life of the forest and keeping watch on its enemies. He has ventured deep into the forest, near the homes of the brownies and faeries, but has never been attacked or harassed by them. Perhaps Thazlan has a small quantity of fey blood in his veins, for at times he seems to have more in common with the brownies and faeries than he does with his wood elf brethren. He hopes one day to use his connection with the fey to help Sarawyn in his quest for alliance, but so far he instinctively feels that the time is not right, and that more patience is needed before the elves and fey can become friends.

Thazlan loosely "commands" a small unit of 5 scouts, although all are independent adventurers like himself who can be relied upon to do their job without too much

monitoring. This small band has made life difficult for the Crushbone orcs and has also set free the spirits of many undead who shamle through the forest.

10. Wu's Camp

Master Wu is said to have been the first and greatest of all human monks. He served no gods and dedicated himself solely to the pursuit of justice and self-perfection, developing many new and potent martial arts techniques that have since been disseminated throughout Norrath. Both the Silent Fist Clan and the Ashen Order claim him as their founder. What little is really known about him is that without Master Wu the human monk orders would not exist today.

Wu's travels took him all across Norrath, and for a time he dwelt on Faydwer, learning the ways of nature and treating with the creatures and races there. He is said to have spent several years in the Lesser Faydark, surrounded by the serenity of the wilds and the quiet wisdom of the fey, who, for reasons of their own, left him in peace. After a time, Wu moved on, and it is said that he spent the next few years dwelling in various cities of humankind, exploring and learning from those places in the same way he learned from the forests and mountains.

The site of Wu's Lesser Faydark camp remained undisturbed for many years after his departure. The fey left it as they found it and the wood elves did not camp there out of

respect for Wu and his teachings, which had influenced them as well. Recently, however, a group with far less respect for Wu — the Teir'Dal — have arrived in the Lesser Faydark and claimed this site as their own. The dark elves feel only disdain for the memory of the monk who once abided here, and their very presence seems to profane the tranquility of the place the Great Master once called home.

A squad of 6 elite Teir'Dal guards (*male or female dark elf, War 6–9, OE; Indigo Brotherhood*) defends the camp, along with the priestesses Shandrya Taal (*female dark elf, Clr 6, OE; Priests of Innoruuk*) and Netashi Voroqs (*female dark elf, Clr 7, OE; Priests of Innoruuk*). The camp is commanded by Priestess Llandra (see below) and her consort Dragoon Szorn (*male dark elf, War 13/Clr 8, OE; Indigo Brotherhood, Priests of Innoruuk*). The dark elves have set out numerous snares and magical wards to harm and hinder intruders and to warn the camp, and they attack anyone who comes near that they do not recognize as an ally.

The wood elves are especially concerned about the presence of Llandra and Szorn, for they are known to be especially fanatical and cruel servants of Innoruuk, with the blood of many innocents on their hands. So far Sarawyn and the other Fier'Dal have been unable to determine what has brought these two powerful and evil individuals to the Lesser Faydark, but it is certain that they are up to no good.

The two dark elves are actually here to investigate the corrupting magic that has transformed many of the region's creatures into things of evil, and which continues to maintain the many undead who haunt the region. To this end, the Teir'Dal have made contact with several of Mayong Mistmoore's representatives, hoping to establish a working relationship with the vampire. So far relations have been rather icy, but Mistmoore has not yet ordered them to leave, so they remain encouraged. Llandra and Szorn have studied the magic here and determined that it is quite powerful and most likely necromantic in nature.

Priestess Llandra

A faithful servant of Innoruuk, Llandra rose to prominence in the dark elf city of Neriak after leading a party of clerics on an expedition to Velious to recover a lost artifact called the *Black Chalice*. Rewarded with gold, rank, and favors, Llandra knew she was now the target of a great deal of hateful envy among her peers; further, she felt that she could serve her lord Innoruuk elsewhere, so she proposed an expedition to Faydwer to make contact with the dark elf vampire lord Mayong Mistmoore. Aided by her lover Szorn, Llandra has successfully established herself in the Lesser Faydark, and has actually made contact with Mistmoore's followers on several occasions. Mistmoore himself remains aloof and has not responded to Llandra's overtures.

Llandra is typical for a Teir'Dal female — darkly beautiful and demonstratively cruel. She is utterly devoted to Innoruuk's service, and would rather die to protect his goals than admit defeat to any non-Teir'Dal. She and Szorn are infamous among their people both for the strength of their love (which has survived numerous infidelities on both sides without apparent harm) and the depth of their fanaticism. Each trusts no one besides the other and doubts whether any other dark elf's dedication to Innoruuk is firm enough.

If Llandra has a weakness, it is her insatiable curiosity. She is fascinated by stories of Mayong Mistmoore, his stronghold, and his bodyguard of dark elven females. She envisions an elite corps of Teir'Dal vampires devoted to spreading the word of Innoruuk across Norrath and beyond, and feels that Mistmoore holds the key to making this dream a reality. She is also, though she has not admitted this even to her lover, interested in tales of the human monk Master Wu and his legendary fighting styles. Though she has a hard time believing that a dark elf could possibly gain any wisdom from a mere human, she has nevertheless accumulated many volumes of information about Wu and his history — information that would be invaluable to human historians and monks.

Priestess Llandra, Female Dark Elf, Clr 22: CR 22; SZ Medium-size humanoid (dark elf) [5 ft., 2 in.]; HD 22d8+22; hp 127; Init +4 (Dex); Spd 20 ft. in armor, 30 ft. base; AC 26 [flat-footed 23, touch 12] (+1 Dex, +12 armor, +2 shield, +1 arcane); BAB +16; Grap +20; Atk +22/+18/+14/+10 melee (1d8+6, *enameled black mace*) or +20 ranged; SA spells; SQ dark elf traits, divine powers (bestow divine aura, receive divine aura, turn undead [3/day]), enhancement haste 1, extended affliction 1, Greater Specialization (alteration), ultravision+3, magic saves; Res CR 2, FR 1, MR 4, PR 5; Fac Priests of Innoruuk, King Naythox Thex; SV Fort +11, Ref +11, Will +20; Str 19 (10), Dex 19 (12), Con 12, Int 21 (14), Wis 20 (18), Cha 11.

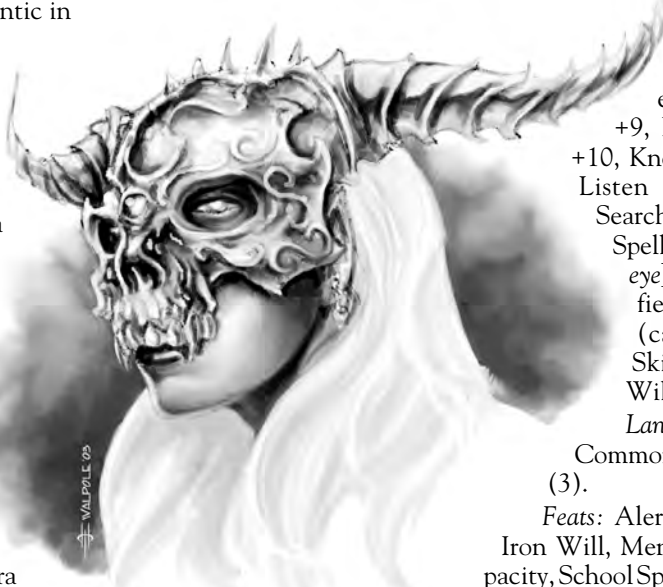
Skills: Channeling +21 [*golden idol*], Climb +1, Diplomacy +5, Heal +11, Hide +15, Knowledge (local lore [Faydark]) +9, Knowledge (mysticism) +10, Knowledge (religion) +13, Listen +10, Meditation +28, Search +6, Sense Motive +12, Spellcraft +20, Spot +14 [*eagle eye*], Swim +5 (weight modifiers not inc.), Trade Skill (calligraphy) +8, Trade Skill (poison making) +11, Wilderness Lore +6.

Languages: Dark Speech (4), Common (4), Elvish (4), Froglok (3).

Feats: Alertness, Combat Casting, Iron Will, Mental Clarity, Mystic Capacity, School Specialization (alteration).

Cleric Spells Usually Prepared (mana cost, modified for Greater Specialization): *Armor of faith* (25), *atone* (10), *complete healing* (67), *earthquake* (62), *inspire fear* (13), *nullify magic* (8), *pacify* (17), *sacred word* (20), *word of souls* (28). Save DC 15 + spell level.

Mana Pool: 231.



Possessions: +4 *Teir'Dal adamantite plate armor* (gold-colored; acts as simple +2 *full plate* for any non-worshipper of Innoruuk), *grim pauldrons*, *skull-shaped barbute*, +1 *small steel shield*, *enameled black mace*, *golden veil*, *cape of midnight mist*, *golden ear stud*, *eagle eye*, *snakeskin cord*, *golden idol* (Innoruuk).

Priestess Llandra (buffed with *armor of faith*): SQ damage reduction 13/—.

11. Fort Fangnash

Hamlet, Pop. 175

(Orc 95%, human 4%, dwarf 1%)

Ruler: Chief Garrunk.

Gold Piece Limit: 80 gp.

Assets: 750 gp.

Resources: Timber, iron ore, weapons.

Militia: 90 Crushbone centurions, 8 elite scouts (centurion, Rog 2–5).

When the Crushbone orcs first invaded the Greater Faydark, they almost immediately began to see similar possibilities in the “uninhabited” regions of the Lesser Faydark. Their reasoning was arguably sound, given their limited knowledge of the region — in the Lesser Faydark, the orcs would have access to near-unlimited amounts of timber, wild game, and other resources, and would have only a few of the tiny (if notably hostile) fey to contend with. The orc commanders were confident that the fey would prove only a minor annoyance, one easily brushed aside. Of course, the orcs’ assessment proved overly optimistic, and today they are engaged in a violent struggle to maintain their presence in the Lesser Faydark, battling not only the fey but also the elves who have moved to secure the region against them as well.

Fort Fangnash was the first Crushbone outpost established in the woods. Originally nothing more than a small fortified camp, the current structure was built from felled Faydark timber reinforced with iron mined nearby, with a cross-cut and burnt-out clearing about 90 feet in each direction from the walls (only blackened stumps a few inches high remain, so they cannot provide cover even for the smallest fey). The wooden walls have proven little more than a deterrent to the fey, who see the walls as a challenge rather than an insurmountable obstacle — brownies can quickly scamper over the walls and enter the compound, spoiling stores, starting fires, and attacking individual orcs, while fae drakes, pixies, and faeries simply fly over the walls. On several occasions the orcs have awakened under attack and rushed out, only to swat at their tiny assailants, cursing as flying fey swooped down to cast spells or make pin-prick attacks before retreating effortlessly from their ungainly foes.

However, despite the gallant assaults of the fey, the orcs remain, doggedly defending their fort and even creating new outposts deeper in the forest, drawing ever closer to the precious deep Faydark settlements of the fey. The orc garrison at Fort Fangnash currently stands at just over 100 armsmen, as well as a small contingent of human mercenaries (some of whom are said by the Fier'Dal to have orc blood!), and a dozen vicious war dogs trained specifically to sniff out and kill fey.

1. Walls

The palisade walls of the fortress are made of timber taken from the Lesser Faydark, banded together with iron strapping. The fey would like to see the fort wiped off the face of Norrath altogether simply for the affront of this wall, and have made several attempts to bring it down. They have not used fire, however, as this would endanger their beloved forest.

The wall is about 12 feet in height and built from timbers roughly 18 inches thick, with narrow catwalks around the inside for patrols (a bipedal Medium-size creature on the catwalk receives half-cover from those outside the walls). There are normally 6 orcs patrolling the wall at any one time, but these numbers can be increased to dozens if the fort comes under attack.

Palisade Walls: Hardness 5, hp 180 (per 10-ft. section), Break DC 38, Climb DC 21.

2. Watchtower

A single tower rises up to 25 feet, giving orc sentries a somewhat elevated view of the surrounding woodland. The orcs have cleared the trees that surround the fort, but beyond that first 90 feet, the undergrowth and darkness of the Faydark limit the watchtower’s usefulness. Sentries in the tower can also shoot arrows down on intruders, although at the forest’s edge the diminutive fey are very difficult for a typical centurion to hit with a shortbow.

3. Gate

Made from thick Faydark timber and reinforced with stout iron bands, these gates are normally kept closed.

Reinforced Double Gate: Hardness 8, hp 120, Break DC 38, Climb DC 18.

4. Inner Compound

The cramped inner “courtyard” of the fort is quite unpleasant, for orcs stationed here for too long tend to get stir-crazy and even more quarrelsome than is normal for their kind. At any time, anywhere from 15 to 40 orcs are here — drilling, gaming, sharpening weapons, arguing, or simply sitting and staring about grimly. As might be expected, the compound smells horrific and is generally a soggy, trodden mess.

At any given time, there are 3 orc centurions actually on duty here, patrolling in rounds, each with a war dog (use 3-HD black wolf stats) on a short, stout leash.

5. Barracks

The orc soldiers who occupy the fort sleep here in shifts. The barracks can hold at most 60 orcs at any one time, so the unfortunate Crushbones are forced to share sleeping and living space, and the interior is even grimmer and more unpleasant than the inner compound. The orcs are used to hardship, however, and don’t complain much — at least not when their sergeants are about. The barracks is a rowdy place, filled with shouting, drinking, and brawling orcs. From time to time, fey prisoners are brought here for the sadistic amusement of the vengeful orcs, their faint screams drowned out by the raucous laughter of the Crushbones.

6. Armory

Weapons and armor for the orcs are stored here, and the structure is guarded by a squad of 4 centurions and 2 war dogs (use 3-HD black wolf stats). Currently, a squad of 6 human mercenary fey hunters (*male human*, War 2/Rng 2, DE; *Bloodsabres*) under the command of a bandit called Skarlak (*human male*, Rng 6/War 2, DE; *Bloodsabres*) also

stays here in a room set aside for their use. They are somewhat more fastidious than the orcs, but are every bit as cruel, and they enjoy tormenting fey prisoners as well as any orc.

Just outside the armory, 2 dwarven slaves labor at a makeshift forge, crafting and repairing weapons and armor for their cruel Crushbone masters. Both are securely bound to deeply sunk wooden posts by stout iron chains, and are watched closely by the orcs.

7. Kennel

After several embarrassing setbacks at the hands of the tiny and stealthy fey, the orcs brought in a number of vicious war dogs — huge, muscular mastiffs that have been crossbred with black wolves and trained specifically to sniff out and destroy fey creatures. Since that time, fey incursions have grown fewer, and the dogs have caught several brownie and pixie intruders, killing them in most brutal fashion.

The kennel-master, a hunched, scarred orc known as Squint (*male Crushbone centurion*, Exp 4, OE; *Crushbone*), is missing one eye and three fingers from his left hand as a result of the dogs' viciousness, yet he cares for the beasts all the same. Fort Fangnash has a dozen war dogs in total, but at any time only 3 or 4 are here (resting or having their wounds tended), while the others are out on patrol or hunting expeditions or else guarding important buildings elsewhere in the fort.

Use the stats for a 3-HD black wolf (see *Monsters of Norrath*, p. 175) for these war dogs.

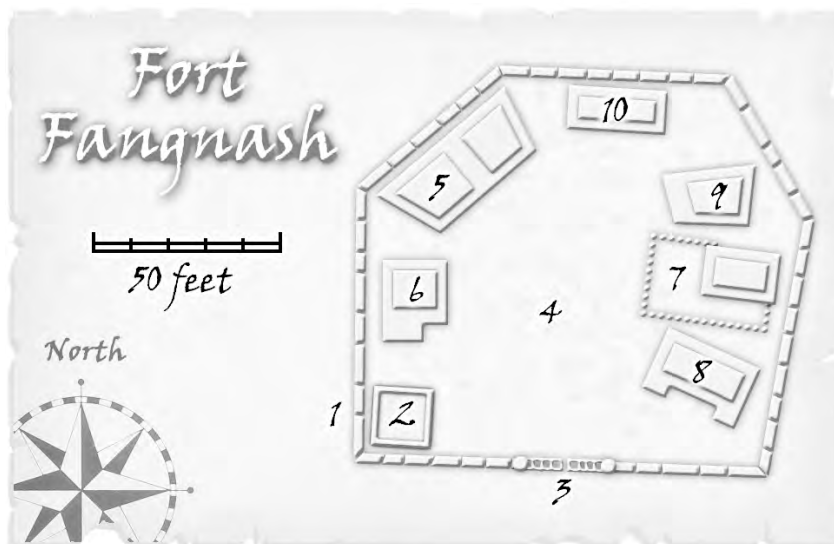
8. Mess Hall

From 10 to 15 orcs can dine here at one time — although to call their ferocious eating habits “dining” is singularly misleading. Mealtimes here are downright dangerous, for orcs have a tendency to bite first and think about what they're eating (much) later, and fingers that stray too far from one's own bowl have a tendency to disappear. Orcs eat almost anything, but prefer fresh, barely-cooked meat. Orc hunters roam the forest seeking game, but this is a dangerous endeavor and the hunters often return wounded (or not at all). Consequently, decent meat is a rare treat and cause for loud celebration and the swilling of various foul, bitter orcish ales.

Food is prepared in a cook-shack that adjoins the mess and also contains the fort's only still, where the cook and chief brewer, a swarthy orc nicknamed Rotgut (for obvious reasons), makes meals and pungent alcoholic beverages from whatever is handy for fermentation. His last batch of swill, brewed from miscellaneous berries found in the forest, is thought to have killed one centurion and left 6 others a writhing mess, temporarily insane from the agony. Rotgut considers that particular batch of brew to be one of his most successful.

9. Chief's Residence

Garrunk's home is a small log enclosure that can serve as an inner citadel should the outer palisade walls ever be successfully stormed. Inside, Garrunk's relative taste and



cleanliness prove him to be exceptional for an orc: He displays trophies of past battles (including the preserved heads of several human and elven foes) upon his walls, the floor is covered with animal furs, and handy armor and weapon racks give Garrunk quick access to whatever item he needs.

At all times, 2 centurions guard the front door to this place, and are also available to help the chief with menial tasks such as helping him don his armor quickly. A separate room serves as a conference and strategy area, with maps of the Lesser Faydark (to the extent that the orcs have explored it), troop rosters, and scouting reports scattered about. Currently, as it has been for some time, Garrunk's primary interest is in pinpointing the locations of fey, wood elf, and dark elf strongholds in the woods — the two greatest prizes are of course the main settlements of the brownies and faeries. With these two groups destroyed, Garrunk knows that his troops will make short work of the surviving pixies and fae drakes, and they can then turn their attention to the forest's larger inhabitants, whom he hopes to drive out in short order.

The leader of the Crushbone occupation in Lesser Faydark is a canny and intelligent orc, scarred from many battles in the Greater Faydark. He is a surprisingly subtle and thoughtful individual, well versed in the ways of battle and known for his selfless bravery. Nevertheless, he is an orc at heart, and is thus a brutal and merciless commander with little patience for cowardice or incompetence. He is determined to drive the fey from the region at all costs — or, better still, to exterminate them completely — so that his orcs can have free run of the place. In the back of his mind, Garrunk hopes to found his own independent fiefdom, with only minimal control from the meddlesome Emperor Crush.

Rising to a position of prominence through a combination of cunning, guile, strength, and just plain viciousness, Chief Garrunk now commands all the orcs in the Lesser Faydark and even the western Greater Faydark. His predecessor, Chief Raggash, died at the hands of a horde of brownies while on an inspection tour, a mistake that Garrunk is determined not to repeat. Wherever he goes outside the fort, Garrunk is accompanied by at least 10 elite Crushbone centurions, 2 war dogs (use 3-HD black wolf

stats), and several hunter/scouts — and so far, though they have tried, the fey have been unable to get anywhere near him.

Chief Garrunk, Male Crushbone Centurion, War 8: CR 11; SZ Medium-size humanoid (orc) [6 ft., 10 in.]; HD 5d8+20 plus 8d12+32; hp 126; Init +1 (Dex); Spd 20 ft. in armor, 30 ft. base; AC 23 [flat-footed 22, touch 12] (+1 Dex, +1 natural, +7 armor, +3 shield, +1 deflection); BAB +11; Grap +19; Atk +22/+16/+12 melee (1d10+14, crit 19–20, +2/+3 *keen broad sword*) or +12 ranged; Res AR 2, CR 2, DR 4, ER 2, FR 3, MR 3, PR 5, SoR 2; SQ berserking, Taunt bonus +3, orc traits, ultravision; AL OE; Fac Crushbone; SV Fort +14, Ref +4, Will +7; Str 27 (23), Dex 12 (10), Con 18, Int 15, Wis 14, Cha 11.

Skills: Alcohol Tolerance +8, Bluff +3, Handle Animal +4, Intimidate +13, Knowledge (local lore [Faydark]) +4, Knowledge (warcraft) +12, Listen +4, Sense Motive +3, Spot +4, Taunt +8, Wilderness Lore +4.

Feats: Cleave, Double Attack, Hand to Hand, Iron Will [*amulet*], Parry, Power Attack, Scent (as “scent” special quality), Weapon Focus (broad sword), Weapon Specialization (broad sword).

Possessions: Blackened alloy armor, +1 large steel shield, +2/+3 *keen broad sword*, nose-ring of protection +1 (deflection bonus to AC), amulet of iron will (grants wearer Iron Will feat), dwarven work boots, imbued deity (Rallos Zek), 50 gp.

10. Prophet Yazagg

This grizzled priest (male Crushbone prophet, Sm 5, OE; Crushbone) has been assigned by the Emperor Crush, at least officially, to see to the spiritual needs of the Lesser Faydark garrison. He is assisted by 3 junior priests (male Crushbone prophets, OE; Crushbone). In reality, Yazagg’s other duties include learning more about the activities of Mayong Mistmoore and — most importantly — keeping an eye on Chief Garrunk to make sure that he does not grow too independent. Should Garrunk decide to strike out on his own, or get notions that he does not need Emperor Crush’s guidance, Yazagg and 20 loyal centurions are ready to eliminate him. So far, though, Yazagg hasn’t had cause to worry about Garrunk’s loyalty — for Chief Garrunk is surprisingly good (for an orc, at least) at keeping his thoughts well hidden.

The priests’ residence doubles as a small temple to Rallos Zek, where the orcs pray before battle and engage in sacrificial rites with captured fey.

12. Orcskull Camp

The Orcskull Bandits are a small-time operation compared to the Nybright sisters (see Area 14), but their society is considerably more egalitarian — in fact, among the Orcskulls, it’s pretty much every man for himself, with raid leaders selected democratically or by skill, as the situation

demands, and with loot from an “expedition” doled out equally to all surviving participants.

The Orcskulls normally number about a dozen, but turnover is high. Any race or class is welcome here, but most of the group are human rogues. The Crushbone orcs do not like these bandits (as much due to their insulting name as anything else), but the bandits are too far away for the orcs to do more than dislike them, and few if any casualties between the two groups are outstanding. The fey sometimes harass the Orcskulls, but the bandits are also (wisely) far enough away from fey population centers that they aren’t yet reckoned worth the effort by the wee folk, who have other more immediate enemies.

13. Undead Ruins

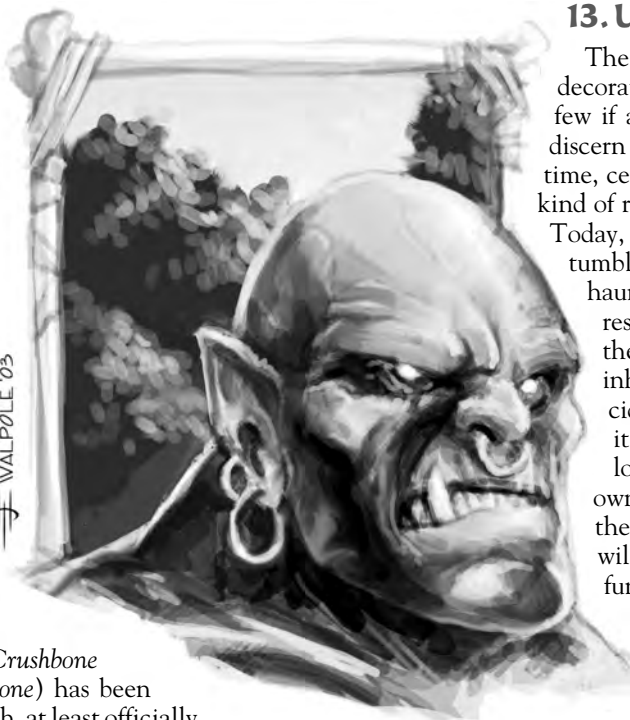
The strange obelisk that stands here is decorated with ancient inscriptions that few if any can decipher. One can still discern that the monument was at one time, centuries ago, surrounded by some kind of religious or ceremonial structure.

Today, aside from the obelisk itself, only tumbled ruins remain, and these are haunted by skeletons, mummies, and restless spirits that may represent the last remnants of the region’s old inhabitants. These undead are decidedly hostile, although rumor has it that Mayong Mistmoore’s followers sometimes use them for their own nefarious purposes. Otherwise, the creatures that lurk here are free-willed, attacking all visitors with cold fury.

The ruins nonetheless draw a slow but steady trickle of adventurers following rumors of lost treasures. Gold, gems, magic items, and similar trinkets are said to be buried here, lost amid the fallen stonework, and the undead creatures that defend it are considered a troublesome but not insurmountable obstacle in the quest to retrieve forgotten treasure. A few souls claim that they have actually found treasure here, usually in the form of old coins and jewelry, but these claims remain unconfirmed.

14. Bandit Camp

The four Nybright sisters — Kayla (female human, Rog 8, DE; Dervish Cutthroats), Jayla (female human, Rog 7, DE; Dervish Cutthroats), Tayla (female human, Rog 7, DE; Dervish Cutthroats), and Shayla (female human, Rog 6, DE; Dervish Cutthroats) — are arguably the most notorious humans in the Lesser Faydark, using their camp as a base to raid into the Greater Faydark and along the trade routes of the Steamfont Mountains. The sisters are a terrible disappointment to their father, the washed-up paladin Tandan Nybright (currently a pathetic drunkard in the tree city of Kelethin), who has offered a reward to any who can kill or capture them and thus expunge at least some of his shame.



The sisters lead a rag-tag band of cutthroats and convicts who have carved out a relatively secure stronghold here. Taking a page from the Crushbone orcs, they have brought in several ferocious dogs (use normal dog stats for these) and trained them to track and kill fey creatures. The fey do everything they can to annoy and frustrate the Nybright bandits, but most of their current efforts are directed against the Crushbones, whom they (justifiably) see as a greater threat.

There are about 20 bandits here usually, mostly humans and a few half elves, a mix of rogues and warriors, all dedicated to their own survival and personal gain at the expense of the innocent. The sisters rule the place ruthlessly, and so far none of their minions have attempted to depose them. Life here is not all bad, for the sisters are fairly successful; everyone in the camp eats well and has accumulated a decent good stash of stolen goods. Those who find the sisters' style of command to be too harsh can always go over to the Orcskull Bandits on the opposite side of the valley, and a small trickle of discontented minions constantly leaves the sisters' camp to do just that.

The wood elves of the Greater Faydark have sent out scouts to find these bandits, but cannot spare the warriors needed to deal with them properly. If things get too hot for the sisters, they relocate to a new lair in the Steamfounts or the Butcherblocks, taking their ill-gotten loot with them.

Quest: Bandit Sisters

Faction: None.

NPC: Tandan Nybright.

CR: 6–9.

Reward: 4 pearl necklaces (200 gp each); +3 *small wooden shield*.

Consequence: –1 faction rank with the Dervish Cutthroats.

Quest Summary: The characters encounter a drunken human in the city of Kelethin, who introduces himself as Tandan Nybright. (Any PC who makes an appropriate DC 12 Knowledge check — history, religion, local lore [Kelethin or Faydark] — recognizes this name as that of a formerly well-known, highly regarded, and rare human paladin of Tunare.) Tandan explains that he has been reduced to this sad state by his shame over the corruption and evil of his four daughters; they have, he says, become black-hearted bandits, preying upon innocent travelers in and around the Lesser Faydark. He asks that the party venture into the Lesser Faydark, slay all four of his daughters, and bring their pearl necklaces to him as proof of the deed. If the party is reluctant, he offers them the last remnant of his old paladinhood — his magic shield — as a reward.

15. Brownie Village

Hamlet, Pop. 220

(Brownie 100%)

Ruler: Council of elders.

Gold Piece Limit: 300 gp.

Assets: 3,500 gp.

Resources: Farming, hunting (insects and small animals).

Militia: 220 brownies.

Unlike the faeries, the brownies feel no need to hide behind illusions in the depths of their forest. Xenophobic, distrustful, and sometimes downright homicidal, the brownies deal peacefully only with other fey or (occasionally) with druids in wolf form, so long as they are respectful and don't betray any fey secrets.

The village is mundanely camouflaged, hidden in a deep wooded glen. Outwardly, it looks like a collection of stumps surrounded by a low natural rise covered with nettles, brambles, and tangles of blackberry, and as such it is easily ignored or overlooked. Brownie guardians find it easy to hide in the shadows and underbrush surrounding this "Bristlewall" (as the brownies refer to it), launching devastating attacks from ambush if an intruder approaches too closely. Traps are also common in the vicinity and, unlike the faeries, the brownies prefer traps that inflict deadly damage. Trained or magically charmed animals and beasts of the forest are also commonly used to attack, weaken, or drive off foes.

The Bristlewall

The Bristlewall's single opening is well guarded by brownies and can be blocked with logs and debris in case of attack.

Bristlewall: Hardness 5, hp 90 (per 10-ft. section); Break DC n/a; Climb DC n/a; the Bristlewall takes full damage from fire attacks.

Below are several commonly used brownie traps found along the Bristlewall's length:

Dart Trap: CR 2; +12 ranged (1d4, crit x3); Search DC 20; Disable Device DC 20. *Note:* 60-ft. max range, target determined randomly from those in its path.

Spiked Pit Trap (20 ft. deep): CR 2; no attack roll necessary (2d6), +10 melee (1d4 spikes for 1d4+2 points of damage per successful hit); Reflex avoids, DC 20; Search DC 20; Disable Device DC 20.

Falling Rock Trap: CR 5; +15 melee (6d6); Search DC 20; Disable Device DC 25. *Note:* Can strike all characters in 15-ft. radius.

Falling Log Trap: CR 4; +12 melee (5d6), target struck must make Reflex save (DC 17) or be knocked prone; Search DC 18; Disable Device DC 20. *Note:* Can strike all characters in an area 10 ft. across and 15 ft. downhill.

The "tree stumps" of the village are in reality the brownies' homes; about 200 brownies live here in about 50 stump-houses. Some are overgrown with moss and vines, while others are well-maintained and clean. The interiors are hollowed out and the walls set with windows and doors, most of which are carefully camouflaged to resemble natural features.

From roughly 20 feet away (and thus just inside the Bristlewall), the village's true nature becomes apparent, but beyond this a Spot check (DC 25) is required to note

anything unusual about the area. Most non-fey who see the village don't live to tell about it, but a select handful of druids and lucky adventurers have returned alive.

The largest stump house in the settlement houses the meeting hall used by brownie elders when discussing matters of great importance. It is also used for civic meetings with other fey and as a gathering place for the brownies when they wish to address or petition their elders.

Brownies are natural merchants and traders, and they continue this tradition even in their isolated village. They trade with other fey, intelligent woodland creatures, and even druids in wolf form, offering foodstuffs, intoxicants (brownie beers and spirits are said to pack a wallop far in excess of their tiny quantities), tools, insects, artwork, and jewelry. The brownies use Faydark's giant spiders as pack and riding animals. At any time there are up to 20 large spiders and dozens of scuttling spiderlings in a carefully constructed corral within the village; this pen is always monitored by brownie farmers, who feed and care for the spiders.

The brownies worship the goddess Tunare, and a pair of brownie priests (10- to 13-HD male or female brownie farmer, *Dru* 3–6, *DN*; *Brownie*) maintains an ancient, mossy, vine-covered stump in the center of the village, where small groups of worshippers can come and pray.

Numerous brownie farmers also maintain individual dwellings and farms in the area surrounding the village. These are always hidden by lush undergrowth, and the

farmers work the land only when no non-fey are nearby. They raise a variety of crops — berries, fungi, tubers, and a few other small vegetables are common, although all of their crops are chosen for the ability to grow with very little sunlight. A few brownies are herdsmen, keeping “herds” of large beetles, spiders, and caterpillars for use as mounts or food. Anyone who inadvertently stumbles upon one of these farms typically has to deal initially with 2–12 enraged brownie farmers, then more as word of the attack spreads.

16. Pixie Tower

Another sign of the region's ancient, unnamed inhabitants, this white stone tower rises above the forest, giving a commanding view of the surrounding lands. Its name comes from the fact that numerous pixies can be found in its vicinity, although they seem not to have permanently occupied the structure. Sometimes used for shelter by Fier'Dal scouts, the tower is relatively safe; still, since it is close to the main fey settlements of the area, the pixies often play cruel tricks on those who stay here. These tricks range from merely annoying (spoiling supplies, cutting pack straps, dulling weapons, and the like) to downright deadly (leading undead into the tower, leaving acorns or slippery substances on the stairs, etc.). Those who do stay here are well advised to be alert and careful.

It is also said that a fearsome creature sometimes manifests itself in the vicinity of the Pixie Tower, a monstrous



sending of Cazic-Thule known as the “Dread Caller” (see Appendix One).

17. Faerie Village

Village, Pop. 450

(Faerie 90%, brownie 5%, pixie 4%, fae drake 1%)

Ruler: Queen Alflandra.

Gold Piece Limit: 420 gp.

Assets: 10,000 gp.

Resources: Farming, faerie-crafts, insects.

Militia: None (see below).

Outwardly, this settlement resembles the faerie villages found in a hundred different children’s tales. Despite its quaint appearance, however, the village harbors a free and independent spirit, and the faeries consider it their last refuge — one which they defend with their lives if necessary.

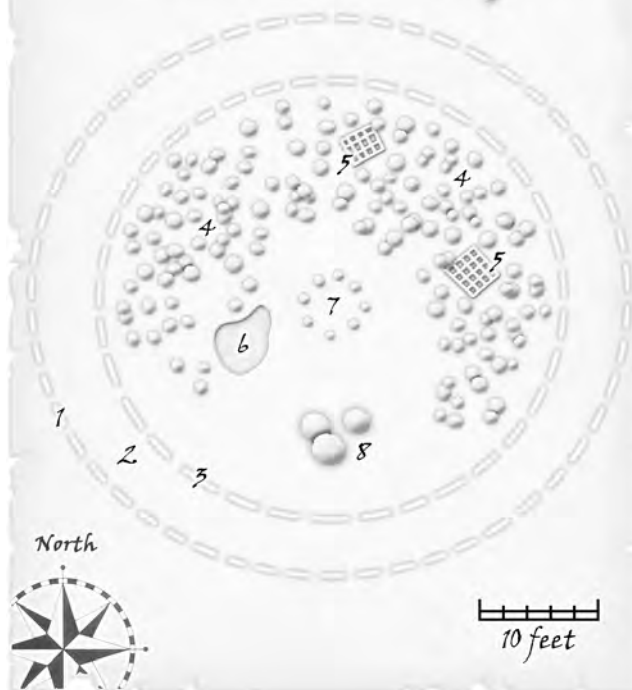
If viewed normally (i.e., without the influence of its protective illusions), the faerie village appears as a cluster of several dozen oversized mushrooms, each 2 to 4 feet in height. Upon closer inspection, the mushrooms are studied with doors, windows, roofs, gables, dormers, balconies, chimneys, and the like. Smoke curls from diminutive chimneys; tiny window boxes grow exotic moss, fungi, and miniature flowers; pet insects creep or buzz around each settlement or stand watch outside; small garden plots yield berries, roots, and similar crops. In fact, in its own way, the faerie village appears on close examination to be an entirely normal rural settlement, albeit at a much-reduced size.

That is, of course, if anyone actually sees it. Upon their arrival in the Lesser Faydark, the faeries protected their main settlement with wards of misdirection and illusion (see Areas 1 and 3 respectively, below). These measures have always kept the faeries safe from intrusion, but since travelers and openly hostile orcs have become common in the region, further defenses have been instituted to discourage invaders.

Intruders who actually reach the village are assaulted mercilessly by fey magic and by tiny yet ferocious assailants. The fey fight to the death rather than be conquered. Purposeful invaders are killed without compunction, even by the normally peaceful faeries and pixies. Those who accidentally wander through the village are treated differently depending on their species: Elves and gnomes are incapacitated, their memories altered, and probably left in the forest bereft of clothing and equipment; trolls, ogres, and orcs are summarily killed, stripped of their belongings, and disposed of far from the village; and other races are dealt with on a case-by-case basis. Druids in wolf form are generally allowed to approach, but fey spellcasters immediately try to determine their intentions and alignment — those of hostile intent or evil alignment are dealt with harshly.

The faeries are aided in the defense and daily running of their settlement by the clockwork guard Gearheart (whose presence is normally concealed by the illusion wards around the village until one penetrates the ward). A gift to the faerie queen from the gnomes many years ago, this industrious construct continues to serve the faeries faithfully, and is seen as a symbol of the friendship that once existed

Faerie Village



between the fey and the gnomes. At any time, Gearheart can be found toiling about the village, carrying burdens or cleaning for its inhabitants, or simply walking on patrol.

1. Magical Barrier

Anyone who approaches this ring outside the settlement will have to deal with the faeries’ misdirection ward. A casual traveler simply cannot notice the settlement at all from this distance, and any non-fey who ventures to this point must make a Will save (DC 30) or be immediately disoriented and, without realizing it, begin moving directly away from the settlement at a normal walking pace. This misdirection lasts for 1 full hour; attempts to track or retrace one’s steps back toward the village suffer a –10 penalty.

There are also many traps within the barrier (GM’s design; see *Game Master’s Guide* pp. 81–85 for ideas and sample traps).

2. Brownie Patrols

Squads of 4–6 brownie farmers with 2–3 trained attack animals such as badgers, weasels, and wolverines patrol the outskirts of the settlement. This duty was taken up voluntarily by the brownies, who feared that the faeries and pixies were not serious or warlike enough to truly protect their homeland. The brownies, unlike their less violent faerie cousins, usually attempt to cripple or kill foes outright.

Trees and undergrowth are encouraged to grow especially thick in this area, with only a few easily traversed pathways made for Tiny or smaller folk; any larger creature moves only 5 feet per round through this area.

3. Inner Magical Barrier

Any non-fey who cross this barrier without the feys’ explicit permission must make a Fortitude save (DC 28) or

fall into a deep magical slumber, and be dealt with according to their race and intent by the faeries and brownies. Those who reach this point and are specifically searching for the village may make a successful Will save (DC 35) to see through the illusion.

Once past this inner barrier (i.e., if one does not fall asleep and then steps forward), the illusory magic that hides the settlement is no longer effective, and outsiders can view the faerie village as it truly appears. At this point, however, one is also subject to attack from any of the village's inhabitants.

4. Mushroom Houses

Over a hundred of these small homes cover the rolling grassy ground. These homes are self-sufficient, growing the berries and small root crops that feed their inhabitants. Each contains a family group of 2–12 faeries. Despite their fragile appearance, the homes are quite tough (hardness 8, hp 25, Break DC 22), and the inhabitants are only too willing to defend them.

5. Animal Pens

The faeries use insects and spiders as domestic and draft animals. These pens contain small herds of beetles, grubs, ants, and the like, while flying creatures such as bees, wasps, moths, and dragonflies are tethered or held in “aviaries” nearby.

6. Spring

The settlement was originally founded here because of the presence of this tiny natural spring; while only a few gallons of water trickles forth from it each day, it proves more than adequate for the fey. The water it produces is cool, pure, fresh, and — best of all — magical. A single drink from the spring heals the drinker depending on his or her size, as indicated on the following chart.

Drinker's Size	Spell Effect	Max Drinks/Day
Diminutive or less	<i>Abolish disease, abolish poison, complete healing</i>	32
Tiny	<i>Counteract poison, cure disease, healing</i>	16
Small	<i>Cure poison, light healing</i>	8
Medium-size	<i>Minor healing</i>	4
Large or larger	—	2

For all intents and purposes, treat the spring's effects as having a caster level of 21st. The “Max Drinks/Day” for smaller creatures should be reduced by any larger creature drinking from the fount; thus, if an ogre has a drink, he uses up half of the remaining drinks (1 of 2), so there are effectively only 16 Diminutive (or 8 Tiny) drinks left for the day.

The spring is guarded by several very serious and dedicated faeries.

7. Commons

A ring of large (non-residential) mushrooms surrounds a grassy open area where the faerie commoners gather for feasts, trade, and general socializing. The commons are also used for councils or community gatherings when the queen wishes to address her subjects or discuss matters of importance.

8. Royal Palace

The largest and most opulent of the village's mushroom dwellings is reserved for the use of the Faerie Queen Alflandra and the royal family. It also houses dozens of faerie courtiers, ambassadors from other fey races, elite brownie, pixie, and faerie guards, and numerous diminutive treasures collected over the centuries. Should the settlement ever be threatened with destruction, the fey make their last stand here, and under such circumstances, Alflandra plays her last card — a spell that will transport her palace and all its inhabitants to an uninhabited region of the Moon of Luclin, where the survivors might have one last chance to survive and prosper.

With the possible exception of the fae drake emperor, the Faerie Queen is the most powerful fey (and one of the most powerful beings) of the Lesser Faydark, and she is accepted as the ruler of all fey in the region save the fae drakes. While it is certain that she has ruled here for eons, Alflandra claims to remember the earliest ages of Norrath's existence and to have served the mighty dragons who were the world's first rulers. Today, she oversees a greatly reduced realm, using her ancient wisdom to guide her people and keep them safe. Some even suggest that Queen Esmerae of Greater Faydark is in fact a magical clone of herself that Alflandra dispatched to that forest so that the faeries who wished to remain there could also benefit from the ancient queen's wisdom.

Although only a few of her most trusted counselors suspects it, Alflandra's will has begun to falter after countless centuries leading the fey, for she feels the tug of despair and sadness as she sees her people's plight and the terrible state of her forest. Despite this, she carries on tirelessly, leading the fey with regal assurance and an outward air of supreme confidence.

Faerie Queen Alflandra, Female Faerie Noble, Mag 20: CR 24; SZ Diminutive fey; HD 12d6+24 plus 20d4+40; hp 170; Init +8 (Dex); Spd 10 ft., fly 40 ft. (perfect); AC 37 [flat-footed 29, touch 37] (+4 size, +8 Dex, +8 deflection, +2 arcane, +5 divine); BAB +16; Grap +2; Atk +31/+28/+25/+22/+19 melee (1d2+1 plus poison, crit 18–20, +3 *Diminutive ghost touch rapier of speed*), or +28/+23/+18/+13 melee touch (amnesia, *wand of forgetfulness*), or +28 ranged; Face 1 ft. by 1 ft.; Reach 0 ft.; SA poison, spell-like abilities, spells; SQ greater magic (elemental pact [air], turn summoned [?/day]), Greater Specialization (alteration), low-light vision, SR 18, +2 disease and fire saves; Res AR 8, CR 8, DR 11, ER 8, FR 11, MR 8, PR 8, SoR 8; AL N; Fac Faeries; SV Fort +19, Ref +27, Will +34; Str 7, Dex 27, Con 14, Int 28 (26), Wis 28 (26), Cha 27 (25).

Skills: Channeling +37, Diplomacy +19, Heal +29, Hide +32, Knowledge (local lore [Faydark]) +20, Knowledge (mysticism) +37, Knowledge (planar travel) +15, Listen +28, Meditation +43, Search +22, Sneak +30, Spellcraft +42, Spot +33, Trade Skill (baking) +20, Trade Skill (jewelcraft) +30, Trade Skill (poison making) +20.

Feats: Alertness, Combat Casting, Dodge, Enlarge Spell, Extend Spell, Flyby Attack, Great Fortitude, Mobility, Parry, School Specialization (alteration), Still Spell, Silent Spell, Spell Focus (alteration), Spell Penetration, Weapon Finesse (rapier).

Poison (Ex): Rapier—Fort DC 18; initial *stunned* 1 round/secondary (after 1 round) *stunned* 1d4 rounds.

Spell-Like Abilities (mana cost, modified for Greater Specialization and *platinum ruby bracelet*): *Barbcoat* (6), *beguile*

plant (25), call of Karana (34), cancel magic (3), creeping crud (15), dizzying wind (11), endure cold (1), endure fire (1), endure magic (5), endure poison (1), endure sonic (1), engulfing roots (14), healing (7), invoke lightning (3), power of life (9), strength of earth (4), superior camouflage (5). Caster level 12th; save DC 19 + spell level, or DC 21 + spell level for alteration.

Divine Mana Pool: 216.

Magician Spells Usually Prepared (mana cost, modified for Greater Specialization and platinum ruby bracelet): *Barrier of combustion* (17), *burnout II* (10), *greater shielding* (20), *lesser conjuration (air)* (31), *lesser conjuration (earth)* (31), *monster summoning I* (31), *nullify magic* (6), *summon shard of the core* (8). Caster level 20th; save DC 19 + spell level, or DC 21 + spell level for alteration.

Magician Spells Prepared — *Spell Robe* (mana cost, modified for Greater Specialization and platinum ruby bracelet): *Dimensional pocket* (4), *eye of Zomm* (3), *gate* (9), *see invisible* (2), *true north* (1).

Arcane Mana Pool: 369.

Possessions: *Diminutive spell robe* (type VIII), *Diminutive cloak of warding* +5 (divine bonus to AC and saves), +3 *Diminutive ghost touch rapier of speed*, *wand of forgetfulness* (see Appendix Two), *platinum imbued emerald tiara*, *platinum black sapphire necklace*, *platinum cat's eye agate bracelet*, *platinum ruby bracelet*, *platinum diamond ring*, *platinum star rose quartz ring*.

Alfiandra (buffed with *barbcoat*, *barrier of combustion*, *endure cold*, *endure fire*, *endure magic*, *endure poison*, *endure sonic*, *greater shielding*, *see invisible*, and *shard of the core*): hp 195; Init +8 (Dex); Spd 10 ft., fly 40 ft. (perfect); AC 45 [flat-footed 37, touch 37] (+4 size, +8 Dex, +6 armor, +2 natural, +8 deflection, +2 arcane, +5 divine); SQ damage shield (6) [1 *barbcoat*, 5 *barrier of combustion*], *see invisible*, *ultravision*, +2 disease and sonic saves, +3 cold and poison saves, +4 magic saves, +6 fire saves; Res AR 8, CR 22, DR 11, ER 8, FR 27, MR 22, PR 22, SoR 16.

18. Camp Yellowbone

This strong forward outpost, deep in the forest, is normally occupied by about 20 elite Crushbone orcs (*male Crushbone centurion*, War 1–3, NE; *Crushbone*), 4 human mercenaries (*male human*, War 2/Rng 3, DE; *Bloodsabres*), and 4 war dogs (use 3-HD black wolf stats) that constantly patrol the surrounding woods searching for signs of fey activity. Chief Garrunk has entrusted this force with finding and exterminating small groups of fey, and of reporting back to him with information regarding any fey settlements. So far the brownie and faerie villages and steadings have remained elusive, and the human scouts have had to contend with especially determined hordes of pixies, brownies, faeries, and fae drakes. This suggests to the camp's commander, Lieutenant Raga (*male Crushbone centurion*, War 5, OE; *Crushbone*), that his men are getting close, so he has ordered his troops to redouble their efforts to find the fey settlements.

The orcs here are chosen from among the most experienced and dedicated of Fort Fangnash's garrison. They rarely complain about the primitive living conditions or the constant danger and vigilance; on the contrary, they seem to quite enjoy this post, and like nothing better than a good bloody scrap with the brownies. Their losses are

low but steady (usually a death and a half-dozen injuries every few weeks or so), but this does little to sap the orcs' enthusiasm, for they know that if they are successful the entire Lesser Faydark will be theirs.

19. Druid Circle

Most fey avoid this part of the forest valley because of its proximity to the dwarven city of Kaladim. However, the fae drakes that have taken this ancient druid circle as their home and the site of their royal court have found that dwarves — so willing to trust only the evidence of their senses — are easily duped and seldom desire to enter the forest anyway.

Dozens of fae drakes, adults and hatchlings, flit playfully through the air here, swarming curiously around anyone who approaches. Of the region's fey inhabitants, the drakes are the least hostile to outsiders, and fight only if attacked. Visitors can even approach the center of the circle where Emperor Brightwing himself and his nobles hold court, though the uninvited are urged to leave and disabled with magic if they refuse to heed the drakes' polite but firm requests.

The ancient energies and strength of the fey races are concentrated today in the Faerie Queen and this powerful elder Fae Drake Emperor. Like the Faerie Queen, Brightwing remembers the earliest days of Norrath, when he and his fellow drakes flitted and danced about the woodlands and meadows of a new world, surrounding the great bodies of the dragons of good and acting as their heralds, messengers, and watchmen.

Those days are, of course, long gone, and today the vast swarms of fae drakes have been reduced to the bare few hundred who dwell in the Lesser Faydark. All the same, their emperor remains an intensely good and kindly creature, for that is his nature and the nature of his people. Despite this they remain suspicious and shy, and defend the Faydark courageously if it or its inhabitants are attacked. They are reluctant to use deadly force, however, and far prefer to merely incapacitate foes, alter their memories, and transport them out of the Faydark.

Thousands of years old, Brightwing has seen more tragedy and sadness than most other creatures still living, yet still he abhors violence and bloodshed. He knows that his race may be called upon to fight, though, should the Crushbone orcs or even worse foes take over the forest valley. In some ways, he would prefer to flee Norrath altogether in order to spare his people more agony and to avoid more violence, and has reluctantly agreed to aid the Faerie Queen in her plan to relocate surviving fey to the



Moon of Luclin should the Faydark ever be in danger of falling. Brightwing has recently grown worried, having had visions of grave danger on Luclin.

Emperor Selinar Brightwing, Male Fae Drake, Enc 15 (always buffed with *shadow* and *shield of the magi*): CR 25; SZ Small fey; HD 10d6+20 plus 15d4+30; hp 183; Init +14 (+10 Dex, +4 Improved Initiative); Spd 20 ft., fly 150 ft. (good); AC 35 [flat-footed, touch] (+1 size, +10 Dex, +4 natural, +8 armor, +2 arcane); BAB +12; Grap +9; Atk bite +23 melee (1d4+1) and 2 claws +9 melee (1d3); SA breath weapon, spells; SQ damage reduction 10/—, greater enchantments (dire charm, greater illusion), Greater Specialization (conjuration), SR 23, ultravision, +2 disease and fire saves, +3 magic saves; Res AR 5, CR 5, DR 16, ER 5, FR 16, MR 15, PR 5, SoR 5; AL NG; Fac Skytalons; SV Fort +10, Ref +24, Will +22; Str 12, Dex 30, Con 14, Int 28, Wis 23 (21), Cha 24.

Skills: Animal Empathy +21, Channeling +25, Diplomacy +26, Gather Information +26, Handle Animal +21, Heal +25, Hide +30, Knowledge (mysticism) +26, Listen +25, Meditation +28, Safe Fall +27, Sense Motive +22, Sneak +27, Spellcraft +25, Spot +23, Wilderness Lore +21.

Feats: Alertness, Dodge, Extend Spell, Flyby Attack, Improved Initiative, Lightning Reflexes, Mental Clarity, Mobility, Mystic Capacity (x3), Quicken Spell, School Specialization (conjuration), Silent Spell, Weapon Finesse (bite).

Breath Weapon (Su): 10-ft. diameter cloud, once every 1d6 rounds, max 10/day; enchanted sleep for 1d4 hours; Fort negates, DC 17.

Enchanter Spells Usually Prepared (mana cost, modified for Greater Specialization): *Aanya's quickening* (46), *allure* (41), *color slant* (21), *dazzle* (19), *fascination* (30), *gate* (12), *invisibility* (5), *mind wipe* (17), *paralyzing earth* (17), *recurring amnesia* (17), *wake of tranquility* (50). Caster level 25th; save DC 19 + spell level, or DC 17 + spell level for mind-affecting spells.

Mana Pool: 450.

Possessions: *Velium imbued emerald amulet*.



Chapter Three: Hills of Shade

Chapter Three
Hills of Shade

The region known as the Hills of Shade is a rocky wilderness located between the Greater Faydark and the Butcherblock Mountains, just north of the Lesser Faydark. It runs roughly 200 miles east-to-west and about half that at its widest point north-south. The region is composed of tall hills and small mountains, most of which are covered in loose layers of grey and black shale. The hills are riddled with natural caverns and hot springs, and vegetation throughout the area is sparse. The land rises and falls regularly in sudden cliffs and drop-offs, making sharp, shifting shadows commonplace, thus giving the land its name.

The hills are believed to be a spur of the geologically active Steamfont Mountains. Though not as tall as the Steamfonts and lacking its forested zones, the Hills of Shade are the only other place on Norrath where steam vents and geysers are common occurrences, bursting up from layers of shale with little warning. The steam of the hills acts differently than that of the mountains, though, mixing with the cold air of the north sea to cover the area in a thin fog. Gnome scholars occasionally come to study this unusual behavior, and the consensus is that the cool environment and the great age of the hills are the cause of this difference, rather than any fundamental difference in how the geysers function in the two regions.

No detailed maps of the Hills of Shade exist, and no nation claims the hills as territory; there is little in the way of natural resources here that might interest regents or merchants. Though they run to the northern coast of Faydwer, the hills shelter no good natural ports, so the area is not a common destination for ships. Indeed, the Hills of Shade are not a common destination for any settlers or travelers.

Further, the hills are unusually dangerous for the casual traveler. The earth itself is unstable here, periodically shaking like the surface of a troubled sea. This ground-shaking often accompanies violent thrusts of geological formations up from the ground, and during these (admittedly rare) occurrences, the terrain in a given location can rise and fall as much as a hundred feet in a matter of days. Violent steam geysers are forced out of hot springs caught between such mountains, sometimes causing a section of ground 50 feet across to explode upwards. The shale cover-

ing most of the hills can become an avalanche with no warning in such events, flowing with the speed and force of flood waters.

To make matters worse, a perpetual fog covers the region. Though this fog is not dense enough to seriously limit visibility, it does make it impossible to see the stars at night or to determine the exact location of the sun by day. This, coupled with the constantly changing landscape and deceptive shadows, makes it very easy to get lost within the hills. More than one explorer's body has been found dead of exhaustion and starvation just hours from the edge of the hills, suggesting they starved without knowing which way lay their salvation.

Despite all this, adventurers do come to the Hills of Shade. Most are drawn to the promise of treasure, for the region is riddled with ancient tombs and barrows dating back to the earliest empires of Norrath. Those who operate out of the town of Therege cull valuables from the shale, treasures shaken free of the tombs by geysers and earthquakes, although such materials aren't common enough to encourage many to seek them. The inhabitants of Exile also seek treasure in the hills, but their source is the remains of those who have died or been buried nearby. In fact, so many bodies can be found within the hills that the lords of Neriak long ago decided their remains made a valuable resource.

History

The earliest records regarding the Hills of Shade are the old dwarven sagas of Kaladim. In these it is called the Land of Steam and Shadow, and is even today often used as a metaphor for death. Interestingly, these sagas also make it clear that even in the dwarves' ancient history, this land was already full of ancient tombs and twisted wildlife. Most of the tales make no effort to explain where the tombs came from, but a few references to the "dark lords" has lead Teir'Dal scholars to claim the hills were a common burial ground for their Caerthielian Empire. By contrast, the few dwarven lore-masters who have studied the question claim that the origin of the tombs is not mentioned simply because it was unimportant, and thus is the result of some minor kingdom long since forgotten.

Not nearly as old or reliable are the legends perpetuated by the Crushbone orcs. Ancient maps in the possession of the orcs of Crushbone — written in an ancient orc dialect known only to a handful of scholars today (none of whom are among the Crushbone orcs) — call this region the “Land of Hungry Mountains.” These orc maps also show a temple to Rallos Zek, a druid stone circle, and two teleport pyramids, as well as a pictogram of a shissar, although one needs to read Ancient Orc to know this. Crushbone prophets claim the area as forbidden to any but prophets of Rallos Zek and they sometimes journey to the hills to seek guidance and visions, yet they seem to have no real idea about the region’s history.

The Coming of Elves

Nothing else after the dwarf-sagas is known to have been written about the Hills of Shade until the time of the elven Hejira, the sea journey that brought them from Tunaria to Faydwer. As newcomers to a vast and unknown continent, the elves wanted to explore their new home and its resources. Most of their efforts focused on the areas around the vicinity of current-day Felwithe and Kelethin, but smaller groups of elves set up communities anywhere there wasn’t already a local population. The very fact that the Hills of Shade were abandoned made it perfect for individuals seeking a new home, and relations between the elven newcomers and the indigenous dwarves were strong.

Thus, the small community of Durathin arose in the hills; though small and never prosperous, the town was kept safe by combined forces of high elf and dwarven guards. This cooperation was purely pragmatic — neither Felwithe nor Kaladim had an outpost near the center of the continent, and Durathin provided a useful place for scouts from both kingdoms to resupply.

The inhabitants of Durathin learned much about the dangers of the Hills of Shade and recorded their findings thoroughly. The deceptive shadows and changing landscape made maps useless within weeks of being drawn, but it was possible for explorers with a strong sense of direction to find their way around cautiously. One could navigate by using the coastline as a guide, and notorious or unusual regions within the hills kept the same identifying properties even when their appearance changed: Durathin citizens identified Bertoxxulous’ Cauldron, the Black Tombs, the Crawling Ruins, and the Grave Mounds. They also erected dozens of trail-markers to establish (relatively) safe paths through the hills. Slowly, a trickle of trade began between Kaladim and Kelethin, using Durathin guides to find the shortest route from the Butcherblock Mountains to the Greater Faydark. Durathin was poised to blossom into a large and prosperous trade community.

The Hungry Mountains

The promise of Durathin was never allowed to flower. An earthquake more powerful than any the inhabitants had ever experienced shook the hills with such great violence that every building in Durathin was destroyed. Huge rents opened throughout the region, swallowing trail-markers and wagons. Hundreds were killed, and the survivors forced to flee the area. Nothing of Durathin was left. Over the centuries since that terrible day, no more than an occasional piece of shattered building has been found beneath the hills to mark Durathin’s passing.

So complete was the disaster that not even those who had made their living guiding others through its dangers could make their way safely out of the hills. Undead that had long been sealed in deep tombs were released onto the surface, and the promise of unopposed salvage brought the worst kind of freeloaders and scavengers from across the continent. It was clear that reclaiming the Hills of Shade would require concerted effort from both elves and dwarves, likely draining the resources of both their communities.

Fresh from the memory of losing the Elddar Forest, the elves were unwilling to fight for so minor a land as the unsavory Hills of Shade. Unable to support a trading community by themselves, the dwarves also abandoned the idea. Finally, soon after the disaster a series of trade routes around the Lesser Faydark — especially along the north side of Ranthok’s Ridge — were established, and the Hills of Shade were thus left to beasts, scavengers, malcontents, and the walking dead.

Land of the Dead

The Hills of Shade were almost completely ignored by the residents of Faydwer for many years after the destruction of Durathin. Bandits and criminals are likely to have taken refuge there, but such outcasts were far enough from civilization that no real effort was made to discourage this kind of self-imposed exile. Common wisdom across Faydwer held that nothing of importance would ever come of the Hills of Shade.

Of course, nature abhors a vacuum, and such a vast, unregulated wilderness could not go forever unexploited. Though unsuited to supporting living communities, the hills proved far more accommodating for groups of undead. Such creatures didn’t mind getting lost, since they had no destinations anyway and had all the time in the world; they had no love for the sun, so the shade was a boon; and they had no need for farms and ranches to produce food. Over years, the number of undead in the hills grew to stunning proportions.

The more powerful undead forced their lesser brethren to built grand tombs, turned the peaceful corpses already interred within the hills into new kinds of undead, and seeped the powers of necromancy into the ground itself. A kind of hierarchy developed, and a black necropolis was built to serve as home to the throngs of undead. Unlike earlier societies of such creatures, the undead of the hills kept to themselves. It is unknown if this time of quiet was the calm before the storm, or if the walking corpses truly had no desire other than to be left alone by the living. In any case, they did not raid outside their borders or build any defenses that might be noticed by casual travelers.

Even so, it is surprising that this dangerous development went unnoticed by the guardian races of Faydwer. No report of vast armies of undead reached the lords of Felwithe, Kaladim, Kelethin, or far off Ak’Anon. Many have since suggested that some powerful being (probably a spellcaster) may have concealed the activities of the undead in the Hills of Shade — creatures ranging from Mayong Mistmoore to the dragon Trakanon and even the gods themselves have been suggested for this role. No real evidence of such a plot has ever been produced, but the suspicion remains that some force must have protected the black dead of the Hills of Shade.

The Crusade of Tears

The undead were eventually noticed by two of the gods — Mithaniel and Erollisi Marr. Concerned about this devel-

opment and other goings on throughout the continent, the twin gods ordered their worshipers to undertake a crusade. Not only were the undead of the Hills of Shade to be destroyed, but numerous other objectives on Faydwer were commanded as well. To this day, no one knows the full extent of the gods' commands but their chief followers.

The Priests of Marr and Knights of Truth, both based out of Freeport, took up the call and bent their full, considerable power to the Crusade. Through careful and complex diplomacy, the followers of the Marr twins managed to gain acceptance from local governments on Faydwer for their fight, and were free to march through the wilds of the continent as they wished. The Crusade took many years and eventually cost the orders the control of their home city, but in time the will of their gods was carried out. Whatever else the Crusade's warriors may have done, they cleansed the Hills of Shade of undead and made it once more nothing but an empty wasteland.

The Second Colonization

Unwilling to turn a blind eye once more to the risks the hills posed, the rulers of Kelethin, Felwithe, and Ak'Anon agreed to share the cost of a small stronghold to secure the region. An old mining site was chosen for the location of the new city, and gnomish clockwork guards were built and sent to crew the place in order to reduce the cost of shipping in foodstuffs. Called Therege, the small fort soon spawned a small town

within its walls. Peopled largely by misfits, adventurers, and scholars (aside from the clockworks), Therege was soon filled with relics that had been recovered from the tombs that various undead and the many earthquakes of the region had brought to the surface. Such finds provided just enough economic stimulus to encourage more civilians to brave the harsh land, and Therege, very slowly, grew.

Other elves and gnomes had noticed a new resource within the hills as well. The destruction of so many undead and the opening of so many tombs had left the land rich with bits of skeleton bones, scraps of mummy wrappings, and flakes of zombie skin. Gnome necromancers were likely the first to notice the ease with which such corpse-based material components could be acquired in the hills, but their discovery soon spread to the Teir'Dal of Neriak.

Spurred by the desire to gain greater power, Queen Thex of Neriak sent agents to take control of the Hills of Shade. Her agents failed miserably, but they did manage to send back caravans full of necromantic magics and materials. The Queen was angered by her servants' failures, but was unwilling to remove them from such a useful post. She decreed that the agents could never return to Antonica until they ruled the hills. The agents accepted their exile with what little grace they could muster and established a roving camp for the exploitation of ruins and the mining of corpses. Called Exile, this camp soon became a common stop for necromancers of all races.



The Hills Today

Travel through the hills is still dangerous, but there are reasons to attempt it. Merchants (and smugglers) seeking to find faster ways from the great forests to the Butcherblock Mountains often push their very well-guarded caravans through the hills, depending on local guides to keep them pointed the right way. Scouts from both Kelethin and Felwithe patrol the edges of the hills for signs of undead or for other, living threats. Explorers — especially necromancers and shadow knights, but also those who oppose them — often seek the ancient tombs and complexes buried beneath the hills, and outcasts and misfits who can't fit in to more civilized lands sometimes seek freedom among the hills' shifting terrain.

Travel in the Hills of Shade

As with any wilderness, moving through the Hills of Shade is difficult and dangerous. Because the hills are not on any major trade route, no roads or well-established paths cross them. No native tribes or peoples have mapped the hills, so few guides are available for this region — and those who do offer their services charge ridiculous rates for them. The jagged spurs of black rock and the geysers of steam blend with the shadows, making it easy to become confused when searching for landmarks. To make matters worse, the hills themselves are constantly shifting and changing, making maps as little as a few years old entirely useless.

Getting Lost

There are simply no trustworthy maps of the Hills of Shade. The two major outposts, Exile and Therege, contain numerous maps and sketches of the areas within a few miles of their locale, but nothing more wide-reaching can be trusted.

Skills used to survive the wilderness and find a route are more difficult to use in the Hills of Shade, as follows.

- Sense Heading checks made to find north have a DC of 20.
- All Wilderness Lore checks (including those made for the purpose of tracking) suffer a –5 penalty.

To make matters worse, natural hazards are common in the hills. Those most likely to be encountered are listed on the table below. Characters traveling through the hills should roll on the table every day to see what difficulties they encounter. (A successful Wilderness Lore check can avoid a hazard, but note the penalty to all such checks, as listed above. Further, some of the hazards below impose an additional penalty to Wilderness Lore checks made for that purpose.)

Table 3-1: Natural Hazards

d% Roll	Hazard
01–03	Minor earthquake. (Major earthquakes are rare even in the hills, and should only occur if the GM needs one to advance the plot.) This quake acts as the <i>tremor</i> spell, affecting an area with a radius of 3d4 miles. In addition, roll twice more on this table to see if the earthquake causes any further hazards (results of 41 or higher indicate no further threat). This hazard cannot be avoided with a Wilderness Lore check.

04–08

Shale avalanche. The layers of light shale can begin to slip and flow into a swift, shallow avalanche with no warning. Treat this as a flash flood (see *EQ: Game Master's Guide*, p. 48) that lasts for 2d8+4 rounds, except that the Fortitude save DC is 18, and the avalanche deals 1d10 points of blunt damage (not subdual damage) per round to anyone caught in its path. Wilderness Lore checks made to avoid this hazard suffer a –5 penalty (in addition to the –5 for all such checks made in the hills); a character with at least 5 ranks in Knowledge (local lore [Hills of Shade]) does not suffer this additional penalty.

09–14

Sinkhole. The affected area has a radius of 1d6x5 feet, opening suddenly under a randomly determined character. A successful Reflex save (DC 15, +2 for every 5 feet the character must move to get out of the affected area) allows a character to jump to safety. The pit is as deep as it is wide (10 to 60 feet), and any character who fails the save falls in and takes 1d6 points of damage per 10 feet fallen. Climbing out of a sinkhole is nearly impossible (Climb DC 45) without assistance from others standing outside the hole with ropes, etc. Wilderness Lore checks made to avoid this hazard suffer a –2 penalty (in addition to the –5 for all such checks made in the hills); a character with at least 5 ranks in Knowledge (geography) does not suffer this additional penalty.

15–22

Steam blowout. A pressurized geyser of steam bursts out of the ground, throwing shale and bits of rock out in an area. The blowout deals 5d6 points of heat damage to all in a 30-foot radius, as well as 5d6 points of slashing damage in a 60-foot radius. An affected creature may make a separate Reflex save (DC 15) against the heat and the shrapnel for half damage from each. Wilderness Lore checks made to avoid this hazard suffer a –4 penalty (in addition to the –5 for all such checks made in the hills); a character with at least 5 ranks in Knowledge (geography or local lore [Hills of Shade]) does not suffer this additional penalty.

23–30

Dense fog. While the usual mist in the Hills of Shade does little to restrict vision beyond 100 feet or so, this thick fog restricts vision to 5 feet for the next hour. (See *EQ: Game Master's Guide*, p. 47, for details of the effects of fog.) Bandits and predators often use such dense fog as cover to attack travelers.

31–40

Confusing terrain. Sections of black shale and jagged shadows make this area particularly difficult to navigate. Characters using Sense Heading or Wilderness Lore to find their way must immediately make an additional check with a –10 penalty (in addition to the –5 for all such checks made in the hills). Failure means the PCs head in the wrong direction; failure by 5 or more means they head in the wrong direction and do not realize it for 2d4 hours.

41–100

No natural hazard.

Surviving the Natives

Although there are very few undead left within the Hills of Shade, other wandering threats certainly still exist.

Creatures from the Lesser Faydark occasionally wander into the hills and are then unable to find their way out. Any creature common to the forest may be found in the hills, often near starvation and willing to attack anything for food. Many of these creatures also find their way into tombs still rich with foul energies and thus become corrupted (see the “corrupted” template in *Monsters of Norrath*, p. 152). A few native beasts also make the hills their home, including a few found nowhere else.

Additionally, wandering bands of bandits, brigands, Teir'Dal, gnomish looters, and elven scouts may be encountered. NPCs in these groups are always at least 5th level (weaker characters simply do not survive long in the hills), and are often 7th–11th, with leaders of higher level. These characters are familiar with the hazards of the hills; those having Knowledge (local lore) as a class skill always have at least 5 ranks regarding the Hills of Shade. Less common travelers in the region are orc prophets (who attack others on sight), dwarven explorers, and sentient undead, all of which occasionally come to the hills in search of something specific.

Common Inhabitants

The following are creatures native to the Hills of Shade. Many can be found in the *Monsters of Norrath*. Others are close enough to a creature from that book (listed in parenthesis after the hills native) that it can be treated as the same monster.

Animal, cave asp (cistern asp)
 Animal, giant bat
 Animal, hill stalker (kejek tiger)
 Animal, nightbane serpent (dawnbane serpent)
 Animal, plague rat
 Barrow wolf [see Appendix One]
 Brownie farmer*
 Cockatrice
 Crushbone prophet
 Drake, basalt
 Elemental, slime
 Fae drake*
 Giant, hill
 Night stabber [see Appendix One]
 Shadowed men
 Skeleton†
 Terror, stalag
 Terror, tentacle
 Vermin, ash hornet
 Vermin, giant wasp
 Vermin, scythe beetle
 Vermin, shade spider (crystal spider)
 Vermin, shale worm (bloodgorge leech)
 Will sapper

* These creatures are either mad with hunger and frustration (GMs might use the “madman” template from *Realms of Norrath: Freeport* if it is available to them), or they have the “corrupted” template from *Monsters of Norrath*.

† Use dark-boned skeleton or skeletal pet stats, or else apply the “skeleton” (*Monsters of Norrath*) or “skeleton lord” (*Realms of Norrath: Freeport*, p. 41) template to any appropriate creature.

Specific Hill Locales

Though very few settlements have survived the harsh conditions of the hills, there are a few important outposts of civilization, as well as tomb mounds and unusual natural landmarks scattered randomly through the region. All settlements are concentrated in the outer edges of the hills, where less travel through the shifting shadows is required to reach them.

1. Bertoxxulous' Cauldron

Bertoxxulous' Cauldron, a huge sinkhole like a great cist or pockmark in the face of in the western hills, is one of the few landmarks that never changes. The enormous pit is an amazing 1,400 feet deep, and the vaguely bell-shaped chamber it forms is fully 300 feet wide at the top, flaring out to almost 600 feet across at the bottom.

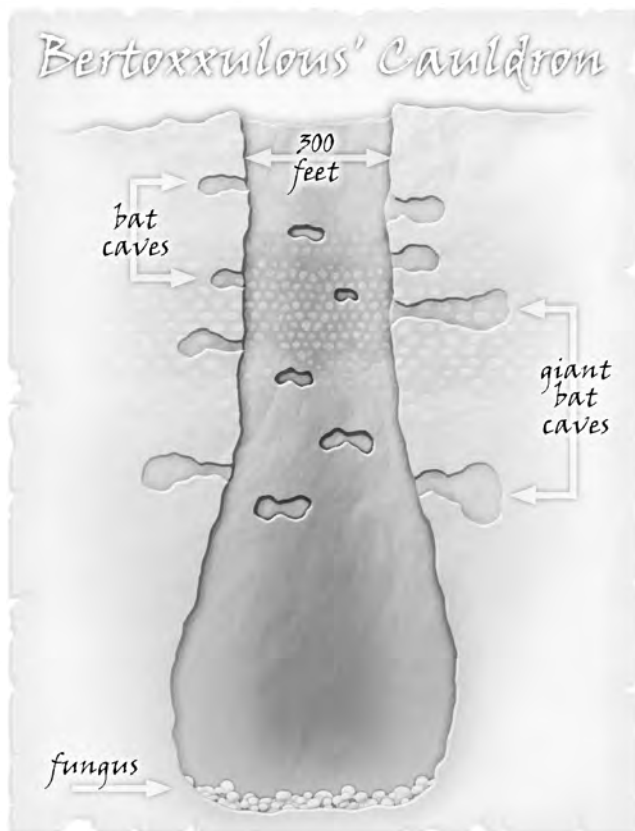
The sides of the pit are covered in slick, wet moss and lichen and nearly devoid of handholds, making it extremely hard to scale (Climb DC 30). Further, since the walls of the pit are at a negative incline, it's simply not feasible to use a rope to brace against the wall. Those who wish to enter the cauldron tend to find other means than throwing a 1,400-foot knotted rope over the edge and climbing down it. The bottom of the pit is covered in refuse and the rotting remains of animals and explorers who have fallen to their death.

Little light reaches into the pit even at high noon. (The hills are far enough north that the sun is never truly directly overhead.) The dim conditions coupled with the moisture and warmth from nearby hot springs makes the Cauldron's environment unique in the hills. The filth-covered floor of the Cauldron is further covered with thick, sickly fungi, and anyone who spends as much as 10 minutes here without proper precautions (such as a wet cloth across the nose and mouth) must make a Fortitude save (DC 16) or be affected as by the spell *disease cloud* with an unlimited duration.

The reason anyone might wish to enter the Cauldron is that the main inhabitant of this landmark is a powerful (and wealthy) ghoul magus who calls himself “Plaguemaker.” This twisted, bloated, sore-covered monstrosity—far more hideous even than others of his type—is one of the very few undead in the Hills of Shade to have survived the Crusade of Tears, likely due to his remote locale. The Plaguemaker is a loyal servant of Bertoxxulous, and it is his presence that gives the pit its name.

A patch of 20 or so sporali has developed at the warm, moist bottom of the Cauldron; these creatures would no doubt quickly die if taken out of their home into the cool air of the hills. The sporali are not healthy members of their species, having been infected by the foul diseases rife in the pit. Treat these creatures as sporali soldiers with the “diseased” template (*Monsters of Norrath*, p. 155), but they never advance past 12 HD. Lacking a Moldmaster, these twisted, gnarled sporali serve Plaguemaker willingly.

In addition to the “plant life” at the bottom of the Cauldron, a number of caves in its cliff-sides have populations of their own. These are mostly colonies of 30–40 bats, which swarm out of the pit at night and roost within its warm caves during the daylight hours. A few broods of giant



bats live in the larger side-caverns as well, in groups of 5 or 6 to a cave. The giant bats are much more aggressive than their normal-sized counterparts, and have been known to attack nearby travelers at night or explorers who dare climb into the pit.

At least one werebat also makes its home in the sides of the Cauldron (use the stats for the 10th-level warrior werebat in *Monsters of Norrath*, p. 160, but with an alignment of DN); this creature tries to conceal its presence, attacking only beasts and animals unless directly threatened. It has no dealings with Plaguemaker, and ignores explorers unless they set up camp in one of the Cauldron's wall-caves, in which case it might try to scare them off or kill them, depending on how dangerous and aggressive they seem.

Plaguemaker

The creature known as Plaguemaker was once, long ago, a human priest of Bertoxxulous in a faraway land. He tried to blend the arts of necromancy with his foul clerical skills to augment his already considerable power in a great ritual, and the strain killed him. However, he soon awoke as one of the undead. In his newly risen body, he discovered he was no longer able to channel the divine power he had once controlled, but necromancy now came easily to him. Retaining his intellect and low cunning, Plaguemaker took his new name and set out to learn why his god, who

normally valued his undead servants, had (apparently) forsaken him.

This quest took Plaguemaker across Norrath, and eventually brought him to the Hills of Shade. The ghoulish magus has come to believe that Bertoxxulous is withholding his clerical power until he performs a great deed of service in the cause of the Pestilent One. Plaguemaker is an ancient creature, predating the great horde of undead that filled the hills in the last century, and he generally considered these "upstart undead" to be nuisances rather than allies. He hid himself well during the Crusade, and is glad to see the hills quieter once more.

Plaguemaker is convinced that necromancers who worshipped Bertoxxulous built the first tombs in the hills, and he searches for the ruins of a great temple to that god, thinking perhaps that rebuilding that temple might be the key to regaining his god's favor. This goal also meshes well with the goals of the gnome necromancer Nyrac Thornhock (see "Denizens of the Hills" later in this chapter), with whom Plaguemaker has (at least temporarily) allied himself. Nyrac is able to conduct research in Neriak and occasionally even Ak'Anon, whereas Plaguemaker cannot, and Nyrac asks for little in return except safety within the Cauldron. Of course, if Plaguemaker ever finds what he seeks, he'll no longer have any use for Nyrac.

Plaguemaker, Diseased Ghoul Magus, Clr 9/Nec 4 (always buffed with *major shielding*): CR 19; SZ Medium-size undead; HD 12d12 plus 9d12 plus 4d12; hp 172; Init +5 (+3 Dex, +2 *legplates*); Spd 30 ft., climb 20 ft. [*drachnid harness*]; AC 28 [flat-footed 25, touch 15] (+3 Dex, +8 natural, +5 armor, +2 luck); BAB +14; Grap +18; Atk +20/+16/+12/+8 melee (1d3+6 plus *weaken* proc and disease, crit 19–20, *dagger of dropping*) and off-hand slam +13 melee (1d6+2 plus disease); SA disease, rebuke undead 5/day (as 16th-level necromancer), spells; SQ affliction efficiency II, damage reduction 15/+1 and 6/–, death mastery (fear storm [Will DC 18]), divine block, reanimation efficiency I, ultravision, undead, +2 turn resistance, +1 magic saves; Res AR 4, CR 1, DR —, FR 3, MR 8, PR —; AL NE; Fac none; SV Fort +12, Ref +13, Will +24; Str 19 (17), Dex 16 (14), Con —, Int 24 (22), Wis 19 (17), Cha 18.

Skills: Channeling +32, Climb +16 [*drachnid harness*], Diplomacy +12, Heal +13, Hide +19 [*ring*], Intimidate +14, Knowledge (local lore [Hills of Shade]) +16, Knowledge (monster lore [undead]) +16, Knowledge (mysticism) +24, Knowledge (religion) +16, Listen +15, Meditation +31, Search +13, Sense Motive +13, Spellcraft +27, Spot +15, Taunt +6, Trade Skill (tailoring) +16, Undead Empathy +15.

Languages: Common (5), Ancient Orc (4), Combine (4), Elvish (4), Gnomish (4), Lizard Man (3), Teir'Dal (4).

Feats: Alertness, Extend Spell, Iron Will, Lightning Reflexes, Mental Clarity, Mystic Capacity, School Specialization (conjuration), Skill Talent (Channeling), Spell Focus (conjuration), Silent Spell.

Disease (Ex): Dark plague of Bertoxxulous—contact, inhalation, or injury; Fort DC 15; incubation 1d6 hours, damage 1d4 temp Dex (to a minimum of 1/2 the initial score) and 1d4 temp



Cha (to a minimum of 1) and creature gains the “diseased” template.

All creatures infected by the dark plague of Bertoxxulous become carriers. They can infect others through any attack or by breath weapon. (Intelligent diseased creatures can infect their weapons as well.)

The disease can be removed from a creature only through the combined ministrations of both a high-level cleric and a high-level shaman: The cleric must first successfully cast *annul magic* on the diseased creature against a 30th-level effect, and then the shaman must, in the subsequent round, successfully cast *abolish disease* against the save DC of the disease.

Necromancer Spells Usually Prepared (mana cost, modified for affliction efficiency II and reanimation efficiency I): *Dooming darkness* (23; extended), *fear* (21; heightened to 4th), *intensify death* (8), *scent of shadow** (17), *shock of poison* (17), *sight graft* (2), *summon dead* (48), *vampiric curse* (24), *word of spirit* (22). Caster level 16th; save DC 17 + spell level, or DC 19 + spell level for conjuration spells.

* This 7th-level spell is erroneously printed under the name “scent of darkness” in the EQ: *Player’s Handbook*.

Mana Pool: 227.

Divine Block (Ex): Plaguemaker is unable to use any cleric spells or class abilities until such time as Bertoxxulous sees fit to grant him his powers once again (if such an event ever occurs).

Possessions: Flowing black robe, barbed legplates, dagger of dropping, festering cloak, black ice sleeves, drachnid harness, muck-covered boots, choker of pestilence, chipped bone bracelet, slime-covered ring, quill of the arcane, goblet of sacrilege.

Plaguemaker’s Pet, Type 8 Skeletal Companion (buffed with *intensify death*): CR —; SZ Large undead; HD 14d12; hp 91; Init –1 (Dex); Spd 30 ft.; AC 20 [flat-footed 18, touch 12] (–1 size, –1 Dex, +8 natural, +2 deflection, +2 haste); BAB +7; Grap +19; Atk +14/+8 melee (2d8+12, crit 19–20, Huge greatsword), or +12/+6 melee (2d8+12, crit 19–20, Huge greatsword) and slam +12 melee (1d6+8); Face 5 ft. by 5 ft.; Reach 10 ft.; SA magic attack +3; SQ damage reduction 10/+1, haste (4) [1 extra action every 2nd round], immunities, infravision, see invisible, SR 16, undead; AL N; SV Fort +4, Ref +3, Will +8; Str 26 (20), Dex 9, Con —, Int 5, Wis 9, Cha 1.

Skills: Listen +11, Spot +11, Taunt +12.

Feats: Slam.

Immunities (Ex): Skeletons are immune to cold damage and take only half damage from slashing and piercing attacks.

2. Crawling Ruins

The crawling ruins are a section of ancient buildings and amphitheaters that can sometimes be found in the southwest corner of the Hills of Shade, near the eastern edge of the Butcherblock Mountains. Believed to be the remains of whatever civilization built the tombs and barrows of the hills, these ruins have reportedly been searched and mapped numerous times over the centuries. Because they are located in a valley amid high hills, however, the ruins are often hidden by thick mists or covered in shale landslides. Some explorers have claimed to find the remains of as many as 50 buildings, while others report only 4 or 5 or, in at least one case, the lone ruins of a single stone hut. In fact, many scholars claim the ruins themselves are nothing more than the product of starved hallucinations.

In fact the ruins are real, but they are buried under 40 to 50 feet of shale most of the time. Only when earthquakes or steam blasts clear away the loose rock can the buildings be found. Characters searching the area have a chance of finding ruined buildings during a given week as shown on the following chart:

d% Roll*	Buildings Found
01–75	None
76–90	2d4
91–100	6d6
101+	6d6+20

* If an expedition sets out just after an earthquake has occurred, add 10 to the roll to find buildings in the following week.

Each building found is 75% likely to be totally ruined (roll separately for each, or just assume that three-quarters of the buildings are ruined), making it impossible to determine anything about who built it or what function it might once have served.

The remaining 25% of the buildings are still partly intact, and have heavy wooden columns, thick stone walls, and ramps rather than stairs. Interior wooden panels and doors are ornately carved, and tile mosaics depicting storms and animals cover much of the flooring. There are no windows or lamps evident in any of the buildings, and light penetrates only a few feet into the doorways.

Each hour spent exploring a partly intact ruin is 25% likely to attract the attention of a native of the hills (see the “Common Inhabitants” list earlier in this chapter). However, for every 4 hours spent searching such a ruin, characters may make a Search check (DC 20) to find an amount of treasure equal to that from an encounter with an EL equal to 2d4 (see “Treasure” in Chapter 4 of the EQ: *Game Master’s Guide*). Any coins found are simple, unmarked metal slugs, and any magic items are old and scarred, though still functional. There is a 10% chance that any given minor magic item found here is an *amulet of shade* (see Appendix Two), which allows the one wearing it to be teleported here.

There is a 1% chance that any partly ruined building found is the remains of a wrecked teleport pyramid (there is only one pyramid among the ruins, so once it appears, do not roll this chance for any further buildings). This pyramid lacks any power on its own, but has the ability, when linked to an *amulet of shade* (q.v.), to access the energies used for the *gate* and *translocate* spells. If someone uses an amulet to teleport to the ruined pyramid when it is buried, a steam blowout automatically occurs (see Table 3–1: Natural Hazards, earlier in this chapter), which clears the top of the pyramid. This is followed 1d6 minutes later by a shale avalanche, as the loose rock flows back to cover the pyramid.

3. Exile

Large village, Pop. 934

(Dark elf 46%, gnome 21%, human 5%, ogre 9%, troll 17%, other 2%)

Ruler: Dagin Evenes.

Gold Piece Limit: 1,450 gp.

Assets: 75,000 gp.

Resources: Bone mining, archaeological and necromantic research.

Militia: 6 Sentinels (Shd 6–11), 55 militia (Mil 5–10).

Exile is less a town than a fortified encampment. Home to a constantly changing collection of necromancers, swindlers, opportunists, and murderers, Exile is also commonly referred to by its inhabitants as “Neriak’s Prison.” While many of those found within its wooden walls are nothing more than adventurers and vagrants of the evil races, many of the dark elves who live here are suffering punishments assigned by the rulers of Neriak — indeed, such is the fate of its leader, Lord Dagin Evenes.

Exile was originally a mere camp set up to mine bits of bone and the remains of undead from the ancient, unmarked graves found in the Black Tombs for use by the necromancers of Neriak. No more than a dozen dark elves lived there at this time, and all labor was done by ogre and troll servants or dwarven slaves. Dagin had been assigned to use his work force to build a base of operations from which to take control over the whole of the Hills of Shade. Unfortunately for him, more energy had to be put into keeping the camp safe than into expanding its influence, and it proved virtually impossible to take control of the region. Because of this failure, Dagin was exiled from Neriak.

The encampment of Exile, however, has continued to thrive. It is largely a collection of pavilions and tents with short wooden walls added for additional stability and protection. Each tent is pitched on a large mat of sewn leather, which acts as a floor and prevents the tent from collapsing on its bed of unstable shale. Steel spikes are hammered along the sides of every wooden wall and 3 or 4 feet into the ground, thus anchoring the makeshift buildings securely. The tents use flexible wood dowels for braces, allowing the structures to bend when subjected to quakes, yet having enough strength to remain upright when hit by a shale slide. The tents can each be broken down in less than an hour and reconstructed to form a sled, which its owner uses to pull his possession to the camp’s next site.

A crude wall of dead thorn bushes has been erected to form a perimeter around the encampment. Whenever Exile is forced to move, these are also hauled along, and the crude scrub native to the hills can replace any sections that are lost. Though this wall has little ability to stop an army, it helps to keep away small pests and vermin, and gives the defenders a small degree of protection (one-quarter concealment) when a more serious threat strikes. Even so, Exile often depends on the brute strength of the ogres and trolls within its boundary for protection, and the inhabitants are not unused to fighting to protect their holding. However, if a grave threat is detected by militia patrols, the entire camp packs up and moves.

Roughly a tenth of the population of Exile is composed of semi-permanent merchants and service-providers. There are a few crude inns, three forges, several arcane supply stores, and a market, all able to provide the comforts of a larger town — usually for a hefty fee. Most of these businesses are owned by dark elves who can’t or won’t do business in Neriak. The majority of these exploit their holdings for a few years, then sell their tents and sleds to a younger dark elf, using the proceeds to set up a more respectable business elsewhere (such as beneath Freeport). Employees — gnomes, humans, ogres, and trolls — are all treated as business assets rather than individuals, and may

come to work to find a new boss running things with little or no warning.

The resulting economy is weak, but the town survives because of the corpse-mining “industry.” The hills are literally so full of easily disinterred mortal (or once undead) remains that it is possible to sift through mounds of shale for bits of bone, dried skin, and similar remains useful to necromancers. These are shipped off to Neriak by the wagonload, bringing a small but steady trickle of cash into the holding. The occasional major find, such as a previously undespoiled tomb or some magic artifact, encourages prospectors to keep sifting through the hills, and keeps Exile working.

Lord Dagin Evenes

Lord Dagin Evenes was once a favored agent of the Teir’Dal Queen Thex, and many of her highly sensitive missions were once entrusted to him. When she decided to take control of the Hills of Shade, she naturally turned to Lord Dagin. Unfortunately, the combination of harsh conditions within the region and constant patrols by the forces of Kaladim and Kelethin made it quite impossible for Dagin to perform her will. Enraged by his failure, the queen banished him, refusing him entry back into Neriak until the hills were under his control.

For years, Dagin struggled to accomplish his task. He originally developed the idea of a mobile, armed camp as a way to avoid the forces of Faydwer while he gathered his strength. As years passed, Dagin managed to find ways to keep his encampment safe and (barely) profitable, but he couldn’t manage to make it grow past a few hundred residents. The goal of being able to control more than a few hills always seemed a few more years away, and every gain was accompanied by a similar setback. In time, the dark elf gave up any hope of ever controlling the whole of the hills, and settled in to rule over his community of outcasts and criminals.

Dagin is now an opportunist and merchant, thoroughly jaded and cynical (even more so than a typical dark elf necromancer), who deals in black market materials, primarily corpse and undead body parts. He has accounts with bankers and merchants throughout Norrath, often through human or gnomish agents, and is sure to keep only a little cash on hand. In time, he plans to abandon Exile in favor of Freeport or some isle in the Ocean of Tears. He is still weakly loyal to Neriak, reporting anything he discovers that his queen might want to know, but he is no longer willing to risk his life for queen and country.

Lord Dagin Evenes, Male Dark Elf, Ari 2/Shd 4/Nec 11: CR 16: SZ Medium-size humanoid (dark elf) [5 ft. tall]; HD 2d8+8 plus 4d10+16 plus 11d4+44; hp 181; Init +4 (Dex); Spd 30 ft.; AC 26 [flat-footed 20, touch 17] (+4 Dex, +9 armor, +1 arcane, +2 dodge); BAB +10; Grap +13; Atk +16/+12/+8 melee (1d6+6, crit 19–20/x3, *gloomwater harpoon*) or +18/+14/+10 ranged (1d6+4 plus *wounding*, crit x3, *Dagin’s bow* and +3 arrows); SA harm touch (15 hp; Fort DC 21), spells; SQ dark elf traits, death mastery (rebuke undead 2/day), haste (3) [1 extra action every 3rd round], reanimation haste I, ultravision, +3 magic saves; Res AR 1, CR 2, DR 4, ER 1, FR 1, MR 6, PR 5, SoR 1; SV Fort +14, Ref +9, Will +16; AL OE; Fac The Dead; Str 17 (12), Dex 19 (14), Con 18 (14), Int 29 (15), Wis 15 (10), Cha 12.

Skills: Appraise +10, Bluff +6, Channeling +25 [*sapphire ring* and *golden idol*], Climb +3, Diplomacy +8, Disguise +2 (+4 acting), Heal +7, Hide +12, Intimidate +7, Knowledge

(local lore [Hills of Shade]) +11, Knowledge (local lore [Neriak]) +12, Knowledge (monster lore [undead]) +14, Knowledge (mysticism) +15, Knowledge (warcraft) +12, Listen +6, Meditation +29, Search +13, Sneak +3, Spellcraft +17, Spot +8, Undead Empathy +8, Wilderness Lore +5.

Languages: Dark Speech (4), Common (4), Elder Teir'Dal (4), Gnomish (2), Ogre (1), Troll (1).

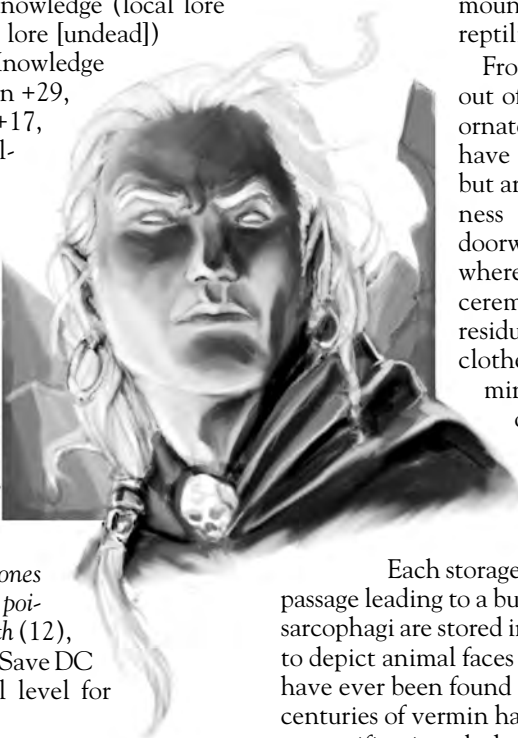
Feats: Alertness, Combat Casting, Finishing Blow, Improved Critical (shortspear), Mental Clarity, Mystic Capacity (x2), Point Blank Shot, School Specialization (conjuration).

Necromancer Spells Usually Prepared (mana cost): *Banshee aura* (10), *cancel magic* (5), *dominate undead* (17), *harmshield* (14), *restless bones* (27; 1-action casting time), *shock of poison* (17), *siphon life* (12), *siphon strength* (12), *spirit armor* (12), *word of shadow* (14). Save DC 19 + spell level, or DC 21 + spell level for alteration or evocation spells.

Mana Pool: 279.

Possessions: Dark prince sovereign chain armor, gloomwater harpoon, Dagin's bow (as silk bow with the wounding quality), 5 arrows of pain, 6 arrows of venom, 9 +3 arrows, nightshade wreath, onyx drakescale cloak, embroidered black cape, black embroidered sleeves, flowing black silk sash, silversilk leggings, stoneshift sandals, head of the valiant, gold bloodstone amulet, gold opal earring, Jilleo's bracelet, ring of power (type 2), platinum imbued sapphire ring, golden idol of Innoruuk, lizard case, 4 mummy wrappings, runed writ, 60 gp.

Lord Dagin (buffed with *banshee aura*, *shieldskin*, and *spirit armor*): hp 202; SQ damage reduction 7/-, damage shield (3).



mountains, and various animals (usually reptilian predators).

From one to three carved doorways lead out of the antechamber, each having an ornately carved wooden door. The doors have complex locks (Pick Lock DC 35) but are generally weakened by age (hardness 5, 15 hp, Break DC 20). These doorways in turn lead to storage chambers where items were placed during the burial ceremony. These items often include the residue of grains, wooden art pieces, and clothes, but may also contain weapons, minor magic items, and scrolls in various states of preservation. It is these chambers that are most often used as lairs by brigands and beasts such as barrow wolves (see Appendix One).

Each storage chamber has a short, often twisting passage leading to a burial room. From one to four wooden sarcophagi are stored in each burial room, their lids carved to depict animal faces and piles of treasure. None of these have ever been found with a body intact within them, for centuries of vermin have eaten away all but a few strips of mummification cloth. Very rarely, a sarcophagus has been reported with a simple needle trap built into it, coated with lethal poisons that retain their potency even today.

The majority of these tombs have been looted or inhabited as many as a dozen times by treasure hunters, undead, wild animals, and scouts. Every once in a while, however (perhaps a few times each year), a tomb is found with a few valuables still within. The tombs are spread out across an area roughly 50 miles square, and hundreds of tombs have already been found in this region. The work force needed to search for further tombs has never been readily available, but, fortunately, new tombs are periodically uncovered by the shifting hills. By the same token, old tombs are sometimes lost under landslides. More than one treasure trove has proven too bulky or massive for its discoverers to haul away in one trip, and they have returned only to find the place lost again beneath the treacherous slate.

4. Black Tombs

The Black Tombs are found in the northern reaches of the Hills of Shade. Like other barrows common throughout the region, the Tombs are natural caverns once used by an unknown ancient empire as catacombs and mausoleums for their dead. The Black Tombs are set apart because their entrances are never closed with rocks or doors, instead being hidden in the deepest shadows and crevices of the hills. It's very difficult to spot the difference between a natural crevice or fissure in the hillside and a narrow tunnel from beyond 30 feet distant (Spot DC 30), although ultravision makes matters slightly easier (Spot DC 20). A strong nearby source of light (or heat for infravision) reduces the DC in either case by 5.

No one knows for certain who created the Black Tombs. They vary in exact size and contents, but the general style is consistent enough to believe they were all created by the same culture. The tombs all begin with a long, narrow tunnel hidden in a shadowy section of black rock. This opens into an antechamber covered with strange paintings on walls and ceiling. The paintings are always faded and chipped from great age, but generally show crude images of lizardmen, dragons, balls of fire falling from stylized clouds,

5. Therege

Small Town, Pop. 1,820

(Dwarf 19%, gnome 56%, human 5%, half elf 6%, high elf 6%, wood elf 8%)

Ruler: Rhenna Frost.

Gold Piece Limit: 900 gp.

Assets: 80,000 gp.

Resources: Mining, fungus farming.

Militia: 1 Town Marshal (War 14), 30 Guard (Mil 6–9), 11 clockwork guards.

Therege is the only permanent settlement in the Hills of Shade. It dates back to a mining camp built nearly a century ago by gnomes seeking gems and rare minerals in the unusual formation of the rocky hills. The mines were never profitable and were soon abandoned, but the sturdy buildings around them survived the great quake that destroyed Durathin. The area was used by the Crusaders of Marr during their campaign in the hills, and fortified through

their efforts. When the gnomes and elves decided to build a new outpost to watch over the hills after the Crusade withdrew, the site was a natural choice. A few stone walls and a small keep were added, and the fort of Therege was complete.

The new stronghold has the advantage of clockwork guards, allowing it to survive attacks by Teir'Dal, barrow wolves, undead, and shadowed men, all despite its small size. The camp has grown considerably in the past decade, and a wooden wall was recently built around the outlying buildings that sprung up near the fort. Therege has become the natural destination of all travelers and workers within the Hills of Shade.

Though gnomes make up the majority of the local population — most of them tomb-delvers — the town is ruled by the high elf Magistrate Rhenna Frost (see below). The town's small garrison is commanded by Commandant Gitter Sambo (*male gnome, Pal 10/War 3/Exp 2, OG; Paladins of Underfoot*), who has become Rhenna's chief aid and advisor in most matters. For municipal affairs, however, she turns to the Executive Town Council, headed by Chief Councilor Enihnsom Nibstug (*male gnome, Exp 7, NG; Gemchoppers*), the first and most successful merchant to set up in Therege. Three other locals — Sewell Jaizen (*male half elf, Brd 12, N; Songweavers*), Miche Ellazen (*male wood elf, Rng 6/Exp 5, NG; Faydark's Champions*), and Erege Hartstrom (*male high elf, Wiz 9, ON; Keepers of the Art*) — along with Commandant Gitter Sambo fill out the Council's ranks. Though the Council has minimal authority by itself, Rhenna depends on it to deal with minor trials, merchant disputes, and nonviolent crimes, as well as advising her on important matters and keeping her in touch with the locals.

Magistrate Rhenna Frost

Rhenna Frost is very young (for an elf; she is 129) to have been granted a position of trust such as ruling Therege. In fact, she's much younger than Gitter Sambo, who's 173 years old and has lived in Therege for more than 30 years. Rhenna tells herself that she earned her place because she's skilled, determined, hardworking, and dedicated. While all this is true, though, the fact is that if the lords of Felwithe saw Therege as a more important post, they'd insist on an older and more experienced elf to rule it.

When Rhenna first arrived in the Hills of Shade, she tried to see every square foot of it, an undertaking that quite promptly got her in trouble. In fact, she was caught in a shale slide late in her first year at Therege, and might have died if not for the timely intervention of Nyrac Thornhock (see "Grave Mounds," below). By way of recompense for his assistance, Rhenna granted Nyrac safe passage in Therege, as long as he never causes trouble within her township. Rhenna has remained firm on this agreement, despite

advice from her counselors to rescind Nyrac's rights of passage.

Rhenna is a supreme optimist who believes that nearly anyone can be brought to the side of justice and kindness if treated fairly and firmly; this does not mean that she is blind to the failings of others, for she is wise enough to know better. She merely believes that there is a way to win over even the darkest heart and bring it to the light, if given enough time, the right circumstances, and the will to see it done.

The young magistrate has even met with Lord Dagin Evenes of Exile on one occasion. While the two are far from friendly, they do seem to have a certain respect for one another and might even be capable of working together if the situation warrants it. For his part, Dagin is convinced he'll be able to take advantage of Rhenna's good nature some day, while Rhenna believes she might convince Dagin to turn fully away from Neriak and to ally with Felwithe.



Rhenna Frost, Female High Elf, Ari 2/Clr 9:
CR 10; SZ Medium-size humanoid (elf) [4 ft., 11 in.]; HD 2d8 plus 7d8+8; hp 57; Init +0; Spd 20 ft. in armor, 30 ft. base; AC 18 [flat-footed 18, touch 10] (+6 armor, +2 shield); BAB +7; Grap +8; Atk +9/+4 melee (1d8+1, crit x3, masterwork warhammer), or +9/+5 melee (1d3+2, crit 19–20, +1 dagger), or +7 ranged; SA spells; SQ divine power (turn undead 7/day), extended enhancement I, high elf traits, infravision, +3 fire saves; Res DR 1, FR 16, PR 2; AL OG; Fac Clerics of Tunare, King Tears Thex; SV Fort +7, Ref +3, Will +16; Str 13 (10), Dex 11, Con 10 (?), Int 14, Wis 24 (19), Cha 19 (16).

Skills: Channeling +12, Diplomacy +11, Heal +12, Knowledge (local lore [Hills of Shade]) +7, Knowledge (mysticism) +7, Knowledge (peerage) +5, Knowledge (religion) +8, Listen +13, Meditation +20, Perform (singing) +9, Sense Motive +13, Spellcraft +10.

Languages: Elvish (4), Common (4), Gnome (4).

Feats: Combat Casting, Great Fortitude, School Specialization (abjuration), Toughened.

Cleric Spells Usually Prepared (mana cost, modified for silver ruby circlet): *Cancel magic* (4), *expulse undead* (10), *healing* (10), *power of life* (12), *root* (5), *soothe* (5), *spirit armor* (11), *yaulp* (1). Save DC 17 + spell level.

Mana Pool: 132.

Possessions: Ornate silver chainmail, imbued woodlander's shield, masterwork warhammer, +1 dagger, golden veil, white satin gloves, silver ruby circlet, opalline earring, looking pendant, friendship bracelet, electrum jasper ring, imbued deity (Tunare), 3 mummy wrappings, potion of anti-weight, pack of royal mints.

Rhenna Frost, Female High Elf, Ari 2/Clr 9 (buffed with *spirit armor*, *symbol of Transal*, and *yaulp*): hp 57 + 7d6 = ave. 81; AC 19 [flat-footed 19, touch 11] (+6 armor, +2 shield, +1 divine); BAB +7; Grap +10; Atk +11/+6 melee (1d8+3, crit x3, masterwork warhammer), or +11/+7 melee (1d3+4, crit 19–20, +1 dagger); SQ damage reduction 7/–; Str 16.

6. Grave Mounds

The region known as the Grave Mounds contains the densest collection of barrows within the Hills of Shade. Located in the northeastern corner of the hills, the grave mounds include tombs dating back to the Combine Empire and the mysterious civilization that built the Black Tombs, and also features crypts crafted by the ancient forebears of the Crushbone orcs, as well as the first elves who traveled to Faydwer from Antonica; finally, the most recent additions are those tombs placed here by the Knights of Truth from Freeport during the Crusade of Tears. In addition, there are numerous burial mounds that have been completed by one group or another but which for whatever reason were never used, which is likely why so many different groups have placed some of their dead here.

As a result, the barrows themselves are far from uniform. They vary in size from a single room to complexes that spread across (or rather underneath) nearly a full acre of surface area. Many of the barrows are linked by tunnels or cracks in the earth, creating subterranean labyrinths of great danger. Great numbers of barrow wolves make their dens within these mounds, and other creatures often inhabit them as well. Many have complex traps set to protect the treasures buried within, and some of these traps are tied into steam vents to allow them to reset after each use.

Unlike the Black Tombs, the burial mounds are easily spotted from the outside. Each is a large earthen mound with a huge stone slab placed over the top and shale built up around the sides. This area is somewhat more geologically stable than other parts of the Hills, so, although quakes do occasionally bury or reveal new mounds, many of the same mounds can be found on any visit to the region. As the mounds have no distinctive markings on the outside, however, it's impossible to determine who (or what) is in each without either moving the enormous rock atop it (certainly a difficult task, as each weighs at least several tons) or digging into it from the side.

Because of these difficulties, scavengers and corpse-miners tend to ignore the Grave Mounds in favor of easier pickings elsewhere. Only individuals seeking a specific barrow spend time hunting here. The sole exception to this rule is agents of Mayong Mistmoore. Dark offerers, deathly ushers, pledge familiars, recluses, webstranders, and even will sappers are fairly common sights around the Mounds, digging into old barrows and setting up ropes and pulleys to remove the huge capstones. It has been suggested that these creatures are seeking a particular tomb for their master, but, if so, no one knows which one, or why.

According to legend, the high elf Aataltaal, founder of Freeport, is buried within the largest of these mounds. This is not true (and many whisper that the elf is not dead at all), but the mistake is understandable: One of the few elves who aided Aataltaal in establishing the primarily human city of Freeport, Lady Delailith, did return to Felwithe upon his disappearance, and eventually her remains were buried here in the hills. Her burial mound, long hidden and lost to posterity, was only recently rediscovered (see Chapter Seven: The Barrow of Aataltaal for more details).

Nyrac Thornhock

One of the most notable inhabitants of the Hills of Shade is the gnomish necromancer Nyrac Thornhock, a schemer, survivor, and career criminal willing to use any means necessary to survive. Unlike most gnomish necromancers in the Hills, Nyrac conspicuously avoids Exile, as he's not welcome there—Nyrac once attempted a coup within that outpost to place gnomes in power over the dark elves, and barely escaped with his life.

The determined gnome still has grand plans, however. He believes the “dark lords” who built the Black Tombs were an offshoot of the shissar, who are widely acknowledged as the “first masters of necromancy.” He's further convinced that these “dark shissar,” as he calls them, enslaved the elves of the world to act as servants, and that this is the true origin of the dark elf empire. The secrets of the dark shissar are hidden beneath these hills, he believes, and once he has discovered them he'll have enough power to build his own empire. Though there is little evidence to support Nyrac's belief, he has become quite fanatical regarding the legitimacy of his search.

Nyrac is not entirely without allies. He made overtures to the Plaguemaker of Bertoxxulous' Cauldron some time ago, and the two now often assist one another in various ways. The Plaguemaker gives Nyrac a safe haven where he can rest and study. In return, Nyrac runs errands for the Plaguemaker in more civilized lands where the ghoulish magus cannot go.

Oddly, Nyrac is also able to trade in the nearby town of Therege, as long as he does so during the light of the day, he is not accompanied by a skeletal pet, and he remains only as long as he must to conduct business. (See “Magistrate Rhenna Frost” for an explanation of this agreement.)

Nyrac Thornhock, Male Gnome, Nec 13: CR 13; SZ Small humanoid (gnome) [3 ft., 3 in.]; HD 13d4+39; hp 78; Init +4 (Dex); Spd 20 ft.; AC 20 [flat-footed 16, touch 16] (+1 size, +4 Dex, +4 armor, +1 arcane); BAB +6; Grap +2; Atk +8/+4 melee (1d3+1, crit 19–20, *Combine dagger*) or +11 ranged; SA death mastery (restore undead [65 hp]), gnome traits, Greater Specialization (conjuration), infravision, reanimation efficiency I, reanimation haste II, +1 poison saves; Res AR 1, CR 1, DR 3, ER 1, FR 1, MR 3, PR 2, SoR 1; SV Fort +9, Ref +8, Will +9; AL NE; Fac Dark Reflection; Str 11 (8), Dex 18 (17), Con 16 (14), Int 21 (19), Wis 8, Cha 10.

Skills: Channeling +23 [*electrum sapphire pendant* and *stabilizing handwraps*], Disable Device +10, Knowledge (construction and engineering) +8, Knowledge (local lore [Hills of Shade]) +9, Knowledge (monster lore [undead]) +11, Knowledge (mysticism) +15, Knowledge (religion) +9, Meditation +21, Search +9, Spellcraft +20, Spot +3, Trade Skill (tinkering) +21, Undead Empathy +18 [*iron skullhead buckle*].

Feats: Iron Will, Mystic Capacity (x2), Run, School Specialization (conjuration).

Languages: Gnome (4), Common (4), Teir'Dal (3).

Necromancer Spells Usually Prepared (mana cost, modified for Greater Specialization): *Cancel magic* (5), *harmshield* (14), *haunting corpse* (36; 1-action casting time), *heart flutter* (16), *intensify death* (8), *leach* (12), *screaming terror* (10), *shadow sight* (8), *siphon life* (12), *word of shadow* (14). Save DC 16 + spell level [due to *electrum sapphire pendant*].

Mana Pool: 133.

Possessions: *Flowing black robe, Combine dagger, dark scale sleeves, cape of the black art (grants reanimation haste II), stabilizing handwraps, iron skullhead buckle, stalking probe, obsidian bead hoop, electrum sapphire pendant, burning bracer, silver pearl bracelet, black ceramic band (lifetap 3/day), gold jade ring, flameless lantern, biolocator, negative material sensory apparatus, gnomish chalk, 4 flasks of firewater, class 1 mana battery, 2 class 2 mana batteries, class 3 mana battery, 140 gp.*

Nyrac (buffed with *leatherskin, major shielding, and spirit armor*): hp 96 + 7d10 = ave. 134; Init +4 (Dex); Spd 20 ft.; AC 20 [flat-footed 16, touch 16] (+1 size, +4 Dex, +5 armor, +1 arcane); SA damage reduction 7/—, +1 poison saves, +2 magic saves; Res MR 9.

Nyrac's Pet, Type 7 Skeletal Companion (buffed with *intensify death* and wearing *skeletal struts*): CR —; SZ Large undead; HD 12d12; hp 94; Init +0; Spd 30 ft.; AC 21 [flat-footed 19, touch 13] (—1 size, +6 natural, +2 armor, +2 deflection, +2 haste); BAB +6; Grap +18; Atk +11 melee (2d6+8, crit 19–20, greatsword) and slam +11 melee (1d6+8); Face 5 ft. by 5 ft.; Reach 10 ft.; SA magic attack +3; SQ damage reduction 10/+1, haste (4) [1 extra action every 2nd round], immunities, infravision, see invisible, SR 15, undead; AL N; SV Fort +4, Ref +4, Will +7; Str 26 (19), Dex 10 (9), Con —, Int 4, Wis 9, Cha 1.

Skills: Listen +9, Spot +9, Taunt +9.

Feats: Slam.

Immunities (Ex): Skeletal companions are immune to cold damage and take only half damage from slashing and piercing attacks.





Chapter Four: Lake Elizerain

Lake Elizerain is a sizable body of water on the eastern shores of Faydwer. Bordered by the Faydark to the north, the Steamfont Mountains to the west and south, and a vast ocean to the east, Lake Elizerain stands surrounded by dangerous wilderness, yet many elves come to the Lake seeking guidance. Many claim the water of the lake has mystic properties stemming from the presence of Queen Elizerain, who is said to have upon her death had herself entombed in a submerged vault built upon the lakebed.

To the north of Lake Elizerain lies a southern spur of the Greater Faydark that is, if possible, more wild and untamed than other regions of the forest. While there are a few game trails through other parts of the woods, here there is only one trail large enough for elf or man to follow. This trail is the primary route taken by the pilgrims and adventurers seeking lore and knowledge in the area of Lake Elizerain.

To the south and west of the lake lie scattered woods, but these quickly give way to the foothills of the Steamfont Mountains. While the gnomes of Ak'Anon have brought some civilization to the southern and western sides of the Steamfont, the area about Lake Elizerain has no such luxury. Minotaurs, kobolds, and other fierce creatures of the Steamfont are populous about the Lake.

To the east of the lake, beyond some lightly wooded hills that eventually fall away in steep embankments, lies a great body of water called by some the Sea of Dawn. The high elves of Felwithe maintain several watch towers in these hills, built to guard against the eventuality that these shores are used as a landing point for an enemy attack. No such attack has ever happened in recorded history, but for some reason the Koda'Dal remain wary.

History

Lake Elizerain sat quietly upon Faydwer for ages. Until the elves' departure from the distant eastern shores of Tunaria, few if any folk visited the Lake, and it has no recorded name before that time. Wild beasts and creatures from the mountains roamed the area until the Koda'Dal came and the wilderness retreated to some extent. The creatures of the area still maintained a presence, though, and even after the Fier'Dal and Koda'Dal sent rangers, paladins, warriors, and scouts to colonize and secure the area, most of it remained untamed. Because of the persis-

tent wildness of the region (and since the elves soon settled in other, more hospitable parts of the Faydark), the small elven communities near the Lake soon shrank. However, the settlements by the lake were never entirely abandoned, simply because the pristine waters were one of the few delights held precious by Princess Elizerain, who became queen of the elves around this time.

Throughout the nearly three centuries after the Hejira, Elizerain proved a very potent and capable queen. She was much beloved by her people and oversaw great innovations and improvements among their culture. Much of her success was attributed in later years to her legendary divinatory ability, which guided the elves on a course that kept them generally safe and content in their new home. Legend claims that when it came time for Queen Elizerain to pass onto the next life, she bade her people bury her in the favored place of her youth when her time for passing came. Thus, the Koda'Dal put her to rest in the waters of the newly named Lake Elizerain.

In the many years after her death, while the lakeside settlements faded away almost entirely, pilgrims and mystics came to the lake in droves to try to tap into the divinatory ability that Queen Elizerain's burial purportedly granted the waters. A few posts were maintained by the lake to accommodate these wanderers. The years passed relatively peacefully by the lake, although the local minotaurs and kobolds continued to harass the elves, as they always had.

In recent years, however, events have taken a darker turn. For many centuries, the dutifully maintained elven watch towers on the eastern shores of Faydwer peered out over the Sea of Dawn. Only in the last two centuries have the elves abandoned the majority of these towers, as the ancient fear of danger from the east has gradually given way to apathy in the face of other dangers all around the elves.

Only a decade or so ago, the southernmost of these towers, which rests against an eastern spur of the Steamfont, opened its doors to a young adventurer. This gifted youth bore with him several artifacts he had won while delving deep into the mountains nearby. Unfortunately, unbeknownst to either the adventurer or the tower's handful of warriors, these objects were dark artifacts of Innoruuk, and

their corruption spread rapidly through the tower. Now, dark forces control of the former Koda'Dal holding.

The Koda'Dal have attempted reconnoiters against the tower, and the defenses of the darkened tower have proved strong. At present, there are simply too few of the Clerics of Tunare to undertake a dangerous quest to secure such a distant outlying enemy holding, as they are busy defending Felwithe from more immediate threats.

Common Native Creatures

The creatures inhabiting the wilds around Lake Elizerain are generally familiar to travelers of Norrath. However, these creatures live in a far wilder place, and have grown stronger and more feral over the years. Adventurers would do well not to let these creatures' seeming familiarity fool them — they are far more dangerous than their counterparts in many other parts of Norrath, and the unwary traveler can quickly fall prey to them.

Many of these creatures can be found in *Monsters of Norrath*; others are similar enough to a creature from that book (listed in parentheses after the Elizerain native) that they can be treated as the same monster, perhaps with a few small changes.

- Animal, cistern asp
- Animal, darkweed snake
- Animal, dire wolf
- Animal, dread wolf
- Animal, giant eagle
- Animal, great bear (as giant polar bear; no Hide bonus in snowy conditions)
- Animal, highlands lion
- Animal, rattlesnake
- Cloaked dhampyre
- Crystal drake (as chromodrac, but no chromatic disruption ability)
- Elemental, earth [as type 11–13 elemental pet]
- Elemental, water [as type 11–13 elemental pet]
- Fallen valiant (risen commander, 25+ HD)
- Goblin, Deep Lake (isle goblin, most with 10–15 Rog and/or War levels)
- Kobold, Clan Bankag (highland kobold, most with 3–7 War levels)
- Minotaur, Keddir [see “Keddir Minotaur” sidebar in this chapter]
- Primeval wisp (willowisp, 18+ HD; see “Spiritling” in *Monsters of Norrath*)
- Tentacle whiplash (terror, carver; 35+ HD)
- Vermin, borer beetle
- Vermin, dark spider (as crystal spider, Int 4; no transparent quality)
- Vermin, giant beetle
- Vermin, giant wasp
- Vermin, scythe beetle

The Lakewood

The great trees of the wooded hills north and east of Lake Elizerain — an area often referred to as “Lakewood” — are like those of the Greater Faydark to the north, and they likewise harbor many dangers. The most prominent of

these are dire wolves, great bears, and giant spiders. The wolves and bears are fierce and territorial, and if a traveler wants to avoid trouble with those creatures, he is well advised to stay clear of their hunting grounds.

The giant spiders are considerably more dangerous — mostly because of their leader (see below) — and have their nests hidden high in the trees, mostly in the northeastern areas close around the lake. The spiders' leader is unusual in two primary respects: one, he is male, where female spiders are normally the “leaders” among the Faydark's giant spider-kind; and two, he possesses a remarkable intelligence for a spider.

An enormous, bloated creature leads the spiders, calling himself Zulb (as a 44-HD *velium broodling*, NE, Int 12, without the transparent quality), directing the spiders around him as if he were a shepherd and they his flock. Zulb has been sentient for decades, although he has no idea where he or his intelligence came from. However, this does not really concern him, and he has no real plans of action or conquest other than to feed (both well and often) and to spread his brood of semi-intelligent spawn — his “dark spiders” — throughout the forest.

Mayong Mistmoore has recently sent drachnid agents to court Zulb in the interest of beginning an alliance.

Elizerain Ranger Post

Perhaps the only place of safety among the woods near Lake Elizerain is a Fier'Dal ranger station along the major trail into the area, from which the rangers keep an eye out for pilgrims and others on their way to the lake. However, there are simply too many square miles and far too few of the rangers here to guarantee the safety of all travelers in the region.

The leader of these rangers is, perhaps surprisingly, not an elf at all, but a grizzled human called Razumil Hinir (*male human*, Rng 24, NG; *Faydark's Champions*). Razumil is a Kelethin native and has been a Faydark ranger his whole life; he is very good at what he does. He was an adventurer for many years but grew tired of the adventuring life, and came here to do something a bit more purposeful. During his adventuring career, he performed many great services for the city of Kelethin, and his guild's leaders assigned him as commander here by way of thanks.

Reyin Aldo (*male wood elf*, Rng 16, DG; *Faydark's Champions*) is Razumil's second-in-command. Reyin feels the position leading the post should have been his, but that it was turned over to Razumil because of political favors. The elf is often coarse and short, particularly with non-elves, but he is nonetheless a good fellow dedicated to his guild and his post. Deep down, Reyin feels he isn't ready for leadership yet anyway, although this hardly lessens his resentment of Razumil's position. Reyin usually accompanies any pilgrims he meets the remainder of their way to Lake Elizerain.

For his part, Razumil knows Reyin's feelings, and considers himself to be the young elf's “insufferable mentor”; he quite likes the fierce young Fier'Dal (even if he keeps this to himself), and is trying to prepare Reyin to take his place, though he still plans to be here for many years.

Aside from Razumil and Reyin, there are some 20 experienced rangers (*male or female, wood elf or half elf*, Rng

7–12, any good; *Faydark's Champions*) assigned to this post; however, there are usually only 5 to 8 of them actually present at any one time, while the rest are out patrolling the area in pairs or trios.

Steamfont Mountains

Most people know of the Steamfonts and their inhabitants only near the city of Ak'Anon; however, the mountains (and their inhabitants) around Lake Elizerain are far more dangerous.

To the south and west of Lake Elizerain, after the scattered woods begin to fade, the land rises up into craggy hills, and then quickly turns into the outer mountains of the Steamfonts. There are of course the natural dangers common to all mountainous terrain, such as treacherous footing, sheer drops, and impassible chasms. The Steamfonts add their own natural dangers, however, such as deadly steam geysers, which can cause severe burns if one does not keep clear.

Yet by far the most serious dangers are those of the kobolds and minotaurs. The kobolds dwell primarily in the foothills west of Lake Elizerain, while the minotaurs dwell in the south. The two peoples maintain an informal and unspoken non-interference pact: They hunt in their own areas and for the most part leave each other alone.

There are also various drakes that make the southern Steamfont Mountains their home, generally keeping to themselves when they are not hunting. Numerous elementals also make the Steamfonts their home, including earth, air, and steam elemental creatures of various kinds. Most of these elementals tend to mind their own business (whatever that might be) — the wise traveler heeds well the expression “Leave them alone and they will leave you alone.”

Kobold Caves

The kobolds of Clan Bankag (as *highland kobold*, Int 8) make their ancestral home several days west of the Lake, beneath the Steamfont Mountains. Clan Bankag has been here for as long as anyone on Faydwer can remember, and they claim to have ruled this entire area at one time, from the Steamfont Mountains east to the sea. They fight to kill any intruders upon their sacred hereditary lands.

The caves themselves have been dug out of the softer parts of the mountains over the course of hundreds of years. They contain no real metals or minerals of any real value, and life therein is almost always wet — and the weight of centuries has made the smell of damp kobold fur a terrible thing to experience.

Clan Bankag is currently ruled by Vonkraa (see below), a particularly nasty kobold. Relatively small and twisted in stature, Vonkraa learned early on to stay out of trouble with the bigger kobolds and to scheme his way into power. Now, a master of stealth and guile, he rules over these particularly hairy and voracious kobolds with an iron fist — or, rather, with a cunningly concealed dagger.

Vonkraa has a pair of enormous simpletons, Gobbog and Boggob, who serve as his personal bodyguards (*male highland kobold*, War 10, DE; Str 28, Dex 19, Int 6; *Clan Bankag*).

Vonkraa, Male Highland Kobold, Rog 19: CR 25; SZ Medium-size humanoid (kobold); HD 19d8+95 plus 19d8+95; hp 381; Init +6 (Dex); Spd 30 ft., climb 30 ft.; AC 34 [flat-footed 34, touch 17] (+6 Dex, +11 natural, +6 armor, +1 deflection); BAB +29; Grap +33; Atk +40/+37/+34/+31/+28 melee (1d4+10 and *alacrity* proc, crit 15–20, *electrum-bladed koshigatana*) and +29 melee (1d3+3, off-hand *pit fighter handwrap*), or +35 ranged; SA backstab +6d6, rogue abilities (chaotic stab, opportunist); SQ evasion, rogue abilities (uncanny dodge), scent, sense traps, ultravision, +1 magic saves; Res AR 2, CR 3, ER 1, FR 5, MR 6, PR 6; SV Fort +19, Ref +28, Will +17; AL DE; Fac Clan Bankag; Str 18 (17), Dex 23 (20), Con 20, Int 18 (14), Wis 20 (18), Cha 10 (8).

Skills: Bluff +5, Climb +21, Diplomacy +4, Disable Device +9, Escape Artist +15, Hide +34 [ring], Intimidate +11, Jump +13, Knowledge (local lore [Steamfont]) +13, Listen +39, Pick Lock +15, Pick Pocket +14, Safe Fall +24, Search +23, Sneak +24, Spot +33, Trade Skill (tailoring) +13, Wilderness Lore +11 (+13 tracking by scent).

Feats: Alertness, Combat Reflexes, Dual Wield, Great Fortitude, Improved Critical (rapier), Parry, Power Attack, Riposte, Weapon Focus (rapier), Weapon Specialization (rapier).

Languages: Kobold (4), Common (2), Elvish (1), Minotaur (2).

Possessions: *Enchanted elven chainmail*, *electrum-bladed koshigatana*, *drake-hide leggings*, *onyx drakescale cloak*, *pit fighter handwraps*, *ring of the ancients* (wrist item), *slime-covered ring*, *spyglass*.

Minotaur Caves

The Keddar minotaurs reside throughout the hills south of Lake Elizerain. Their caves are primarily natural caverns, but over the many years of minotaur occupation, the creatures' slaves have mined out several areas in the search of the iron ore used by the minotaurs to craft their fine greataxes; incidentally, this work has also carved out other areas to increase the minotaurs' living areas.

Keddar Minotaur

Clan Keddar minotaurs are similar in most ways to gorge minotaurs (see *Monsters of Norrath*, p. 98), but they tend to be slightly larger and stronger. Treat Keddar minotaurs as gorge minotaurs, but with a Strength score of 26; they often wear studded leather armor or even breastplates in battle, and have an alignment of “usually neutral evil.”

The Keddar are also excellent smiths, although their products are generally limited to the occasional breastplate and the heavy slashing weaponry they prefer to wield in combat. A typical Keddar minotaur warrior wields a double-headed Huge masterwork greataxe, with a massive hardwood haft and a sturdy iron head.

Keddar minotaurs are also more likely than most other minotaurs to trade with outsiders; however, attempting such trade is still risky, for the Keddar are violent and quick to anger, and they are rarely willing to let any perceived slight go by without bloodshed.

Chief Naailag (*male Keddar minotaur, War 16/Bst 3, OE; Clan Keddar*) has been the ruler of the Keddar minotaurs for over 20 years now, and, with the help of the clan's chief shaman, has brought a certain amount of order to an otherwise wild race. He has organized the clan into basic military units with 3 captains underneath him to lead the military forces — these captains are called Vret, Varp, and Trok (*male Keddar minotaur, War 9–12, NE; Clan Keddar*). The chief shaman is named Klarak (*male Keddar minotaur, Shm 21, NE; Clan Keddar*), and he has several apprentices of moderate power; their religion focuses on a raucous veneration of Brell the Underlord.

The Keddar minotaurs' cave system extends for several miles underneath the Steamfont Mountains. A few brave Faydark rangers have traded with the minotaurs on occasion; these elves have brought back Keddar stories claiming that the deep Keddar caves hold dark, tentacled creatures of stone in their coldest, darkest depths. Others claim that the caves run all the way through the Steamfont range and allow access to areas very near Ak'Anon.

Eastern Shores

The land east of the Lakewood is a region of sharply rolling hills, but none are nearly as steep as those leading into the Steamfonts. These eastern hills are also more conducive to vegetation. Past these hills, the land begins a gentle slope down to the Sea of Dawn, the occasional corpses of trees and shrubs giving way to long grass, then eventually into gravelly shore. On the southern edge of this hilly region, the Steamfont Mountains extend all the way to the sea, creating a sharp cliff that effectively bars land travel to the south, toward the Dragonscale Hills. A number of graceful elven towers dot the grassy slope above the shore, with the darkest tower in the south, rising out of the rocky hills where the Steamfonts touch the sea.

Most of the towers are now uninhabited. While there has traditionally been an almost paranoid fear of invasion from the east among the elves, such an event has never come to pass. As a result, the elves' rulers decided that guarding those shores was a drain on resources better used elsewhere. The majority of Koda'Dal warriors now in this region all reside at the first and greatest of the towers, called Tower Lyssa, and from there they extend their attention primarily toward the other abandoned towers (which are now sometimes used as holds for pirates and outlaws) — but especially towards its dark brother, now called Innoruuk's Tower, to the south.

Tower Lyssa

All the watch towers along the Sea of Dawn have ancient names, given to them by the elves who first built them. The last permanently inhabited tower was named after an ancient Koda'Dal princess, whose legendary beauty has been the inspiration for countless songs and ballads among the elves. The tower is an elegant, graceful stone structure, five stories tall, with a small walled courtyard. The Koda'Dal artisans who raised the tower embellished it with their own unique touches, leaving no part of the stone tower uncarved; the entirety of the structure is covered in figures and scenes from classic elven mythology.

The ancient yet perpetually youthful Lord Voronus Holymoor (*male high elf, Pal 27, OG; Clerics of Tunare, King*

Tearis Thex) is the Knight-Commander in charge of Tower Lyssa, and indeed the hereditary liege of all elves in the Lake Elizerain region. Voronus is deeply worried about the dark tower to the south and the lack of warriors now operating the coastal towers; a dedicated conservative, he is one of the few remaining lords of Felwithe who remains concerned with ancient warnings of invasion from the east. He has sent numerous requests for more aid, but he is continually reminded that there are other concerns in Felwithe than the eastern watch towers.

However, at least two young Koda'Dal — twins, in fact — have apparently heard the same calling and have come here to serve Lord Volonus of their own free will. The Knight-Commander sees great things in store for the twins. Despite their relative youth, Deniamane “Denny” (*female high elf, Clr 15, OG; Clerics of Tunare*) and Aaranwin “Rana” Cadamnar (*female high elf, Pal 15, OG; Clerics of Tunare*) have adventured widely, as far as west as the Commonlands of ancient Tunaria and into such dangerous places as the Estates of Unrest.

Tower Lyssa houses two dozen elven warriors under Lord Volonus' command, although he is hesitant to place them in any real danger, as they are mostly green recruits and weary veterans (*male or female high elf, Pal 2–7, any good; Clerics of Tunare, King Tearis Thex*).

Innoruuk's Tower

Just over a decade ago, a group of elven adventurers were exploring the Steamfonts near the southern tower, once called Lissav's Tower. In deep, dark caverns, during a perilous encounter with unnamed horrors of the depths, all but one of the young heroes were slain by fell magics. The young survivor, a wizard who barely escaped with the timely use of a teleportation spell, bore with him several potent artifacts the elves had won, at great cost, from their dark enemies. Sadly, at least one of these items proved the young wizard's undoing — and that of his hosts, as well — for when he sought refuge and healing from the handful of elves at Lissav's Tower, the artifact corrupted them all and then drew even darker forces into the tower.

Innoruuk's Tower is like the other elven towers along the coast, this one standing four stories in height with a small walled courtyard. There are some notable differences, however. Instead of the grassy location of its fellow towers, this one sits amid the rocky foothills of the Steamfonts. Further, while the surface of the tower is carved in scenes from ancient elvish fables, its stone has turned black from corruption, and many of the carvings have taken on a morbid, twisted appearance.

The current ruler of the tower is a terribly powerful abhorrent called Alukab, who was once imprisoned in a strange urn the unwitting elven adventurers found in a lost subterranean temple dedicated to dark powers. Alukab, free after several millennia of imprisonment, now wishes only to spread pain and terror across the land. The handful of former knight commanders of the tower now roam its confines as “fallen valiants” (*risen commander, 25+ HD*), while the two dozen or so soldiers are “fallen paladins” (*high elf Pal 5–10, with the “skeleton” template*).

The young elven wizard indirectly responsible for freeing Alukab was the abhorrent's first meal when he burst free from his prison.

Alukab, 22-HD Abhorrent, Shd 22: CR 33; SZ Medium-size outsider (evil, orderly); HD 22d8+132 plus 22d10+132; hp 520; Init +14 (+10 Dex, +4 Improved Initiative); Spd 30 ft., fly 80 ft. (good); AC 45 [flat-footed 35, touch 20] (+10 Dex, +25 natural); BAB +44; Grap +52; Atk bite +53 melee (2d8+10) and 2 claws +50 melee (2d6+4), or +54 ranged; SA backstab +7d6, hate aura, leech touch, spells; SQ damage reduction 30/+3, disciplines (Counterattack, Resistant), evasion, fast healing 8, immunities, rogue abilities (uncanny dodge), see in darkness, sense traps, SR 30, telepathy, +1 cold, magic, and sonic saves, +3 disease saves; Res AR 25, CR 31, DR 29, ER 25, FR —, MR 30, PR —, SoR 26; SV Fort +32, Ref +32, Will +26; AL OE; Fac Inhabitants of Hate; Str 26, Dex 30 (27), Con 22 (20), Int 20 (18), Wis 16 (12), Cha 20.

Skills: Balance +21, Bluff +16, Channeling +39, Climb +14, Diplomacy +7, Escape Artist +21, Hide +35, Intimidate +29, Knowledge (mysticism) +27, Knowledge (planar travel) +16, Listen +28, Meditation +37, Pick Lock +21, Search +27, Sense Motive +24 [*sapphire of souls*], Sneak +35, Spellcraft +28, Spot +28, Taunt +30, Tumble +27.

Feats: Cleave, Combat Casting, Combat Reflexes, Finishing Blow, Flyby Attack, Improved Initiative, Lightning Reflexes, Multiattack, Parry, Power Attack, Quicken Spell, Riposte, Silent Spell, Still Spell, Weapon Focus (bite), Weapon Specialization (bite).

Hate Aura (Su): Free action, 5-foot radius; Will negates, DC 26; victims attack their nearest ally vehemently; if a victim is attacked or taunted by another opponent, she automatically turns her attack to the new opponent at the next opportunity. An affected target may attempt a new

save each round to end the effect of the hate aura. Once a creature successfully saves against the aura, it cannot be affected by the same abhorrent's aura for 24 hours.

Leech Touch (Su): 1/day—Fort half, DC 26; 66 points of damage.

Shadow Knight Spells Usually Prepared (mana cost): *Abduction of strength* (1), *banshee aura* (10), *boil blood* (25), *dooming darkness* (20), *mental corruption* (17), *shroud of pain* (17), *siphon life* (12), *torrent of hate* (10). Caster level 18th; save DC 15 + spell level.

Mana Pool: 194.

Immunities (Ex): Abhorrents are immune to fire and poison.

Possessions: *Sapphire of souls*, *black runed pants*, *burning amulet* (currently holds 21 mana; can absorb 17 more spell levels), 3 servings of *elven veal*.

Lake Elizerain

The perpetually smooth, crystal-clear waters of Lake Elizerain reflect the woods and mountains all around, creating a rugged, pristine beauty that no visitor will soon forget. Even if the lake had no mystical properties, it would likely still draw visitors despite the danger of the surrounding wilds. The lake itself is about 12 miles across at its widest point, with a small island roughly in the center. A number of long uninhabited settlements dot the lakeside, with one small collection of inhabited buildings remaining to wel-



come visitors to the lake's shores. This small collection of buildings has come to be known as Elizerain Post.

Along the northern shore of the lake, the small community of Elizerain Post is generally inhabited by pilgrims, mystics, itinerant bards, and the like. The population rises and falls regularly, with only a few permanent inhabitants, though most claim they intend to move on some day.

Darnog Nothlek (*male dwarf, War 13/Exp 5, OG; Stormguard*), a former traveler and adventurer of some renown, is one such inhabitant; the seemingly befuddled but friendly dwarf now runs a small tavern (really nothing more than a hut that he has opened up to the public) — the only one in the settlement and indeed in this part of the continent. The current inhabitants of the Post generally end up at Darnog's place each night to eat, drink, tell stories, and share knowledge they have gained if they care.

The aging Koadal Duron Thilrekkit (*male high elf, OG, Pal 19; Clerics of Tunare, King Tearis Thex*) is the magistrate in charge of Elizerain Post, though he theoretically answers to the distant Lord Voronus Holymoor at Tower Lyssa. A small band of Koadal's reside here with him as well, but Duron shares his home with Rindaru Trueshot (*male wood elf, Rng 20, DG; Faydark's Champions*), who is nephew to the leader of the Faydark's Champions, Maesyn Trueshot, unofficial ruler of Kelethin.

Powers of the Lake

Since Queen Elizerain was put to rest in these waters, her people have claimed the lake holds a portion of her divinatory ability. For hundreds of years, mendicants and pilgrims of all races have come to this place seeking knowledge, some bit of prophecy to guide their lives or some glimpse of meaning or truth. Some have returned empty, struggling with doubt, while others have returned with a glimmer of hope, or the kernel of an idea; yet others have returned with what they believe to be a glimpse of true

knowledge, and, sometimes, that bit of knowledge was indeed what they were looking for.

There are several theories regarding the proper method required to receive meaningful visions from the lake. Most of these — bathing, drinking, dunking, soaking, swimming, etc. — have been tried in myriad permutations, but only two methods have proven effective on at least several documented occasions.

The first method involves fasting for three days and then walking alone around the lake with no sleep and no food, all the while drinking the lake-water at dawn, high noon, and dusk of each day. If this method is followed to the letter (and the pilgrim makes it back to his starting point), the seeker receives a vision of the future. In addition to the obvious requirements of this method, there are also the dangers of the wilderness as there are plenty of creatures who would kill pilgrims wandering alone. And, of course, some doubt even this method, arguing that anyone would have “visions” under such circumstances of physical hardship.

The second method is easier, but timing is of the essence. Some say that when the stars are properly aligned and the moon is in the proper phase, and when these heavenly bodies reflect in the clear waters of Lake Elizerain, visions are given to those who look upon her gentle waters.

In the end, both these “proven” methods — and many more — have been tried and tested, but none can claim perfectly conclusive results. Some methods appear to work for certain people, yet not for others. Enough people have had accurate visions here, though, that the legends cannot be coincidence.

The simple answer is that real visions are sometimes provided by the power of the lake. Ultimately, of course, the extent and usefulness of these is for each GM to decide for his or her own campaign.

Current Visitors at Elizerain Post

The following list is intended merely as a starting point to give GMs some idea of the kind of intriguing folk PCs might encounter at Elizerain Post. The GM is encouraged to add to this list, making up enigmatic or memorable NPCs for his or her players to encounter here.

- Melbos Dugere (*male human, Brd 21, DG; League of Antonican Bards*) and Polonio Veliquis (*male human, Brd 22, DG; League of Antonican Bards*) are seekers of lore and knowledge, hailing all the way from Qeynos on Antonica.
- UrbaNerolnaf (*female halfling, Dru 16, NG; Stormreapers*) is a seasoned halfling from a rather backwards halfling clan; she is on a personal quest of sorts, seeking knowledge of the flora and fauna in the Faydark area. She stopped here several months ago, became mesmerized by the beauty of the lake, and has yet to bring herself to depart.
- Venifah Yondel (*male high elf, Enc 25, NG; Keepers of the Art*) passes himself off as a simple elf spell-researcher seeking knowledge about the power of magic in the lake and what it might reveal. However, this is a fabrication. His real name is Nisau Xubas (*male dark elf, Enc 25, NE; The Spurned*). Nisau has indeed come to learn what he can from the lake, but he also comes to make contact with the dark powers in the area (possibly drawn to this area seeking Alukab in Innoruuk's Tower) before others of his kind might do so, in a bid to gain power for his faction. He maintains his ruse using *illusion*—*high elf*, great self-control, and his superlative acting skills.
- Zedd Iriklam (*male human, Mag 21, ON; Arcane Scientists*) has come all the way from Freeport on sabbatical from his position as a professor at the Academy of Arcane Science to learn of the lake's magic and its interactions with the elemental forces of the Steamfonts. He does not care for the bards Melbos and Polonio, but has been completely fooled by “Venifah” and his supposed research.

Visions at Lake Elizerain

This section provides simple mechanics for using the two most widely accepted methods of achieving visions at the lake, as mentioned under “Powers of the Lake.” The GM can use whichever method she wishes, or both, or make up a new method altogether.

Regardless of which method the GM chooses, she must also decide what the character learns from his vision if successful. If there is some ongoing plot or theme in the campaign, then a vision leading toward that goal or filling in some blanks in the players’ knowledge of events would be entirely appropriate. Character backgrounds can also be a good source for visions, particularly if the PC has some long-term goal he is working toward.

If nothing else, the character might simply receive a generic “vision of impending doom,” allowing her one free re-roll on any failed roll at some point (of the player’s choice) in the future of the campaign — this vision allows her to avoid an otherwise ill fate later in the game.

Fasting Method

The GM should review the starvation rules (see “Starvation and Thirst” in Chapter Two of *EQ: Game Master’s Guide*); she need not worry about dehydration, since the PC is drinking lakewater each day. The journey around the lake itself is roughly 340 miles, so a character’s journey, by base speed, is noted on the following chart (this assumes the character is traveling at a normal hiking pace for roughly 8 hours per day, and also takes into account the slightly rough terrain around the lake).

Base Speed	Approx. Distance/Day	Length of Journey
15 ft.	10 mi.	34 days
20 ft.	13.5 mi.	25 days
30 ft.	20 mi.	17 days
40 ft.	26.5 mi.	13 days

A character can hasten the trip by moving more quickly or by force-marching for more hours each day, but he suffers a –1 penalty on the Constitution check against starvation for that day for every extra mile added to the day’s trek.

The GM is certainly encouraged to use encounters to make the trip more interesting for the character on this spiritual journey; hopefully, the PC brings along someone to guard his or her back.

Astral Alignment Method

To attempt this method, the PC must have (or consult closely with someone who has) at least 5 ranks in an appropriate Knowledge skill — folklore, mysticism, nature, planar travel, or religion are all likely choices. The PC must then spend 1d6+1 days studying at libraries and/or other appropriate places of research; each day spent this way requires an expenditure of 100 gp for access fees, writing materials, bribes, etc.

At the end of this period, the PC makes an Intelligence check (DC 22) to learn the proper time to be at the lake to gain a vision. If the check succeeds, the character discovers that the proper alignment of stars and other planetary bodies occurs in 2d8–3 weeks; if this result is 0 or fewer weeks, then the alignment happens in just 1d6 days.

Dangers of the Lake

Aside from the wild creatures of the woods, the kobolds and minotaurs of the Steamfords, and the dark powers of the eastern tower, all of which endanger travelers in the vicinity of Lake Elizerain, the lake itself holds dangers for those who would enter its waters.

A small band of isle goblins, the Deep Lake tribe, resides in the lake; they rarely leave the water except on occasional hunting forays, and they leave the folk on the north shore alone. They live in underwater caves in the southwest corner of the lake. The goblins feel free to harass any folk who actually enter the lake, especially those trying to reach the crypt of Queen Elizerain.

In the dark of night, Mayong Mistmoore also sends his minions to keep an eye on the lake and its visitors. Over the years, there have been a few reported encounters with cloaked dhampyres and other fell agents of the vampire lord near the lake’s shores. There may be more such encounters than anyone knows, however, for the encounter can only be reported if someone lives to tell of it.

Queen Elizerain

The Elf-Queen Elizerain did have a prophetic ability unprecedented amongst the mortal races, and in her early years it guided most of her actions. In later years, her formidable character and impressive knowledge kept her on a firm path for herself and her people, for at that point she had only one constant vision of the future — and it wasn’t a pleasant one. What exactly her final vision was, no mortal knows, for she never told another person.

She did tell a dragon, however.

According to legends, the queen visited several times with the great blue wyrm Trakanon, who was a noble and wise creature in those days before his fall. These legends speak of a terrible vision of doom they both experienced; however, the stories say, they could share it only with one another, for to share it with anyone else would for some reason mean disaster. Trakanon went on to perform many less than noble deeds, some say to prevent this dreadful vision he shared with the Elf-Queen from ever happening.

Interestingly, on the same day Trakanon made his mysterious pact with Bertoxxulous, Queen Elizerain died, shortly to be buried beneath the waters of the Lake that would bear her name.

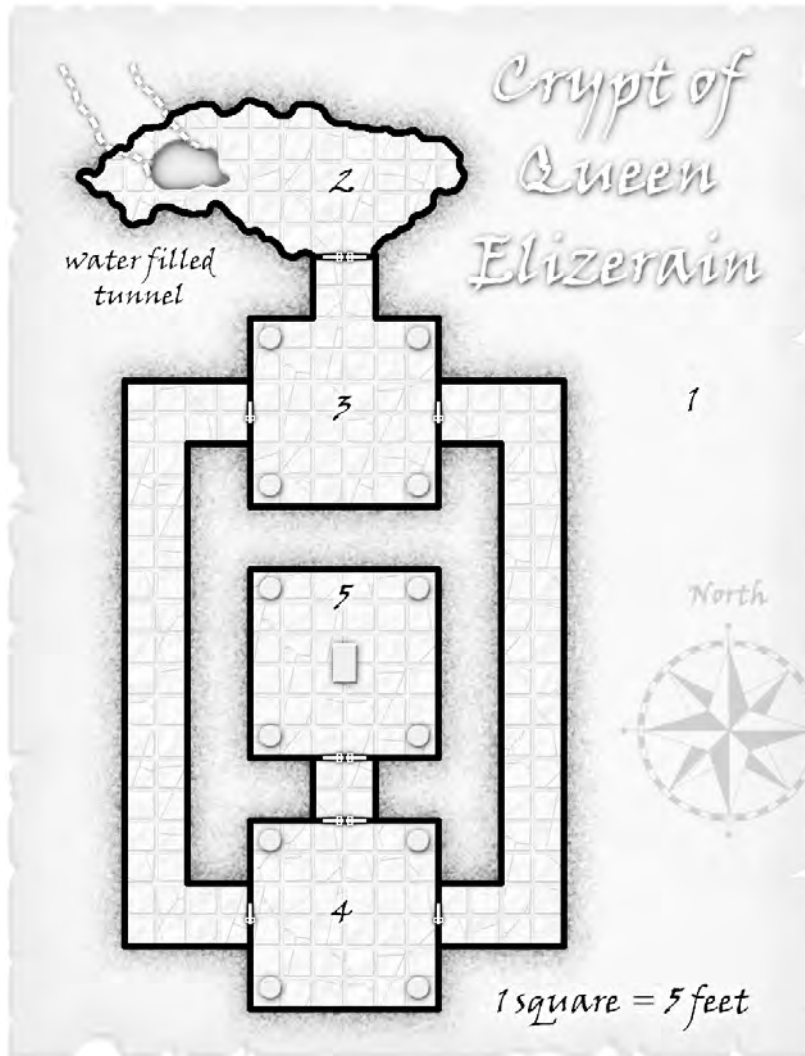
What the stories do not share is the fact that Elizerain had herself placed into the lake not to share her remarkable ability of prescience with others, but to keep it from them.

The Crypt of Queen Elizerain

[1] The Island

This small, grassy island, approximately 140 feet across, sits roughly in the center of the lake. It is unremarkable, with just a few trees and shrubs on its surface. However, the entrance to the Queen’s Tomb lies at the bottom of the Lake at the base of this small island.

To reach the tomb, one must swim down 30 feet into a hole at the base of the island and then through a sort of



magical airlock (caster level 33rd) into a small grotto. The water is considered “calm” for the purpose of Swim checks.

It is pitch dark inside the tomb, so explorers must bring their own light sources or have other means of seeing in the dark. (Note that most mundane light sources are rendered useless after being brought down into the lake’s waters.)

[2] The Entrance

Inside this small grotto, on the south wall, is a set of intricately carved stone doors which lead to the Queen’s Tomb. The doors are magically reinforced (caster level 33rd) by a magical ward to keep intruders from entering the tomb. Upon these doors are the following words in Elder Elvish: “Herein lies Queen Elizerain, beloved of her people. Let none disturb her rest.”

Warded Stone Doors (8 in. thick): Hardness 12 (8 if ward is dispelled), hp 140; Break DC 35 (30 if ward is dispelled); Pick Lock DC 45 (35 if ward is dispelled). Once the doors are opened, they close and lock themselves again after 3 rounds (if something is not done to keep them open), at which time the ward reconstitutes itself if it was broken.

[3] Outer Chamber

Past the doors a short hallway opens into a 30 ft. by 30 ft. room, with intricate stone carvings upon the upper halves of the walls. Engraved verses in Elder Elvish give praise to Tunare, and a small number also eulogize the accomplishments of Queen Elizerain. There are two exits here, one door in the center of each side wall, to the left and right of the entry hall.

There are also 4 beautiful bronze statues of noble Koda’Dal warriors standing in the four corners of this room. These statues are actually bronze guardians (as 20-HD iron guardians) that have been commanded to prevent passage to the rooms beyond this chamber. They move to attack only if an intruder tries to vandalize or remove anything in the room (including themselves), or if an attempt is made to pass through the (unlocked) bronze doors on either side of the room.

The guardians always seek to herd (using bull rush attacks if necessary) those they attack back out of the grotto, but do not themselves enter the water. They watch the water for 1 minute after all intruders are out of the tomb, and then they return to their eternal posts. Due to the impressive magic of the tomb, these guardians reform in 24 hours if they are destroyed.

Past either exit door lies a short hallway that turns south, traveling for another 80 feet southward, at which point it turns back inward toward another set of locked stone doors that lead to Area 4.

Locked Stone Doors (4 in. thick): Hardness 8, hp 60; Break DC 28; Pick Lock DC 35.

[4] Inner Chamber

There is a powerful ward on this room (caster level 33rd) that keeps evil creatures from entering. Any creature of evil alignment that wishes to enter this room must first make a Will save (DC 43); a failed save causes the creature to recoil from the doorway, so that it cannot bring itself to enter. If the evil creature succeeds at this save, it may step over the threshold, but it knows that doing so will be extremely painful if not lethal. If the creature proceeds regardless, it takes (5d6+5)×10 points of damage (Fort half, DC 43) and is *interrupted*, as if affected by the spell *ancient chaotic visions*.

This room also holds 4 bronze guardians (as 25-HD iron guardians), which immediately attack anyone who steps into the chamber, trying to force intruders all the way back out of the grotto as did the guardians in Area 3. These bronze guardians also reform in 24 hours if destroyed.

The bare walls of this room bear no carvings or inscriptions. Upon the north wall is another set of enormous, gracefully carved warded stone double doors (as those in Area 2), which bear a simple inscription in Elder Elvish: “I

do but rest here, for one day my knowledge will again be needed. Yet before you wake me, be sure that day is today.”

[5] Final Resting Place

There is a 10 ft. by 10 ft. chamber beyond these doors that leads to yet another set of warded double doors (as those in Area 2). Beyond these doors is one more 30-ft. square room, holding 4 more bronze guardians (as 30-HD iron guardians) that behave as those encountered earlier.

In the center of this room, resting gently within an apparently solid block of crystal is the body of Queen Elizerain, still seeming in the full bloom of her youth. Blonde and fair of face, she remains a beauty even in death. For all intents and purposes, the crystal is indestructible; the powers any mortal could bring to bear would have no effect upon the crystal or her.

There are more inscriptions upon the walls in this chamber, but these are inscribed in Elder Dragon. Any attempt to record the words elsewhere causes the writing surface to burst into flame or melt into slag. However, anyone who reads Elder Dragon and examines the inscription has the

words burned into his or her brain, though she also finds herself unable to repeat the words she has read to another person. The character gains a permanent +2 bonus to Intelligence, but permanently loses 2 points each of Wisdom and Charisma. Furthermore, she starts to act a little odd (details of this “oddness” are left up to the player and the GM to decide).

The Translation: Assuming a character can actually read Elder Dragon, the exact translation upon the walls of Elizerain’s final resting place are left up to the GM to determine. He need not come up with the exact translation, since the character is unable to repeat what she has read to anyone. Still, inside the game, the character actually knows Elizerain’s terrible prophecy, so the GM should have some idea what it is and how it might affect the campaign.

The GM is free to come up with any prophecy that fills her current campaign goals, whether to direct the player toward some course of action or to give her a clue regarding some forthcoming plot.

A Possible Translation: Age of Cataclysms

Especially for EQrpg campaigns looking to incorporate elements of the upcoming EQII MMORPG setting, the GM may determine that the best option for the prophecy inscribed by Queen Elizerain involves the looming Age of Cataclysms. The Queen’s vision foresees terrible loss of life across all of Norrath, as well as the disintegration of the world’s continents and the destruction of the moon Luclin. The following poem may be shared with any PCs who can translate the verse from Elder Elvish:

AN AGE SHALL COME UNTO THE LANDS
OF HEARTBREAK AND BLOODSHED AND QUICKENING SANDS;
THE EARTH, LOOSED OF DIVINE EMBRACE,
CRUMBLES AND TUMBLES, WHILE OCEANS GIVE CHASE.

WHEN MAGIC SEEMS LOST AND DISTANCE GROWS GREAT,
ALL THE CHILDREN OF NORRATH WILL SHARE THE SAME FATE.
AN ARMY OF OLD SHALL RISE UP ONCE MORE
TO BLACKEN THE LAND WITH THE COLD TOUCH OF WAR.

THE MAIDEN OF SHADOWS ALONE IN THE NIGHT,
SHUNNED BY THE GODS OF BOTH DARKNESS AND LIGHT,
SHE TREMBLES THEN BURSTS AT THE TOUCH OF THEIR HAND,
RAINING DOWN FIRE AND SCORCHING THE LAND.

LET THIS VISION OF MINE, THOUGH SHARED BY NONE
SAVE THE POISON FRUIT OF VEESHAN’S WOMB,
BE KEPT CLOSE AT HAND AND NEAR TO HEART
SO THAT ALL IS NOT LOST WHEN THE WORLD FALLS APART.

Chapter Five: Elven Cities

At opposite ends of the Greater Faydark are the two greatest elven cities of Norrath, Felwithe to the north and east, and Kelethin to the south and west. Of course, the dark elves of Neriak might disagree with this estimation of the these cities' worth.

Felwithe

Felwithe sits upon the northeastern edge of Faydwer on the periphery of the Greater Faydark forest, built upon a great bluff overlooking the sea. As one might expect, Felwithe is a study of crystal-clear water and stark white

marble. Its traditional elven architecture gives a museum quality to the city, with marble pillars, life-like statues, and graceful arches engraved with historical and mythological characters. Ivy twists its way onto nearly every building's outer surface, creeping along walls and pillars. Small streams burble along here and there throughout the city, creating clear, clean pools throughout.

The great elven city has only one entrance, a fact that is considered an asset by the Koda'Dal, for Felwithe has many enemies. Those of questionable intent know better than to flirt with the heavily guarded entrance, for enemies of the city or of the Koda'Dal are dealt with quickly and capably.

From the Journals of Arrialla Arcanum

How long has it been since Ariam left home? he has been there in my dreams these last few nights. As I travel further from Felwithe, his spirit seems to be stronger. I do not know if this is a good omen. Is it not sometimes a good thing to dream of the dead?

Felwithe has never felt so far away. The dust of Antonica has settled about me like a veil. I wonder how much grime the hem of my robes will collect when all is said and done. Looking out upon the vast Ocean of Tears, Felwithe seems so small in my mind's eye. Can this be? True, it is an ocean before me, but in my youth the great halls of my people seemed so vast.

I miss the fishpools and the pristine little rivers that dash through the city. Everything so clean and bright and hopeful. Arcane knowledge opened its maternal arms to any who wished to follow that path.

Our people always believed that knowledge is power and that the mistakes and victories of our futures lie somewhere in the past. Other nations, perhaps with the exception of Erudin, are not so open to the ways of magic. How unfortunate.

Ariam. Dear Ariam. The memories of your last night in Felwithe haunt me. I hope the token I slipped in your pocket has kept you well. You were eager to see the world, while father thought you too young. You had heard of unrest in an old Antonican temple. You did not plead or beg, you only set out the facts before our father, reminding him that he too was once a young paladin intent upon the horizon. Still, he denied you so quietly, so sternly... even though he surely knew that, in the end, he would acquiesce. That is the way of our father.

How envious I was that you were about to leave our home. Even with all its grand, miraculous, magical wonders, I sought the horizon even more than you and dreamed silently of exploration. I always knew, though, that you would be the first to leave. You were, after all, the boy. Father saw a political marriage for me, at best, while absently catering to what he called my "idle whims" in the arcane arts.

You know that I helped your cause, don't you? If I could not leave our home, then I felt you must. When father came to me, doubtful and sullen, worried and sick over what he should allow you to do, I placed my hand upon his shoulder — me, his gentle daughter, advising him. Imagine!

Do you know what I said to him that night, Ari? I remember it so vividly: "Better his sword be broken, father, than his heart."

I can only pray that neither eventuality has come to pass.

The History of Felwithe

When Brell Serilis approached the other gods about sharing a claim in the world of Norrath, Tunare, she whose breath is the wind across the trees, immediately created the elves. Legend holds that Tunare was walking the lands of the Elddar Forest in Tunaria after her meeting with Brell when she came across a lovely pond. As the wind blew by, the surrounding willow reeds began to move, bending and dancing. So graceful they were, so beautiful, that from those reeds she fashioned the Koadal, breathing life into their slender stalks. Blessed with everlasting grace and beauty they were, and as pure as the spring showers that dappled the land with rain.

Tunare also created the Fier'Dal, the wood elves, and her two races lived together in harmony, honoring the land and their goddess with infinite praise. In those elder days, the elves eventually created their first city, Takish-Hiz, a wonder amongst the trees with spirals that stretched to the heavens. Tunare loved her children greatly, doting upon them and blessing them often with her lovely presence.

Unfortunately, wherever light exists in the world, darkness must be nearby. Over time, Innoruuk had grown more and more hateful of Tunare's creatures, for nothing else like them existed on all of Norrath. Brell Serilis, who created the dwarves and the gnomes, had conveniently forgotten to invite Innoruuk to his initial meeting of higher minds. This fact twisted in Innoruuk's already jealous mind — even Rallos Zek had been enticed by promises of glory when he was asked to partake in populating the world.

Innoruuk cursed his siblings and cousins for not extending an invitation, and vowed to make them regret the slight. In the dark of the night, Innoruuk reached into the city of Takish-Hiz with his festering, clawed hands, and stole away the first elven king and queen. Imprisoning them within his realm of Hate, Innoruuk tortured the elves over the course of a hundred years, until they were nearly as twisted and dark as the god's own hard, black heart. From the remnants of these two creatures, the dark elves were born.

Despite Innoruuk's meddling, though they grieved for their first sovereigns, the elves of Tunaria flourished. Cities and villages built high into the trees housed thousands of wood elves, and the marble cities of the high elves were built in the forest's clearings and meadows, their white towers and spires climbing out of the forest, higher than the tallest of trees.

Yet at the height of its glory, the greatest elven city, Takish-Hiz, was struck down by another god: Solusek Ro. The Lord of Fire burnt the lush area of the city until its rivers dried up and its trees blackened, though none can say what the reason for this destruction might have been. Fier'Dal druids and Koadal priests and arcanists fought hard to preserve their home, using all the magic available to them. They could not stop the power of Solusek Ro, however, and even Tunare, whose powers were those of birth and growth, not war and fire, was unable or unwilling to stand against Ro. Eventually, many elves perished and the land turned inexorably to desert.

Most of the remaining elves fled across the Ocean of Tears to Faydwer (though a handful did move west across the continent and settle with the humans who eventually founded Qeynos). The Faydwer elves soon settled into Greater Faydark, carving out another realm for themselves.

Some of the current inhabitants of Faydwer, however, did not approve of the elves' arrival. A large clan of orcs (ancestors of the Crushbones) made immediate war with the elves. The fey of the forest also made their displeasure at the new arrivals known, though they did so in the form of pranks and tricks. While most of the fey creatures eventually moved into the Lesser Faydark, the orcs remain a threat to the elves to this day.

Some legends suggest that Felwithe is built upon the ruins of the ancient dark elf imperial capital of Caerthiel, although no public records to support this claim can be found within Felwithe. The Teir'Dal suggest that Tunare's children razed Caerthiel after Solusek Ro destroyed Takish-Hiz, putting its dark elf inhabitants to the sword. The Koadal, of course, balk at the idea that their wondrous city could be built upon the ruins of such a hateful place.

A few high elves, however, claim that there may be some truth to this story, suggesting further that one can still find remnants of the Teir'Dal construction where water now flows beneath the city. A few extremists have even suggested that the Koadal flooded the bottom portion of Caerthiel purposefully, in order to hide the truth of this matter. City officials and patriot Koadal historians dismiss this idea entirely, stating that the water canals were constructed in order to further beautify the city and to offer more means for transportation through Felwithe.

Felwithe

Small City, Pop. 9,520

(Gnome 0.4%, halfling 0.3%, half elf 0.2%, high elf 93.1%, human 0.1%, wood elf 5.8%, other 0.1%)

Rulers: King Tearis Thex.

Gold Piece Limit: 18,000 gp.

Assets: 8,550,000 gp.

Resources: Fruit and nuts, furs, leather, fish, glass, parchment, books, art, silks, rare threads and other cloths, wine, magic items.

Militia: 80 Defenders of Felwithe (Mil 4–10), 45 Guardian Arcanists (Wiz 4–9/Mil 1), 110 Clerics of Tunare (Clr or Pal 1–20).

The Koadal chose a city site upon the cliffs for the grand elven capital, overlooking the nearby forest. However, as the high elves and the Fier'Dal began to rebuild their lives upon Faydwer following the Hejira, the wood elves began to pull away from their aristocratic cousins, who had always maintained some control over their less politically minded sylvan fellows.

A few rebellious periods surfaced during the early years of Felwithe, but these were all quickly smoothed over via Koadal diplomacy, of course made easier given the general goodwill existing between the two elven races. In the end, though, the Fier'Dal opted to build their own city between the two tracts of the Faydark, high in the branches of the trees.

Nonetheless, Felwithe is still considered by its citizens to be "the elven capital," despite the way most wood elves might feel about the matter. A former Koadal advisor to the royal house was once quoted as saying, "As long as the Fier'Dal believe they control their own destinies, then it is best to let them continue to do so. Our leadership endures in more subtle ways."

Economy

Utilizing the rivers and pools that run through Felwithe, the Koadal have created a large number of orchards within and around the city. These are maintained with the utmost care and produce the finest fruits and nuts in all of Norrath. The high elves have also managed to cross-breed many types of trees in order to produce more exotic (and highly demanded) fruits.

Felwithe also produces furs and leather products taken from beasts of the nearby forest. The elves, however, tend not to use leather and fur materials for clothing, but for other items such as packs, footwear, and book-covers. Silks and other rare cloths are also created and utilized in Felwithe, such that the array of threads available here is vast. Royal and political figures from across Norrath commission clothing, rugs, and tapestries from Felwithe, paying top coin for fine Koadal artisanship.

Glass is another of Felwithe's assets. The Koadal produce a huge selection of rare, delicate, and marvelous glassware. Glassblowers in Felwithe produce awe-inspiring goods, each a piece of art unto itself. These artisans sometimes have their apprentices climb down the perilous cliffs near the city's edge to the small sandy area below, where they are taught to plunge metal rods into the sand. During storms, this attracts the lightning, resulting in strange glass formations the masters use to create unique items and art pieces.

Books, scrolls, and parchment are also exported on a regular basis. Koadal parchment is used by many arcane institutions, being very thin yet durable. Felwithe paper is almost like fine cloth, yet smooth and easy to write on, and is guaranteed not to smudge (if stored under the proper conditions; this guarantee is void if the paper is stored in warm, damp areas, for instance). Felwithe's well-trained and highly employable scribes are also called upon to copy books and other sorts of documentation, regularly traveling to other cities and charging premium fees for their services. Some liberal-minded dwarves, for instance, often use Felwithe scribes when the carving and transporting of stone slabs becomes too cumbersome.

Though it perhaps falls somewhat short when compared to the academic holdings of Erudin, Felwithe has some considerable collections of books and scrolls, for the high elves have long thought of themselves as the leaders among keepers of Norrathian history and lore. Historical information and writings, however, are not cheap in Felwithe.

Finally, Felwithe's surprising number of sculptors and other fine artists are courted and patronized all across Norrath. Sculptures, engravings, drawings, paintings, and tapestries offer a taste of elven culture to those who are unable or unwilling to visit Felwithe themselves. It is rumored that the Teir'Dal rulers of Neriak possess art objects created in Felwithe — however, even if there is any truth to this rumor, it is nonetheless uncertain what the dark elves might not have done to desecrate said objects.

Society

The society of Felwithe is best described as a beneficent caste system. Children are more often than not born into the lives and tasks of their parents and ancestors. The life of the average Felwithe elf, however, is far from common.

Those born into the trades — i.e., clothmaking, glassblowing, smithing, agriculture, and so forth) — are by no means poor by Norrathian standards. Poverty is virtually unheard of within the walls of Felwithe, as the king takes great pains in providing for his people and the wealth of his nation.

Most Felwithians can be classified into one of four social groups: the *nobility*, the *Tunarians*, the *trade folk*, and the *Arcanists*. (One can feasibly belong to more than one social group, such as a noble who is also a Tunarian.) Of course, high elves are known for their civilized conduct and courtesy, and most are perceived as nobles by other races even if they in fact perform only the lowliest duties among their own kind. In Felwithe, though, all high elves respect one another, regardless of vocation or standing. As a result, all high elves tend to expect to be treated by others with respect, as well, even when people of other races do not necessarily perceive a particular elf as deserving the respect he feels he is owed.

Nobility (including royalty) rule the other castes, as in other cultures and nations. However, the ruling class among the high elves embodies the essence of true nobility lacking in the rulers of so many other races, for the Koadal lords and ladies truly feel the burden of their leadership and care greatly for the elves over whom they rule. Nonetheless (and perhaps for that very reason), little expense is spared toward the maintenance and upkeep of Felwithe's ruling class. The nobles are further organized into Houses, each with a family name that can be traced back to the time of Takish-Hiz.

King Tearis Thex is the king of the elves at present (as he has been for several centuries now), with his daughter Firiona next in line to ascend to the royal throne.

Tunarians are those who serve their goddess with their lives: The clerics and paladins of the Clerics of Tunare. While other religions are tolerated within Felwithe, Tunare is universally recognized among the high elves as the supreme deity. The Tunarians do have a healthy mix of trade folk and nobility among their ranks — within the temple of Tunare, all Koadal are created equal, and it is truly by one's deeds that he or she is judged.

Trade folk comprise the largest social group within Felwithe. Those who work a trade such as jewelry making, blacksmithing, agriculture, glassblowing, and so forth almost always come from a long family tradition within their specific trade. Within a given family, at least one of the children almost always takes up one of his or her parents' trades. Those that pursue other ambitions usually find themselves either within the order of the Tunarians or apprenticed to a master of another craft related to that of one or both of their parents.

Note that, in high elven society, career soldiers, farmers, and those who practice animal husbandry are also considered trade folk.

Arcanists comprise the smallest of the social groups within Felwithe. While most children are taught a basic understanding of arcane ritual and verse, only a select few pursue one of the three accepted schools in Felwithe: The School of Charms (enchanters), the School of Elements (magicians), or the School of Riftwalking (wizards). Interestingly, if not surprisingly, many Arcanists are born of noble houses, due to the ability to afford such a select education. Again, while most Felwithians are raised with a



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Elven Cities

basic understanding of the arcane arts, few are chosen to continue their studies under the talented and skilled Arcanists that Felwithe has to offer. Furthermore, non-Kooda'Dal are not permitted inside these schools to learn, however, humans and gnomes are allowed to browse the libraries and purchase arcane materials as long as they adhere to the laws of the city.

Government

Felwithe is a monarchy, currently ruled by King Tearis Thex. Rulership falls to the eldest child of the sovereign when he or she abdicates or dies. The sovereign, however, is truly only equal in power to the Tunarian church within Felwithe. Matters of urgency are dealt with by the king and his Royal Council in consultation with the Tunarians, which has its own council of revered elders that convene together with King and Royal Council to bring resolution to dire problems within the Kooda'Dal nation.

The sovereign technically represents the nobles, the trade folk, the royal family, and the Arcanists. The King's Council (or Queen's Council, as the case may be, though a queen has not ruled Felwithe for several elven generations) always consists of two trade folk representatives, three Arcanist representatives (one from each order), the king himself, and the Royal Chancellor. All positions save for the sovereign's own are by royal appointment. Those who serve the Royal Council may do so for a term of no

more than 31 years, at which time the sovereign chooses a replacement — keeping in mind that most elves live to be at least 500 years of age, this is a reasonable length for the appointment. Should a Councilor meet an untimely death or otherwise be separated from this duty, his or her firstborn assumes the role until the assigned term ends, when a new replacement can be appointed.

The Tunarian Council is comprised of 11 Clerics of Tunare (6 clerics and 5 paladins), and these positions are also filled by appointment within the church. The High Cleric of the church (currently Yeolarn Bronzeleaf; see Area 3) always leads the Tunarian Council, while vacant appointments from among the other ten are filled based upon a candidate's years of service to the temple and the political stature and integrity of the individual, as judged by the current Council.

Most of the time, the two councils work hand in hand to overcome important matters. However, they have been known to disagree from time to time. The church holds itself only to the highest authority — Tunare — while the king always seeks to determine what is best for the people of his nation. Regardless of any differences the two factions may have, disputes usually end without much turmoil.

The sovereign has a large staff that takes care of daily business in Felwithe: tax collecting, health and property inspections, and so forth. When it comes to law, however, the Tunarians are looked upon as judge and jury.

Law

*Tunare's wisdom be my own.
 Tunare's mercy be my own.
 Tunare's honor be my own.
 Tunare's duty be my own.
 — The Oath of Tunare*

The “Code of the Kooda’Dal” was created when the elves first landed upon Faydwer. Once the ancient noble houses of Tunaria were reestablished and Felwithe began to grow, Saint Sarthan Leafwind (the elves’ High Cleric at that time) set forth to pen the first written copy of the Code. Before that time, the elves had adhered to an unwritten set of rules set forth by Tunare herself in the earliest days of Takish-Hiz. Saint Sarthan took it upon himself and House Leafwind to produce the first written laws of the Kooda’Dal.

The Clerics of Tunare (comprised of high elf clerics and paladins) teach, maintain, and enforce the Code within the city: Tunarian law is Kooda’Dal law. Since the laws of Felwithe are so deeply enmeshed in the elves’ religion and the elves as a whole are deeply spiritual, the laws are rarely disobeyed. Folk of other races may find the laws a bit more confining than those of other cities, but outsiders who choose to reside in Felwithe typically do so for the very reason that they respect the law and order of the elves.

Nonetheless, Felwithe’s laws are very strict as they regard foreigners. Half elves are considered only slightly more questionable and inscrutable than wood elves, and are generally accepted, if usually relegated to lesser status among the elves. Gnomes, halflings, and humans are accepted in Felwithe with little cause for concern — though perhaps with a certain stiff formality — but an elf’s word, despite any protestations to the contrary, always carries more weight.

“Outsiders” such as barbarians, Erudites, and dwarves are a special case, treated with a great deal of suspicion (although remember that the elves are always polite even when they are aloof) until they have proved their intentions and worth to the people of Felwithe. For example, in order for a barbarian to enter Felwithe, he must first gain a personal sponsor (who must be a Kooda’Dal or else one who has been declared an acknowledged elf-friend by the king or the High Cleric), and then must petition for entrance into the city. The sponsor must convince the King’s Council and the king himself that the visitor poses no threat. If king and council agree, a formal letter of invitation is drafted and given to the sponsor, who, in turn, gives it to the barbarian. Only once such a letter is presented to the guards is the outsider allowed into the city, and even then only in the company of his sponsor.

Being a sponsor in this way is a grave responsibility for a Teir’Dal, and not one to be undertaken lightly. For instance, a sponsor is held accountable for any laws broken by the outlander. If the foreigner breaks a law, the sponsor is also considered to have broken the law. It is the duty of the sponsor to make sure their companion knows the laws of Felwithe and acts in accordance with them.

If an outsider proves, over time, that he is indeed an asset to the people of Felwithe, he may become a trusted friend and ally, gaining notoriety and more freedom. The great Erudite wizard Al’Kabor is a good example of this system; a

friend of the princess Firiona Vie, he has won widespread recognition and respect from the elves, and was thus recently declared a friend to Felwithe (but only after many years of working to gain the trust of the Kooda’Dal).

Members of acknowledged evil races such as the Teir’Dal, iksar, trolls, and ogres are not permitted within Felwithe on pain of death. A relatively recent story demonstrates the inflexibility of the elves on this point: When Firiona Vie was kidnapped by evil forces on Kunark, an iksar accomplice was captured and marched up to the gates of Felwithe, for he was thought to possess knowledge as to the princess’s location. However, when King Tearis Thex met the creature at the gates, the iksar began to step forward to address the king. The monarch drew his sword and slew the creature immediately, losing any chance to gain its information so that he might send forces to rescue the beloved princess — it is said that he would rather have suffered the eternal torment of his own daughter than see such an abomination befall the blessed earth of Tunare’s city with its presence.

Laws regarding murder and assault, the most heinous of crimes under elven law, were the first to be established under the Code of the Kooda’Dal. The Code describes various forms of these crimes, breaking each down into categories and sub-categories. One may murder, but the Code of the Kooda’Dal defines the crime according to motive, premeditation, and similar considerations and conditions. Thus, harming an assailant in self-defense is not truly held as a crime (unless perhaps other non-violent options were not adequately pursued, for instance), while the coldly calculated eradication (i.e. slaying) of a cult of brain-washed and evil elves is still a terrible crime.

Of course, as noted above, the evil races (trolls, iksar, and so forth) do not receive the same consideration that other “good” races do when it comes to their being killed, even though it is a well-established fact that gnomes, humans, dwarves — yes, even high elves — can be evil.

Yet, despite the fact that evil comes in many forms and must, by divine command, be combated, vigilantism is also a high crime among the elves. Those with personal complaints or vendettas should not pursue unlawful forms of revenge, but, instead, should bring their cases forward to the Clerics of Tunare. Felwithe has remained strong and steady due to maintaining unified and proper actions, and reinforcing this notion was the intent of the Code of the Kooda’Dal.

Theft, another reviled form of crime among the elves, is also organized into different degrees or orders of criminal culpability: *minor/major, material/immaterial, moral/obscene*, and *plaintive/unethical* theft are a few examples of this kind of categorization.

Yet, while their laws may seem harsh, it must be noted again that very few elves ever break these laws, so they are rarely exercised.

Trials and Judges

Any Cleric of Tunare (either a cleric or a paladin) of 11th level or higher is considered to wield the power of forcible arrest within Felwithe. For example, a paladin of Tunare could be walking the streets of Felwithe and come upon two men battering an old shopkeeper. It is fully within her

rights (as it also is her duty) to intervene immediately, using any necessary force.

The guilty are to be apprehended and taken immediately to the temple to face sentencing. Only one senior cleric and one senior paladin of Tunare's Clerics (again, each 11th level or higher) need be present to hear testimony, offer a verdict, and deliver sentence. While this method has a great potential for corruption, the Tunarians have almost to a soul remained true to the original teachings of Tunare. Clerics of Tunare caught abusing their divine authority (a situation that is known to have occurred only once since the founding of Felwithe) are taken before the king and the High Cleric themselves and relieved of their duties and their status within the city, and then exiled.

Trials are often quick, as the Code of the Koda'Dal is one of the most intricate, comprehensive, and detailed set of laws and rulings in all of Norrath. At an early age, all paladins and clerics of Tunare are taught the Code (considered to be part of the Knowledge [religion] skill for such characters). Some of the church elders can recite its entirety by memory.

Witnesses and evidence are accepted from opposing sides in every case if called for by either the plaintiff or the defendant (particularly common in cases where a trial has been brought to the Tunarians by two sources outside the church). Those within the city who are brought in for transgressions witnessed by a Cleric of Tunare are often judged by their captor(s).

Needless to say, the word of a senior paladin or cleric (or even a junior one, for that matter) is almost always taken over the word of the accused. The Tunarians are bound by their formal oath to the Mother of All. Very few elves question the Clerics of Tunare and the legal system that has served the people of Felwithe for generations.

There are no appeals once the Tunarians reach their decision — even the king himself cannot override the decisions of the temple. However, if new evidence is brought forth to the Tunarians, they will assign new judges to consider the evidence in its entirety and weigh it appropriately against the final judgment.

Punishments

When the Lord of Fire scorched Takish-Hiz and the very soul of the elven people, it is said that Tunare wept so that the winds blew and the mountains shuddered. Upon those winds, her tears were carried over the sands and across the waters to the east. The elves followed the divine winds, and they did feel their Mistress's pangs within their own hearts. The lives lost to the great scorching and to the long journey that followed are never to be forgotten.

It is said that each elf who perished, whether from hurts of the body or grief of the soul, was taken into Tunare's arms and given the balm of her blessed tears, so that she or he might at least be made into a shining, unburdened spirit. These spirits we can still see today, each a star in the night sky, shining to remind us of our proper place here upon the earth. Each precious star will forever be mourned.

— Introduction to *The Code of the Koda'Dal*

Punishments in Felwithe are severe, and capital punishment, while universally loathed, is practiced. The life of a

Koda'Dal is a precious gift indeed, and any who dare to steal that gift must pay the ultimate price. Not only do the elves lose the life of an innocent, though, but the murderer himself must also follow, thus adding further to the loss — for where some societies derive a certain grim satisfaction from the death of a murderer, the Koda'Dal mourn the elf who commits such an act. One life lost is rare and painful enough; two is reason to dwell in anguish for months, if not years.

When a Koda'Dal is murdered, the guilty are publicly executed, regardless of race, class, or station. Before a guilty party is sentenced to public execution, however, he or she is given a waiting period of one month in case new evidence might be brought forth to clear his or her name. The murderer is also urged to use this time to make peace with the Mother of All before the final journey into her realm.

Battery and assault are a different matter. If the accused is found guilty of severe assault and battery, he is required to perform a duty of extraordinary service for the victim (or the church, in cases where the victim wants no contact with or service from the guilty party.) This service can involve labor as an indentured servant for a specific amount of time, public service, or the like, but the criminal is never asked or allowed to leave the city until the entirety of the sentence has been served. The punishment is usually designed to allow the criminal to learn to respect his fellow Koda'Dal.

The punishment for theft usually begins with forcing the guilty party to return the stolen items (or items worth the same in value if the originals cannot be retrieved.) In cases where the thing stolen is immaterial — for the elves consider “slander” to be “theft of reputation,” for instance, and they recognize the fact that one might in some way steal another's ideas or virtue, for example — then some other form of restitution must be assigned. If the thief is without any seizable assets, she is made an indentured servant to the victim or the temple until an appropriate value can be worked off. “Horrific tales” of accused thieves

Fier'Dal and *The Code of the Koda'Dal*

The wood elves of Kelethin, while they are “officially” subjects of King Tearis Thex, are treated as an independent vassal state rather than a colony of Felwithe. Having their own government, the Fier'Dal have laws that better fit their way of life. Still, where Kelethin's laws may differ (in some ways slightly, in others quite sharply), a wood elf, like any non-Koda'Dal, must adhere to the laws of Felwithe once he steps foot inside the city.

The king employs a wood elf liaison in his court, Faeryn Bladestorm, who acts as an ambassador of goodwill and an intermediary for the people of Kelethin when they are in Felwithe. The wood elves are less privileged than the high elves in many subtle (and some not so subtle) ways, and they sometimes require his aid during times of need, such as when misunderstandings occur between the often lackadaisical wood elves and the high-minded Koda'Dal.

working for decades in order to repay what was lost have been documented by outsiders to the city.

In all cases, punishments are dealt as deemed fit by the Tunarians. For instance, the relative lifespan of the malefactor is a taken into consideration, so a human thief might serve a 7-year sentence of indentured service, where a wood elf guilty of the same crime might serve for 35 years. The overall belief that one should treat her fellow citizens as she would have herself treated is invariably taken into consideration, and mitigating factors can lessen the sentence for even the most serious of crimes — though unpleasant circumstances and unsavory behaviors can also cause sentences for normally minor crimes to become unfairly severe in the eyes of other races. Ultimately, the high elves feel that a general goodwill ought to exist among all fair-minded beings (although “fair-minded” is a problematic term at best), so those who threaten or flout this goodwill tend to be dealt with relatively harshly.

Local Observances and Festivals

*Blessed be our honored Mother,
For fields quicken at Her breath.
Mourn the dark children, tortured by light;
Blackened hearts are made blacker by the sun.*

—Traditional prayer offered on the Dark Night of Mourning

When a Koda'Dal dies, his body is cremated and his ashes scattered in the Garden of Sanctuary (Area 6a in Felwithe) so that the sacred trees growing there may absorb the spirit. This spreading of ashes among the trees is a tradition also practiced by the Fier'Dal, though they scatter their loved ones' ashes in wild groves in hopes of returning the flesh to the earth whence it first came.

The Spring Festival is a time of renewal and new beginnings. Half-eaten loaves of bread are shared with friends. Bottles still half full of wine are brought together and poured into cups and chalices for new libations. Hope and promise linger in the air. Families and houses known to have had disagreements are encouraged to partake of the Renewal Ceremony, wherein the head of each household brings forth a portion of the family's wealth and they bury it together in the Tunarian temple garden. This is a symbolic planting of the “seed of hope,” and is thought to allow lasting friendship to grow between the two. Often, especially in cases where the feud has been long-lasting, a wedding between children of the two opposing houses follows, in the hope that a child born of the two houses may embody their new joining.

Tunare's Harvest Festival is an annual event held around the autumn equinox that pays tribute to the bounty of the last year. High elves gather together for several days in homes, inns, and parks, by pools, and in the courtyards of the royal castle or the nearest Tunarian temple to reminisce and partake of feasting, games, and celebration.

The Dark Night of Mourning is another annual Felwithian custom. On the darkest night of the year (the first night of the winter solstice), high elves spend their time quietly, in remembrance of those they have lost. The Dark Night of Mourning was first created to mourn the first king and queen of Takish-Hiz and their century of suffering at the

hands of Innoruuk. The observance has, over the course of time, evolved into a day for remembering all Koda'Dal who have been lost. By dusk, candles are placed in windows to guide those who have been lost so that they might find their way home. While those who pass on normally enter Tunare's Plane of Growth, it is said that on this night Tunare allows their spirits to return home and enjoy the warmth of those they have left behind.

City Structure

Felwithe is a city enclosed by natural and manufactured barriers. The sole entrance is built into the side of the hill, burrowing upwards until it comes out into an open area set high upon the cliffs. A great wall stands to the east, near the edge of the cliffs, in order to protect less agile folk from tumbling off the side. A stone walkway is built on both sides of the wall so that those who wish to view the beauty of the ocean may do so in safety.

The wall itself is built of Kaladim masonry (quarried and sold to the elves long ago by the dwarves). The elven Arcanists fortified the wall by casting magics upon it, and then turned the bricks white and gray, so that the wall appears to be of marble. The walkway is cobbled, with room enough for three elves to walk abreast without fear of one falling off. Torches are lit along its length at night. From sea, the city of Felwithe appears as a shimmering line of tiny flame-specks in the distance. Sailors from all over Norrath use these lights to help them navigate through the waters around Faydwer. Rumor also has it that the gnomes and dwarves are working together to create a device for King Tearis Thex — a giant pillar that sends a powerful beam of light out into the ocean so that sailors may be mindful of the rocks during a storm.

The buildings within Felwithe are, for the most part, created from the stone and rock of the mountain upon which it is built. Long ago, dwarves were hired to help in the fledgling city's construction, and the elves learned greatly from that experience, so that they were soon able to create their city in as grand and as glorious a style as they saw fit. The intermingling of dwarven workmanship with elven artistry in this case proved highly successful.

Once the elves had established basic city limits, they utilized the giant, natural pool of fresh water in the southeastern portion of the city and began building canals in order to direct the water where they desired. The first canal simply looped around a portion of the southeastern corner of the city. The second was created further west, to where shopkeepers had begun extending their businesses closer to the water. Over time, small boats were created in order to travel from the southernmost portion of the city to the north.

In the center of the city lies a huge grassy area called the Garden of the Mother. The elves maintain this area of grass religiously to this day, and it provides a place for gatherings and recreation of all kinds. Just to the north of this garden sits a huge orchard wherein fruits and nuts of all variety are grown. Any citizen of Felwithe is allowed to partake of the bounty of these trees. However, the king's staff employs an agricultural official to monitor the borders of this orchard, keeping an eye on the comings and goings of all and taking note of who takes more than the rest.

An important portion of the city can only be conveniently accessed through magical means. The Arcane District sits above Felwithe, higher up on the cliffs. However, in order to expedite travel, the Riftwalkers created three portals (similar to those created by the Crimson Hands of Erudin) that can carry them from the “lower city” to the Arcane District in an instant.

The Port of Felwithe

Felwithe’s port sits to the south of the city at the base of the eastern cliffs. A path veers southeast from the single entrance into Felwithe, eventually turning into steep stone stairs that lead to the docks below. Felwithe’s port authority rests at the bottom of these stairs, keeping a watchful eye on all ships that come to the docks. While Felwithe has no true navy, it is rumored that King Tearis Thex is currently in the process of hiring shipbuilders from Freeport in order to begin work on a royal fleet that can more routinely travel between Faydwer and the Kunark outpost of Firiona Vie.

All ships entering the Felwithe port are subject to inspection, as the port authority deems necessary. The Defenders of Felwithe also maintain two buildings at the docks. All vessels wishing to utilize the docks must pay a docking fee ranging from 2 silver to 180 gold pieces per day, depending on the size of the vessel and the assessed value of its cargo, and every ship must have a representative (usually the captain or first mate) sign the vessel in with the port authority.

Access to the City

There is one entrance into the city, though some would argue there are two, given the nearby cliff face; while it’s not impossible that someone could find a way to scale the cliff walls and enter the city from the back, though, only a master climber in the peak of physical condition could attempt this without being almost assured of a fatal fall, landing on the sharp, jagged rocks below. Even those with magical means to lift themselves off the ground find it almost impossible to withstand the sudden and fierce gusts that seem to want to keep them from the city: Tunare’s breath indeed.

The entrance to Felwithe is marked by two pillars and an etched archway. There are always 2 veteran Defenders of Felwithe (*male or female high elf, Mil 8–10, OG; King Tearis Thex*) in front of each pillar, keeping an ever watchful eye toward the entrance. A handful of guards also walk a small patrol up to about a hundred yards outside the entrance, inside the entry tunnel. Even those who somehow use stealth to make it past this first team of patrolling Koadal would likely have to be invisible and quiet as mice to slip by the Defenders at the archway.

Defenses

Felwithe possesses a few natural defenses. First, the cliffs upon which the city sits offer great protection from enemies. Second, the only feasible entrance runs into the

mountain and then ascends, and is easily held by a handful of well-armed and competent warriors. Felwithe has never been successfully attacked, although in the distant past orcs did make a few futile attempts.

The forces within Felwithe are mostly comprised of the Defenders of Felwithe and the Clerics of Tunare. Also worthy of note, though, are the Guardian Arcanists, whose magic can be called upon within moments when needed. The Guardians — all of them wizards — are trained not only in magic (specializing in evocation) but also in swordplay, strategy, and warfare. During the last orc invasion attempt, several centuries ago, a number of witnesses documented seeing 40 or 50 enemies at a time succumbing to flame, lightning, and the freezing ice of Arcanist spells.

The City Proper

The Tunarian temple is one of Felwithe’s most important, beautiful, and immediately noticeable structures, day or night. A testament to the skill and artistry of the Koadal people, the temple illuminates the entire north-eastern section of the city during the dark hours. The marble pillars and gorgeous stained glass windows leave visitors in awe. The Royal Castle and the Hall of the Defenders of Felwithe are two more buildings of import within the city. The Royal Castle sits upon a stream and overlooks the ocean to the east. To the south is the paladin’s guild hall, which is essentially a smaller version of the Tunarian temple.

In the southern portion of the city is the Garden of the Mother. This huge grassy and wooded area serves as a public meeting and recreation area. Also of note is the Arcane District of the city, which can be accessed only via one of the three magical portals set about the city; this district holds three major libraries as well as the schools for enchanter, magician and wizard students.

[1] The Royal Castle

The Royal Castle exists in the northwestern portion of Felwithe. The keep overlooks the ocean, being set upon the high cliffs. An elf-made pond lies east of the castle, with a stream that runs southward through the city. In these waters live many kinds of fish, watched over and cared for by the royal staff.

The castle itself is surrounded by a stone wall roughly 20 feet high and 5 feet thick. The entrance to the keep’s interior faces out over the water, and is always guarded by a handful of the King’s Guard (*male or female high elf, Pal 8–12, OG; King Tearis Thex, Clerics of Tunare*) and their captain (*male or female high elf, Pal 12–15, OG; King Tearis Thex, Clerics of Tunare*). Those entering the gate must then circle around the building to the castle entryway, which is at the opposite end.

King Tearis Thex (*male high elf, Ari 4/Pal 27, OG; King Tearis Thex, Clerics of Tunare*) resides here along with a few hand-picked advisors and a horde of staff. Lord Arrias Arcanum (*male high elf, Pal 25, OG; King Tearis Thex, Clerics of Tunare*), a paladin sworn to protect the king, also resides here; the Arcanum family, however, is currently suffering terribly from worry, for Arrias’ son has gone missing (see quest sidebar).

Quest: Arrialla's Token

Faction: King Tearis Thex, Clerics of Tunare (+1 rank).

NPC: Arrias Arcanum.

CR: 4–7.

Reward: +2 faction rank with Clerics of Tunare and +1 faction rank with King Tearis Thex; *Arrialla's token* (see Appendix Two).

Quest Summary: Lord Arrias Arcanum, sworn protector and advisor to the high elven King, has lost track of his son, Sir Ariam. Ariam, also a paladin, set off westward 4 years ago seeking to eradicate an evil he heard of on the continent of Antonica, and has not been heard from since. Lord Arrias asks that word be brought back to him, no matter how dire, of his son's fate.

Sir Ariam was last seen buying equipment in Freeport for a venture into the lost stronghold of Befallen. Further details are left up to the GM, but utilization of the adventure book *Befallen* is highly recommended: Sir Ariam's remains can be found there (see Area 1–14 in *Befallen*), along with the token.

If the PCs keep *Arrialla's token* and do not return to Felwithe, they eventually gain a –1 faction penalty with Clerics of Tunare and the Defenders of Felwithe, and a –2 penalty with King Tearis Thex. If they return the locket to Lord Arrias, he offers the token back to the party.

[2] Hall of the Defenders

This building doubles as the headquarters for the Defenders of Felwithe and the paladin's guildhall (since the paladins of the Clerics of Tunare generally command the Defenders). The hall is located south of the royal castle and is commanded by General Jyleel (*male high elf*, Ari 3/Pal 26, OG; *Clerics of Tunare*, *Defenders of Felwithe*, *King Tearis Thex*), who is considered chief among the paladins of Felwithe, and his comrade and second-in-command, Tynkale (*male high elf*, Pal 25/Exp 4, OG; *Clerics of Tunare*, *Defenders of Felwithe*, *King Tearis Thex*).

This hall also serves as barracks for the 16 members of the King's Guard (*male or female high elf*, Pal 8–12, OG; *King Tearis Thex*, *Clerics of Tunare*) and their 2 captains (*male or female high elf*, Pal 12–15, OG; *King Tearis Thex*, *Clerics of Tunare*).

A storehouse and an armory sit to the east of the Hall of Defenders. These are always guarded by Defenders of Felwithe.

[3] The Temple of the Mother

The Temple of the Mother is located just to the north of the great orchard, east of the royal palace. High Cleric Yeolarn Bronzeleaf (*male high elf*, Ari 3/Clr 27, OG; *Clerics of Tunare*, *King Tearis Thex*) presides over the church in Felwithe, assisted by his son Pherrick (see below).

Pherrick, however, has plans of his own for the Clerics of Tunare — although the position of High Cleric is in no way hereditary, the young elf seems to fancy himself the next logical candidate. (There are many among the Clerics who do not agree.) Pherrick believes that his father is stuck in the past and should open up to more modern ideas from outside the "Ivy City."

Pherrick Bronzeleaf, Male High Elf, Ari 7/Clr 8: CR 14; Medium-size humanoid (elf) [5 ft., 4 in.]; HD 7d8 plus 8d8; hp 62; Init +1 (Dex); Spd 30 ft.; AC 17 [flat-footed 16, touch 11] (+1 Dex, +5 armor, +1 shield); BAB +11; Grap +11; Atk +13/+8/+3 melee (1d6+2, +2 *light mace*) or +12 ranged; SA spells; SQ divine power (celestial healer), extended enhancement 1, high elf traits, infravision, see invisible, +2 on fire and disease saves, +2 on saves against gaze attacks or blindness effects; Res CR 1, DR 6, FR 5, MR 3, PR 7; AL DG; Fac Clerics of Tunare; SV Fort +6, Ref +5, Will +14; Str 10, Dex 13, Con 10, Int 15, Wis 16 (15), Cha 19 (17).

Skills: Channeling +10, Diplomacy +24, Heal +7, Knowledge (local lore [Felwithe]) +9, Knowledge (mysticism) +7, Knowledge (peerage) +8, Knowledge (religion) +10, Listen +9, Meditation +13, Search +11, Sense Motive +13, Spellcraft +12, Spot +9.

Languages: Elvish (4), Common (4), Elder Elvish (4).

Feats: Heighten Spell, School Specialization (alteration), Skill Talent (Diplomacy).

Cleric Spells Usually Prepared (mana cost, modified for celestial healer power): *Cancel magic* (5), *flash of light* (2), *furor* (3), *gate* (12), *halo of light* (7), *light healing* (5), *stun* (6), *symbol of Transal* (9). Save DC 13 + spell level.

Mana Pool: 51.

Possessions: *Ornate electrum chain shirt*, small steel shield, +2 *light mace*, *mask of observance*, *shimmering white shroud*, *electrum emerald circlet*, *whispering cameo*, *electrum topaz ring*, *ring of power* (type 1), *imbued deity of Tunare*, *gate coin*, *mediate mantra of time's recourse* (2 charges), *blessed dust of Tunare* (2 uses), *bottle of elven wine*, holy symbol, 25 gp.

Pherrick Bronzeleaf (buffed with *center* and *symbol of Transal*): hp 75 + 7d6 = ave. 99; AC 18 [flat-footed 17, touch 12] (+1 Dex, +5 armor, +1 shield, +1 divine).

[4] Arcane Portals

There are three portals located throughout the city, each one magically teleporting the person who steps upon it to the Arcanists' Portal (Area 17 in the Arcane District). The first of these portals was built next to the royal castle, the second in the southwestern portion of the city, and the third on a small, serene island amid the eastern pools of Felwithe.

[5] The Garden of the Mother

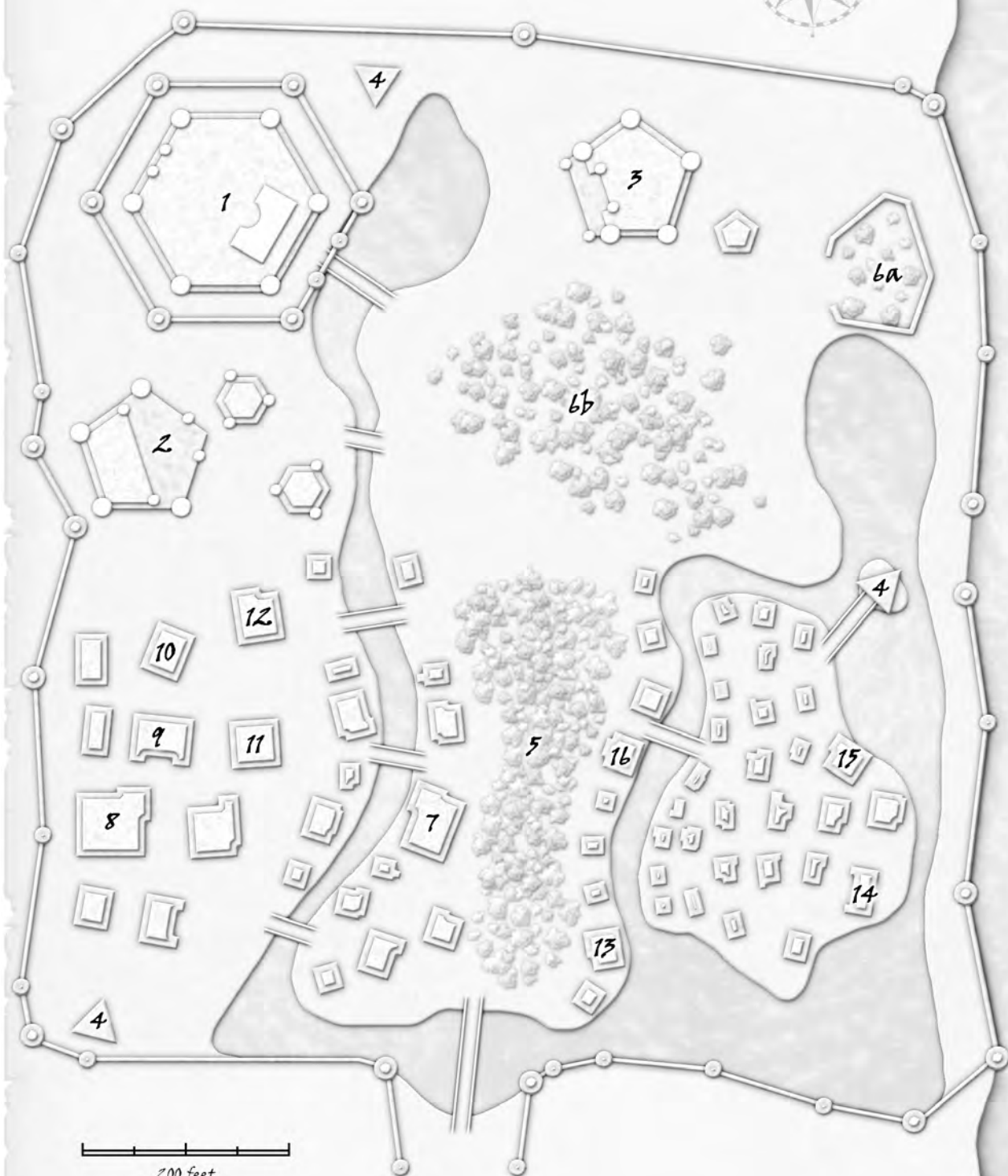
The Garden of the Mother is a lightly forested area open to all citizens of Felwithe (though the city's few non-elven residents rarely if ever come here) as a place to gather and celebrate, or to relax. This area is well maintained by the royal staff so that it stays green and lush throughout most of the year.

[6a] The Garden of Sanctuary

This small area of trees is a sacred place, for its trees were brought from Tunaria as saplings by the Koad'aDal when they crossed the Ocean of Tears. New trees that sprout here are transplanted to the Great Orchard (Area 6b), so that all

Felwithe

North



of the trees here are tremendously old and large. A low stone wall has been laid around the perimeter to mark its location. This grove is also where ashes of the dead are laid so that the trees may gather and be renewed by the spirits of the newly departed.

[6b] The Great Orchard

These trees are the descendants of those of plants brought by the elves from Tunaria after the scorching of Takish-Hiz. These trees produce various precious and valuable fruits and nuts, sought after by all races on Norrath, as many of them are now extinct everywhere but here.

A handful of Defenders of Felwithe patrol casually about this area; this post is considered a rather enviable assignment, both because of the beauty of the location and because the soldiers here have little to do — no self-respecting elf would ever consider profiting from stolen fruit taken from this grove.

[7] The Emerald Armory

Opal Leganyn (*female high elf, Exp 17, NG; King Tearis Thex*), thought by many to be the oldest elf in all Felwithe even though she retains the ever-youthful appearance of the elves, owns and operates this shop. Where dwarven armor and weapons are created more for sturdiness and strength, with little concern for aesthetics, the Emerald Armory produces pieces that are as much about artistry as they are function. While the items are useable in battle (though perhaps not as effective as dwarf-made versions), they are also some of the finest and most impressive looking pieces that Faydwer will ever see.

[8] Beyond Faydark

Beyond Faydark is a large food merchant shop that carries all manner of grains, spices, dried fruits, and vegetables (both fresh and preserved). Whatever Felwithe cannot produce, this shop obtains in trade from the Fier'Dal and the dwarves. Rolyn Longwalker (*male high elf, Com 7, NG; King Tearis Thex, Clerics of Tunare*) has long been the overseer of Beyond Faydark.

[9] The Felwithe Keeper

The Felwithe Keeper is the bank in Felwithe, dealing with all matters of coin and credit. The bank's overseer is Rylisan Vinesinger (*female high elf, Ari 1/Exp 9, OG; King Tearis Thex*), a loyal staff member of the king who has long been trusted to handle the affairs of Felwithe's monetary needs.

[10] Faydark's Bane

This shop supplies the people of Felwithe with a wide selection of trade items. Here, one can find tools and supplies for fletchers, tailors, smiths, potters, and brewers. Tolis Fearnone (*male high elf, Mil 2/Com 4, OG; King Tearis Thex, Clerics of Tunare*) runs this establishment.

[11] The Traveler's Home

This place is one of Felwithe's finest and most popular taverns. Run by Innkeeper Freegraze (*male high elf, Com 1/Exp 6, NG; King Tearis Thex*), this stop is a frequent stop for foreign friends and Koda'Dal who have returned from the outpost of Firiona Vie. Once a week, there is a friendly bard

competition held here in which human, half elf, and wood elf bards all compete. Prizes are given for best song, story, and poem.

[12] Shop of All Holos

The Shop of All Holos is a moderately sized general wares store. Shopkeeper Alladria Skyetcher (*female high elf, Com 7, OG; King Tearis Thex*) has gone out of her way to make everyday items more affordable for all.

[13] Tovanik's Venom

Wela Muselender (*female high elf, Exp 5, OG; King Tearis Thex*) runs this small shop specializing in spirits: wines, ales, and other exotic concoctions, both local and imported.

[14] Tunare's Blessings

Tunare's Blessings is a newer merchant shop run by the Mildbrook family. Family matron Leshea Mildbrook (*female high elf, Com 3/Exp 9, NG; King Tearis Thex*) has taken great pains to acquire gems and other precious stones from Kaladim, reselling them here in Felwithe. She also carries a wide array of oddities that her daughter, Tiatiah (*female high elf, Enc 11/Exp 4, DG; Keepers of the Art, King Tearis Thex*) has collected in her many travels. Some of these items include minor magic trinkets, potions, and herbs. Tiatiah has also been hiring young adventurers to collect some minor items for her.

Quest: Components for Tiatiah

Faction: Keepers of the Art (+0 rank).

NPC: Tiatiah Mildbrook.

CR: 1–3.

Reward: 1d10 gp per item (per party member); +1 faction rank with Keepers of the Art if this quest is completed twice (max +1 rank from this quest). If the quest is completed more than 4 times, Tiatiah gives the party a *blood of the wolf* potion (6 doses).

Quest Summary: Tiatiah Mildbrook is a widely traveled young enchanter from Felwithe who has some degree of skill in alchemy. The list of alchemical components she currently needs is as follows: 10 spiderling silks, 10 bat wings, and 3 giant wasp stingers. Retrieving all of these items for her completes the quest. GMs should feel free to alter the list slightly (perhaps adding new items taken from creatures that would increase the total CR of the quest) from one time to the next if the PCs seek to complete the quest more than once.

[15] Felwithe Fish House

Fishmonger Issa (*female high elf, Com 1/Exp 5, NG; King Tearis Thex*) runs this business. Anyone interested in fresh fish or in learning the ways of the fishmonger are invited to step inside for supplies and inexpensive lessons. Fish can be purchased from her, caught fresh daily, as can bait, fishing poles, and nets.

[16] Kylista's Seedlings

Seeds and other gardening supplies can be found in Kylista's Seedlings. Kylista (*female wood elf, Com 5/Dru 3, NG; King Tears Thex*), one of the few wood elves to operate a shop in Felwithe, has made it her business to buy seeds and strange saplings from all over Faydwer. Koadal interested in expanding their gardens can find most anything they need within her doors.

[17] Arcanists' Portal

Those stepping upon one of the portals at Area 4 on the map appear here, in the center of the Arcane District, which is located northwest of the main city, outside of Felwithe's walls. Built higher up on the cliff overlooking the ocean, this area was once accessed without using the portals, as a steep set of carved stairs used to lead up to it from the city gate. A few years after the construction of these two sectors, though, an earthquake shook the surrounding area, causing a great rift that destroyed the stairs. Some say the quake was a mere natural occurrence, while others suggest that something beneath the city caused the very rock of the mountain to shudder. Arcanists and stonemasons risked their lives to accommodate travel between the two areas until magical portals could be set in place for those wishing safer access into the district beyond.

[18] Return Portal

This portal returns those who step upon it to any one of the arcane portals (Area 4) in central Felwithe.

[19] The Historical Library

This library houses all books pertaining to the known history of Faydwer, Tunaria, Norrath, and Felwithe. It also includes books on folklore and legend.

[20] The Theological Library

This library possesses books dealing with the gods and their rumored planes of existence. Mythology and books dealing with religious ritual and worship are also found here.

[21] The Great Library of Felwithe

This is a general library where books can be found dealing with most subjects not addressed in the Historical and Theological Libraries. One can also find maps, trade-books, scrolls on geography, and other miscellaneous books within.

[22] The Arcane School of Beguiling

This is the main building where enchanters are taught their craft. Inside are classrooms, study areas, and libraries dealing specifically with the enchanter's art.

[23] and [24] Student Dorm Rooms (Enchanter)

Students of the School of Beguiling are housed in these two buildings. The younger students are kept closer to the main schooling area, while the more experienced students are housed in the southern portion of the island. High Beguiler Yuin Starchaser (*male high elf, Ari 2/Enc 27, NG; Keepers of the Art*) is the venerable head of this order, an

old-seeming elf who has been teaching young Koadal his art for over two centuries; he rarely goes out any more, and many folk assume incorrectly that his much more visible protégé and assistant, Kinool Goldsinger (*male high elf, Enc 25, NG; Keepers of the Art*), is actually the guild's master.

[25] The Arcane School of Elemental Mastery

This is the main building in which magicians are taught their elemental magics. Like the enchanter building, this structure has numerous classrooms and libraries. This building also has a basement where students are urged to practice the art of elemental summoning. While most students have no difficulty keeping their "pets" in line, some have been known to get lost or become wayward. In order to maintain the safety of the other students, first and second year students may only summon these beings in the basement, where they are well protected by ancient and powerful wards from the attacks of summoned creatures.

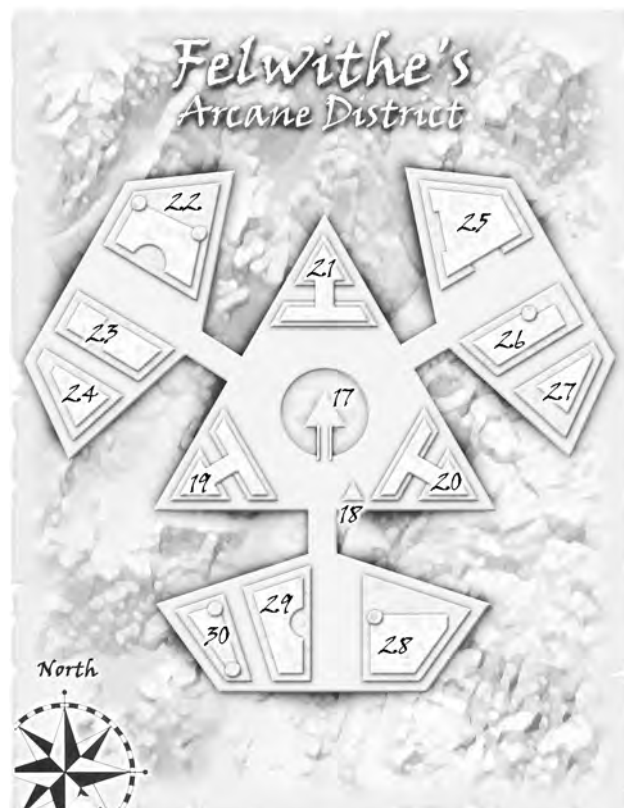
Jewelyn Dawnbreeze (*female high elf, Mag 25, DG; Keepers of the Art*), surprisingly young for her ability, has recently taken on the mantle of High Elementalist here.

[26] and [27] Student Dorm Rooms (Magician)

Students from the School of Elemental Mastery reside here.

[28] The Arcane School of Riftwalking

This is the high elves' school of wizardry. Not only does this building possess classrooms and libraries, but in the center is a room warded by strong magics. Inside, young



wizards begin to learn how to tear space and time in order to master teleportation. The wards placed upon this room protect the students from opening unwanted rifts to unknown dimensions.

High Riftwalker Sheigh Skyrunner (see below) is officially the head of this school of magic, but she is often away and generally leaves the daily business of the school under the care of her friend and assistant, Tarker Blazetoss (*male high elf*, Wiz 24, OG; *Keepers of the Art*). It is rumored that Lady Skyrunner, born of a once thriving noble house, is currently on a dangerous quest, having come across evidence regarding the location of a piece of the lost *Staff of the Four*. News has just reached Felwithe that Sheigh has just added a rather powerful name to her list of enemies: Alluveal, a well-known dark elf wizard originally from Neriak.

Lady Sheigh Skyrunner, Female High Elf, Ari 2/Wiz 25 (always buffed with *manaskin* and *shield of the magi*): CR 26; Medium-size humanoid (elf) [5 ft., 2 in.]; HD 2d8 plus 25d4; hp 154 + (2d10+3)x10 = ave. 140 extra against spells only; Init +3 (Dex); Spd 30 ft.; AC 25 [flat-footed 22, touch 17] (+3 Dex, +8 armor, +2 arcane, +2 deflection); BAB +13; Grap +12; Atk +16/+11/+6 melee (1d6+2, *runed elder staff*) or +16 ranged; SA spells; SQ damage reduction 5/+2, flowing thought I, Greater Specialization (evocation), greater wizardries (mana burn, spell fury), high elf traits, improved damage I, infravision, quicken mastery, spell haste III, summoning haste I, +2 disease and fire saves, +4 magic saves; Res CR 3, DR 12, ER 3, FR 16, MR 17, PR 1, SoR I; AL NG; Fac King Tearis Thex, Defenders of Felwithe, Keepers of the Art; SV Fort +12, Ref +15, Will +25; Str 8, Dex 16 (10), Con 10 (8), Int 30 (22), Wis 19 (17), Cha 16.

Skills: Channeling +32 [*platinum sapphire ring*], Diplomacy +8, Knowledge (art and literature) +16, Knowledge (folklore) +21, Knowledge (geography) +22, Knowledge (history) +20, Knowledge (mysticism) +38, Knowledge (planar travel) +30, Knowledge (peerage) +17, Listen +9, Meditation +41, Search +16, Sense Motive +9, Spellcraft +35 (+45 determining spells or magic effects), Spot +9, Trade Skill (baking) +20, Trade Skill (calligraphy) +23, Trade Skill (jewelcraft) +28, Trade Skill (tailoring) +26.

Languages: Elvish (5), Common (5); Combine (4), Dragon (4), Dwarf (4), Elder Elvish (5), Erudian (4), Gnome (4), Old Erudian (4).

Feats: Combat Casting, Enlarge Spell, Extend Spell, Mental Clarity, Mystic Capacity, School Specialization (evocation), Spell Focus (evocation).

Wizard Spells Usually Prepared (mana cost, modified for Greater Specialization and *platinum ruby ring*): *Annul magic* (11), *Atol's spectral shackles* (19), *gate* (10), *harvest* (0), *inferno of Al'Kabor* (91), *paralyzing earth* (15), *pillar of lightning* (49), *rend* (40), *tears of Druzzil* (54). Save DC 22 + spell level, or DC 24 + spell level for evocation [*platinum sapphire ring*].

Mana Pool: 521.

Possessions: *Robe of the Riftwalker* (see Appendix Two), *runed elder staff*, *crystal spectacles*, *cloak of leaves*, *azure sleeves*, *wizard's touch gloves*, *braided cinch cord*, *platinum black pearl diadem*, *velium star rose quartz earring*, *earring of essence*, *velium emerald amulet*, *bracelet of charms*, *gold blue*

diamond bracelet, *platinum sapphire ring*, *platinum ruby ring*, *polished stone anklet*, 200 gp.

Sheigh Skyrunner (also buffed with *diamondskin*): hp 246 + (2d10+3)x10 = ave. 140 extra against spells only.

[29] and [30] Student Dorm Rooms (Wizard)

Riftwalking students reside here. Unlike in the enchanter's area, the less experienced are placed near the southern part of the island; the more experienced students are kept close to the school, considering their tendency to dabble after hours and create dangerous situations for themselves.

New Feat

The Arcanists of Felwithe are highly regarded for their implicit understanding of the arts of magic, even if they are perhaps not generally as open to new ideas as their Erudite counterparts. The high elves of the Three Schools have nonetheless been responsible for some remarkable innovations, such as the ability to draw the power for their spells from within, rather than from the materials and objects others must use to focus their magic.

Conserve Reagent [Metamagic, Mystic]

The character may eschew the use of the usual material components for her spells.

Prerequisite: Caster level 1st or higher.

Benefit: The character can cast any spell normally having material component(s) with a value of 1 gp or less without needing that component. (The casting of the spell still provokes attacks of opportunity as normal.) If the spell requires a material component that costs more than 1 gp, the character may pay an additional 10% more mana than the spell normally costs to cast it without the material component, so a conserved casting of a spell that normally costs 50 mana instead costs 55 mana.

Special: A spellcaster must decide whether she will enhance a spell with a metamagic feat when she prepares the spell, not when she casts it.

This feat cannot be used with any spell that requires an *essence emerald* as its material component (or, at the GM's discretion, with any spell requiring a similarly rare or powerful material component).

Kelethin

This tree city is one of Faydwer's most noteworthy and remarkable features. Built among the giant trees of the Greater Faydark, Kelethin is home to the Fier'Dal (and a goodly portion of Norrath's half elves). The city was created long ago when the elves from old Tunaria made an exodus across the Ocean of Tears and landed upon the fertile, green continent of Faydwer.

Where Felwithe is often thought of (at least by elves) as the heart of Faydwer and Kaladim is widely known as the "jewel" or the "emerald of Faydwer," Kelethin is felt by many elves and humans to embody the eastern continent's spirit.

History

The Fier'Dal, like the Koadal, were once inhabitants of the great city of Takish-Hiz. While the Koadal were creatures of politics, organization, and law, the wood elves preferred the natural order of things. According to wood elf oral tradition, the Fier'Dal serve Tunare by providing her with druids who watch over her lands, rangers who protect her creatures, and bards who carry history and lore down through the ages.

When Solusek Ro destroyed Takish-Hiz and the elves migrated to Faydwer, the Koadal seemed eager to rebuild their marble halls and towers of sorcery, but the wood elves were smitten by the beauty of the Faydark itself. Their

Sisle Songsung strummed her lute, slowly eyeing the crowd that had gathered around her — mostly children at this point. A young human, and one little known in these parts, she understood only too well the challenge she now faced, for Kelethin produced some of the finest bards on Norrath. Sisle, however, would show these gentle folk just what the human bards of the world could do; no elf blood flowed in her veins, just the strong, hearty passion of her Antonican ancestry.

She paused a moment and brushed a few strands of amber hair behind her ear. Her keen, bright green eyes glimmered in contemplation.

"Shall I tell a tale of the elves of Antonica?" Sisle asked, playing her lute softly as she spoke.

"What elves in Antonica?" a young wood elf lad asked.

"Ahh, you don't miss a beat, do you young lad," Sisle winked at him, and he almost smiled in return. "Perhaps you'll make a fine bard someday." The boy scowled then, but his features quickly softened when he noticed the other children smiling at him and nodding in approval.

"No elves from Antonica?" Sisle rolled on. "True, no elven cities exist like they do here on Faydwer, but once, long ago... such a city certainly existed." A few of the older children nodded.

"That city was Takish-Hiz," Sisle continued, pacing in front of the growing crowd, strumming an occasional intricate chord on her lute. "Takish-Hiz, the green, the fair, beloved city of Queen Tunare. Where the Deserts of Ro now stretch across Antonica, there were once trees and grass. The great elven city was built amongst the trees — like Kelethin — with towers and grand spires stretching forth to the heavens. Clear streams of water ran freely through the city and gathered in pools, and there were orchards and rolling hills and fields of grain."

The crowd was getting much larger now, with some adults standing near the back. Although all but the smaller children knew her story, they were enrapt with the vibrancy of Sisle's youthful passion.

"The Koadal and the Fier'Dal lived together in Takish-Hiz, walking as equals through the city." A few hushed gasps and giggles emerged from the children, for they had never heard one talk so boldly of the Fier'Dal's unspoken independence from the high elves. Sisle smiled, her charming features warming the cool glances of even the most doubtful bystanders.

"What happened to the city?" a young half elven girl in the front row asked. Sisle played to the littlest ones immediately in front, furrowing her brow.

"The vengeful god Solusek Ro, a bitter and covetous god, glared down upon Takish-Hiz from the Plane of Sun. The land, once green and lush, began to shrivel up. Even the druids, with all their powers, could not stop the city from crumbling away. The trees withered and the grass blackened till naught was left but sand — sand as far as the eye could see.

"It was then Tunare gathered her children and bade them go east, across the Ocean of Tears. While some claim the ocean was named after the fall of the Combine Empire, long ago, others say — and it is my belief — that it was Tunare's mourning and the grief of the elven people that gave the wide waters their name.

"The elves eventually reached the shores of Faydwer, and here, in the forests of the Faydark, they built their beautiful homes anew. But the Koadal and the Fier'Dal had different ideas about how they each should live, and so not just one, but two cities were born: Kelethin and Felwithe, the heart and the mind of the elves."

Sisle continued to pace and strum, admiring both the enraptured looks upon the crowd's young faces and the comfortably amused ones of their parents.

"I first heard this tale a few years ago, during my travels. Now, I have never met a Koadal who wasn't honorable and good. But when I am asked to think of elven spirit — why, I think first of Kelethin." The eyes of the children sparkled.

"For is it not Kelethin that is rebuilt in the image of beautiful Takish-Hiz? High up in the trees, close to the blue skies. 'Tis only here, I think, that one can truly feel the cool breath of Tunare as the wind tickles the wide green leaves..."

eyes lingered on the strong limbs of the trees and the lush green grasses. Much like Takish-Hiz, they all agreed, yet much more wild.

Thus, the Fier'Dal set about building their temporary homes on the edge of the Greater Faydark. Their villages, however, were immediately noticed by the orcs who inhabited the northern parts of the forest. It was not long before the orcs began to raid and pillage the budding community. The Koadal had by this time grown tired of trying to convince their Fier'Dal cousins to join them in Felwithe, so they left them to their own devices in the hope that the wood elves would eventually give up and return to them.

The Fier'Dal, however, were intent upon creating their own city in the forest. Despite the destruction of their first attempt at an independent city, today known only in whispers as Shadow-Wood Keep, the wood elves persevered; they soon began construction of an even larger and more magnificent home. In time, one of the wood elves' oldest and most venerable rangers, Kele, put together a team of rangers who drew the orcs away from the location of the new city, protecting the villagers while their craftsfolk built platforms high in the trees.

Despite regular orc raids — thankfully diverted by Kele and his champions — and new enemies (pixies, brownies, and other fey who did not like their pristine home disturbed), the wood elves built platform after platform, then hut after hut, until the entirety of their community could be situated well above the ground, hidden carefully high in the great trees. So Kelethin (Elv. "Child of Kele") was born, and the elves took to the trees.

The orcs, utterly enraged by the elves' seeming disappearance, made attempts to burn down large swaths of the forest, thereby driving the elves out of hiding. A few elven buildings and lives were lost during this period. It was only then, after the wood elves had successfully built their own city, that Kele approached the royal Koadal house and asked for aid against the marauding orcs; the Koadal agreed to send warriors, of course, since they had only been waiting for their sylvan cousins to ask, and the orcs soon thereafter became less of a threat and more of a nuisance. While the elves of Kelethin were free to create their own government and laws, though, the Koadal made it clear that if the Fier'Dal were to expect Felwithian aid, they must remain loyal to the Koadal crown.

Today, Kelethin remains much as it was when it was built many generations ago. It has, over time, expanded to surrounding trees, but the expansion is relatively slow. One major difference, however, has been the slow but steady increase in the numbers of half elves among them. For the past several centuries, as humans began to cross the Ocean of Tears regularly, the two races met and mingled quite frequently, resulting in a surprising number of interracial love affairs and marriages. Thus, Kelethin has the largest concentration of half elves of all the cities on Norrath (although Freeport, for instance, has more half elves in total, the number of half elves there *per capita* is much less).

Kelethin

Small City, Pop. Approx. 7,500

(Barbarian 0.4%, dwarf 0.7%, half elf 14.5%, halfling 2.3%, high elf 4%, human 6%, wood elf 71.4%, other 0.7%)

Rulers: King Tearis Thex (officially), Maesyn Trueshot.

Gold Piece Limit: 4,200 gp.

Assets: 1,575,000 gp.

Resources: Fletching supplies, bows, arrows, linens, furs, leather products, musical instruments.

Militia: 65 Kelethin Watch (Mil 3–7); 30 Emerald Warriors (War 4–8); 50 Faydark's Champions (Rng 5–12); 15 Scouts of Tunare (Rog 4–9); 30 Soldiers of Tunare (Dru 3–11).

Economy

Kelethin's economy was once based solely on a barter system. The Fier'Dal left the coin-making up to their high elf cousins, opting to keep their city as simple as possible in terms of economy. However, as foreigners came from abroad, the citizens of Kelethin began to adopt the Koadal manner of buying and selling. Bartering and trading are still widely accepted in Kelethin, although gold and silver coins are almost the rule now (for merchants at least), as opposed to the exception.

One of Kelethin's biggest exports is archery and fletching supplies. Few places on Norrath can produce bows equal in quality to those created in Kelethin. The art of bow- and arrow-making has been passed down from generation to generation among the Fier'Dal for countless centuries. Where Felwithian elves tend to follow their family's trade, almost all wood elves are taught the fletcher's craft. In fact, if a Fier'Dal child cannot put together a decent bow by the age of ten, it is generally assumed that something is horribly wrong with the child and his family.

Linens are also created in Kelethin, made from the silks produced by nearby moth farms. These linens (less delicate and shimmering than Koadal silks, but sought-after nonetheless) work well for creating the light, airy clothing that most wood elves opt to wear, and they are extremely easy to dye. Where the hunters, scouts, and druids of Kelethin prefer some form of leather for protection, the common Kelethin citizen can be found wearing this durable yet light-weight material.

Leathers and furs are another mainstay of Kelethin craftsfolk. The dwarves are among the most avid customers of the leather-working shops of Kelethin. They utilize these materials for armor and armor straps as well as thick smithing aprons. Furs are also a major export and trade item; barbarians have a keen taste for kobold, brown bear, and red fox skins produced by the Fier'Dal, which the elves trade for highly desirable polar bear and seal furs.

Musical instruments also form a significant portion of Kelethin's product. Wood from the sturdiest trees in all of Norrath — Faydark's Broadroots — coupled with strings made from some of Faydwer's unique fauna combine to produce the most reliable and durable of lutes and lyres. Horns and wind instruments are also produced here in considerable quantities.

Society

While the Fier'Dal are officially subjects of the Koadal king in Felwithe, wood elf society is anything but feudal; it is instead loosely egalitarian, its many unwritten codes and statutes arising from deeply ingrained natural principles regarding freedom of choice, hard work, and the protection of the natural world.



Chapter Five:
Elven Cities

Due to an innate desire to exist within and protect the balance of nature, most wood elves follow some sort of Tunarian path. Whatever the elf's life path — warriors, bards, scouts (rogues), even common merchants and craftsfolk — most Fier'Dal develop a basic understanding of druidic magic and ritual. Children who continue down the Tunarian road generally become druids or rangers. All trades and vocations are respected and honored equally.

Interestingly, rogues are not regarded with suspicion and hostility in Kelethin. Wood elf rogues are known as the "Scouts of Tunare," and they serve their people well by becoming the eyes and ears of the forest (working closely with rangers and sometimes druids). These scouts not only serve as spies and scouts for Kelethin, but they are also among the finest woodland warriors and hunters that Norrath has to offer.

Kelethin is a free-living town, and newcomers may be a bit aghast at some of the local customs. For instance, children are found playing freely upon the dangerously high platforms. Of course parents keep a watchful eye so that the young ones do not wander too close to the edge, but then it is said that wood elf children are taught to climb trees and rope ladders before they learn to walk.

No taxes are imposed upon the people of Kelethin. While one of Felwithe's sovereigns long ago attempted to institute tax collection from the Fier'Dal, Kelethites fought this idea fiercely, claiming that the high elves dare not collect dues from those who take only what they need from the world around them. By the same token, though, Kelethin families who run into hard times or find themselves in dire need can almost always count on the community around them to offer assistance.

In fact, local custom regarding even visitors to the city is most easily summed up by one simple premise: "What is ours is yours." Kelethites are known far and wide for their hospitality. Guests who find inns full up for the night are often invited into neighboring homes, where they are treated to a fine dinner and given the best of the household's beds. The master and/or mistress of the house has no issue with climbing into an old hammock to sleep for the evening if it means his or her guests are comfortable. Arguing with a wood elf over this custom is futile, as it is considered impolite to sleep soundly in one's own bed while there are newcomers tossing and turning about.

Most of the lower platforms of Kelethin are dedicated to merchant shops and guilds halls, while residences are usually built higher up (often above the shop the inhabit-

ants own or work for). Children are taught at a very young age to keep a sharp eye to the ground in order to watch for danger. Fully twenty percent of the orc sightings within Kelethin are made by the young.

The most powerful group in Kelethin is, without a doubt, the order of Faydark's Champions. This association of rangers has a long and respected history, and was recreated on Faydwer to answer the ongoing threats to the people of Kelethin. The widely esteemed Maesyn Trueshot, head of one of the most ancient and respected Fier'Dal families, has been the undisputed leader of the Champions for nearly a century, and he is the closest thing Kelethin has to a local ruler. Some have suggested that Trueshot and King Tearis Thex are unfriendly, but Maesyn is the first to deny these claims.

In truth, Maesyn and the Koda'Dal king quite like and respect one another, and they play well to one another's weaknesses. Where the Thex is rather stodgy and stern in his disposition, Maesyn is free-willed and spirited, a presence that a Koda'Dal such as King Thex needs in his company from time to time. The two share a fine meal a few times each year to discuss current events on Faydwer and to reminisce. Maesyn has no desire to slip out from under Felwithe's "rule," for the canny old ranger knows (as does King Tearis Thex) that the Fier'Dal govern themselves perfectly well, adhering to the old Tunarian laws as set forth in the times of Takish-Hiz.

Half elves are a noteworthy matter in Kelethin (and in Felwithe, for that matter). When humans from Antonica began to travel more frequently across the ocean, intimate contact between elves and humans became inevitable. The Koda'Dal rarely found good reason to consort with non-elves, but the wood elves developed an instant liking for the feisty, passionate humans. Soon, inevitably, half elves were born, and while the tragedy of one parent aging — and dying — much more quickly than the other is always an issue, children born of elf and humankind are treated as family in Kelethin.

Rumors have also spread to the effect that those few Koda'Dal who do become intimate with humans (and produce offspring) are forced to send their children to Kelethin to live and grow up in foster families.

Local Festivals

While Kelethites never pass up a reason to celebrate and feast, there are a few special annual festivals in Kelethin: the Great Hunt, Tunare's Renewal, the Songweaver's Feast, and Spring Solstice are the four major holidays.

The Great Hunt takes place every year at the end of summer. In order to enter this competition, one must offer up an item of moderate value as an entry fee, which is then placed into a "pool" composed of all the entry fees. The participant who returns after two full days with the most captured rabbits and foxes — called "kills," though it is considered a great disgrace and sacrilege to actually kill an animal during the Hunt — is named Tunare's Champion for the year and wins the pool. All of the captured animals are then released back into the wild, followed by great feasting, drinking, and carousing high within the trees.

Tunare's Renewal is a yearly event that lasts an entire month. During this month, all Kelethites are expected to give up some kind of vice, practice, or activity in order to

honor the Mother and the sacrifices she has made over the year. These small personal sacrifices can be anything from giving up alcohol to putting aside sweets for the entire month. Children often give up their best and most favorite (and often only!) toy for the month, finding other ways to pass their time.

The Songweaver's Feast is a huge spectacle lasting at least a week and sometimes several, and which inevitably draws at least some attendance from the far corners of the world. Bards from across Norrath dream of the day when they might make their way to Kelethin in order to participate in Songweaver's bardic competitions. Prizes are donated by the royal House Thex of Felwithe, and can sometimes include enchanted instruments or similarly wondrous items. Many who have no skill in the bardic arts (but who have the money to travel) make the journey to Faydwer at least once in their lives to see this magical event and hear the stories and tales from abroad.

The Spring Solstice is honored upon the first melting of snow in Kelethin. While this event is usually celebrated by Fier'Dal only, the wood elves welcome any and all who wish to take time to pay homage to Tunare and greet the coming spring. Breads, cakes, fruits from Felwithe, spiced meats, and even some gnomish pastries are sold throughout the day. Solstice is a time to offer thanks to Tunare for her great bounty, but for many (especially the non-elfen inhabitants of Kelethin) it has simply become a day of gorging and drinking far too much wine.

Government

King Tearis Thex is accepted by the Fier'Dal as Kelethin's formal ruler, but the wood elves look to the Faydark's Champions in times of need, for the rangers have been the city's main source of leadership since Kelethin's founding. Recognized as the protectors of the city, these wise and strong folk do their best to maintain Kelethin's wellbeing and prosperity. Working closely with the Champions' current leader, Maesyn Trueshot, are his chief aides Dill Fireshine and Ran Sunfire.

Dill Fireshine, the eldest of the rangers, offers his experience as well as a healthy conservative view on matters. He is usually the last to speak on matters and (much to the dismay of Ran and many of the younger generation) the most long-winded. His motives and intentions are always pure, however, for he is dutiful and always seeks the solution most beneficial for all.

Ran Sunfire is the youngest of the three guild leaders. Born with fiery red hair and a matching temper, Ran is also easily the most passionate of the three. Her youth and skill are respected, however, and Maesyn chose Dill and Ran as his aides so that they might balance one another. When Dill seems averse to the idea of leading small raids against Crushbone, Ran is the one who urges him into action. When Ran is considering a rash maneuver, Dill cools her fires and helps her to see the potential consequences of her directives.

The druidic Soldiers of Tunare are also respected as diplomats and news carriers. With their ability to travel the stones of Norrath, the more experienced druids may step into a druid ring and come out hundreds, even thousands of miles away. This gives the druids of Kelethin a great deal of freedom and allows them to monitor (and manipulate)

The Poor Elf and the King

Long ago, the ancient Kooda'Dal king Thalaman Watroak had been out to war and became separated from his army. As he rode in search of his people, he saw a small Fier'Dal boy on a riverbank. The boy was casting a small, tattered net into the water, tears streaming down his face.

"Child," said King Thalaman, "for what reason are you unhappy? I have never seen an elf so distraught as you."

"Sir," the boy answered, for he knew he addressed a knight but did not know this stranger was the king, "I come from a family of six, and we did lose our father this past year. We live with our mother in a hovel, and have naught. I come here every day and cast my net out into the water. Unless I catch a fish, there is nothing to eat at night."

"Child," said King Thalaman again, "I will assist you in your work." The king threw the net into the water, and because of his royal touch, he produced a hundred fish with one cast. "A blessing upon you and your mother," he said as he set the net upon the ground. "Now, if only I could find a path through this forest, for my lands lie on the other side."

"Then let me help you, sir, for I know all the secret ways," the boy replied. And in return for the king's help, the boy led Thalaman to the nearest path, avoiding all his enemies, so that he found his way safely home.

—A famous Fier'Dal folktale

events not only across the Faydark, but all over Faydwer and even greater Norrath.

The druidic Soldiers of Tunare work hand in hand with Faydark's Champions. Druids are often called upon when Trueshot's rangers are in need of advice, especially regarding Tunare's wishes. While the rangers may know every rock, tree, and path that winds through Greater Faydark, the druids hold the song and heartbeat of the land within them. Furthermore, during times of strife (with the orcs specifically), druids and rangers band together in small task forces, and these often include the Scouts of Tunare as well. These special parties usually have specific instructions to investigate an orc attack or to retaliate against the Crushbone clan, seeking out and destroying all wandering orcs within a certain area, for example.

Laws

No written laws exist within Kelethin. Certain common laws do exist, however, and have been passed down by elven bards for many generations. These verbal laws are known to most Fier'Dal by rote, and encompass the most general concepts of decency and goodwill: Do not murder; do not steal; do not raise your hand to your children, comrades, or spouse; and so forth. Similar laws are set forth

by most societies, but they are adhered to with great reverence in Kelethin.

Other "laws" of Kelethin speak to more than just property, personal wellbeing, and happiness. They concern the forests and the creatures that inhabit them. Trees are considered sacred to the Fier'Dal, so, for instance, only deadfall may be used in wood-cutting. During the building of Kelethin, some trees were cut down in order to build the platforms and buildings, but only after the Soldiers of Tunare had given their blessing. It is said that the druids can discern what sort of spirit lives within a tree. Only trees that house no spirits are used in carpentry and woodworking. Once a month, Tunare's druids gather and walk through the forest, selecting those trees that are acceptable to remove and those that are not.

Perhaps the single most important rule of the Fier'Dal regarding nature might be summed up thusly: "Take only what you need from the land and you will prosper. If you seek to take more than you need, you will always reap what you have sown. Wastefulness is unwise, and a good Kelethite seeks to have his possessions and his world last as long as possible."

Perhaps understandably, then, poachers are considered to be among a Kelethites most hated enemies (next to the orcs). Rangers who catch people in the forest killing an animal without utilizing all of its parts are immediately taken into custody and brought before the order of Faydark's Champions for punishment.

Trials

Those caught breaking the accepted codes of conduct in Kelethin are brought into custody by the Faydark's Champions. A single ranger always presides over the "assembly," but he or she may (and often does) call upon experienced druids and bards to answer questions of divine will or practice or historical precedent. Any and all witness testimony is heard immediately — both for and against the accused — before any judgment is made. Further evidence may also be brought forth, and each piece of evidence is considered both on its own merit and as part of the progressive weight of circumstance. A judgment is almost always reached immediately by whoever presides over the "assembly."

Maesyn Trueshot, Dill Fireshine, and Ran Sunfire are almost always the rangers in charge of an assembly of this nature. Should none of these three be available, then the Champion with the most rank (but never anyone less than 10th level) is expected to make a ruling; otherwise, the accused is held in custody until an assembly can be formed. Kelethite law is very simple, but not to be taken lightly, and it is instilled within all rangers starting at a very young age.

Kelethin has surprisingly few assemblies. This is partially due to the remarkable degree of leniency given to those who break minor social codes (such as stealing, etc.). Another factor is the punishment and swift justice that ensues. There is little or no waiting period once an individual is charged.

Kelethites rarely bring one another to assembly, preferring to settle disagreements outside the formal means. Unlike Felwithian law, which condemns vigilantism, the Fier'Dal almost prefer that their citizens take matters into

their own hands, believing that Tunare will inevitably judge the matter in the end, one way or another.

Punishments

Punishment, like the Kelethite assembly itself, is swift and often harsh. Those found guilty of heinous acts (e.g. cold-blooded murder) are executed at once and their remains set upon a pyre to burn.

First-time poachers are branded with a mark that identifies their misdeeds to any Fier'Dal (and likely any Koadal or half elf) they encounter. Second offenses in poaching are dealt with by banishing the guilty from Kelethin (and the Greater Faydark). If the individual is caught within the lands again — and such infamous folk are almost invariably recognized by any Kelethites they might encounter — they are killed on sight.

Theft is handled in a much more lenient manner, of course depending on the circumstances surrounding the incident. For example, if a youth is caught stealing bread for his starving family, he might be required to work off his crime in the establishment from which he stole. Often, in such cases, the establishment takes the “criminal” on full-time as a worker. This in turn helps the youth to better support his family and learn a more structured work ethic.

Major theft (of property and precious items, especially where there is no mitigating need on the part of the thief) is dealt with a little more severely. Firstly, the items are to be given back at once. If the items are not recoverable, the thief must come to some arrangement with the victim that satisfactorily compensates for the loss. Those who make this sort of thievery habitual are eventually branded (much like a poacher) and finally sent away from Kelethin, never to return.

Punishments regarding wastefulness (including illicit tree-cutting) are dealt with on a case-by-case basis. The least of these crimes result in the guilty enduring a specified duration of unpaid labor. The more serious (e.g. mass illicit tree-cutting) provoke more severe and often memorable punishments (GMs are encouraged to be creative).

City Structure

Kelethin is one of the most unique and spectacular cities on Norrath. While the aviaks of the Karanas also build their homes in the trees, Kelethin is a breathtaking wonder. Built in the branches of the Faydark's giant Broadroot trees, Kelethin is a city known near and far for its great beauty.

The city itself rests within the very heart of the Greater Faydark. The trees upon which the city is constructed are some of the tallest, strongest, and oldest trees in the forest. The two central trees are easily twice as large in circumference as those surrounding them. Each tree within the city has at least one platform built upon it at the most stable sections. The height of these sections varies, making it necessary to provide relatively flexible means of crossing over from one platform to the other. Rope bridges are utilized more often than not, for wooden ramps and catwalks are infinitely more difficult to position in a safe and stable manner.

Shops and houses in Kelethin are built upon the platforms, with mercantile buildings primarily built on the lowest levels and residences on smaller platforms above.

Buildings are made of wood, and have sturdy roofs that can withstand the occasional burst of wind and rainstorm. There is little concern about damage to the structures from shifting, as the branches of the huge Broadroots upon which the city is built are far too large and sturdy to be moved even a fraction of an inch by the most savage of winds.

Ropes are used not only to create bridges from one tree's platform to another, but also to climb from lower platforms to upper. Some of the more daring Kelethites swing from one place to another on them, although this is generally discouraged — children often try to copy these antics and even those who are very adept risk a rather ominous fall if they miscalculate only slightly. Newcomers have been known to become disoriented by the height of the tree-city's platforms, and unfortunate tragedies have been known to happen from time to time when individuals plummet to the ground below.

Access to the City

The most common method of reaching the first level of platforms in Kelethin is the lifts. Kelethin has three lifts that are closely guarded by the Emerald Warriors, who stand constant vigil so that none may use them but friends of Kelethin.

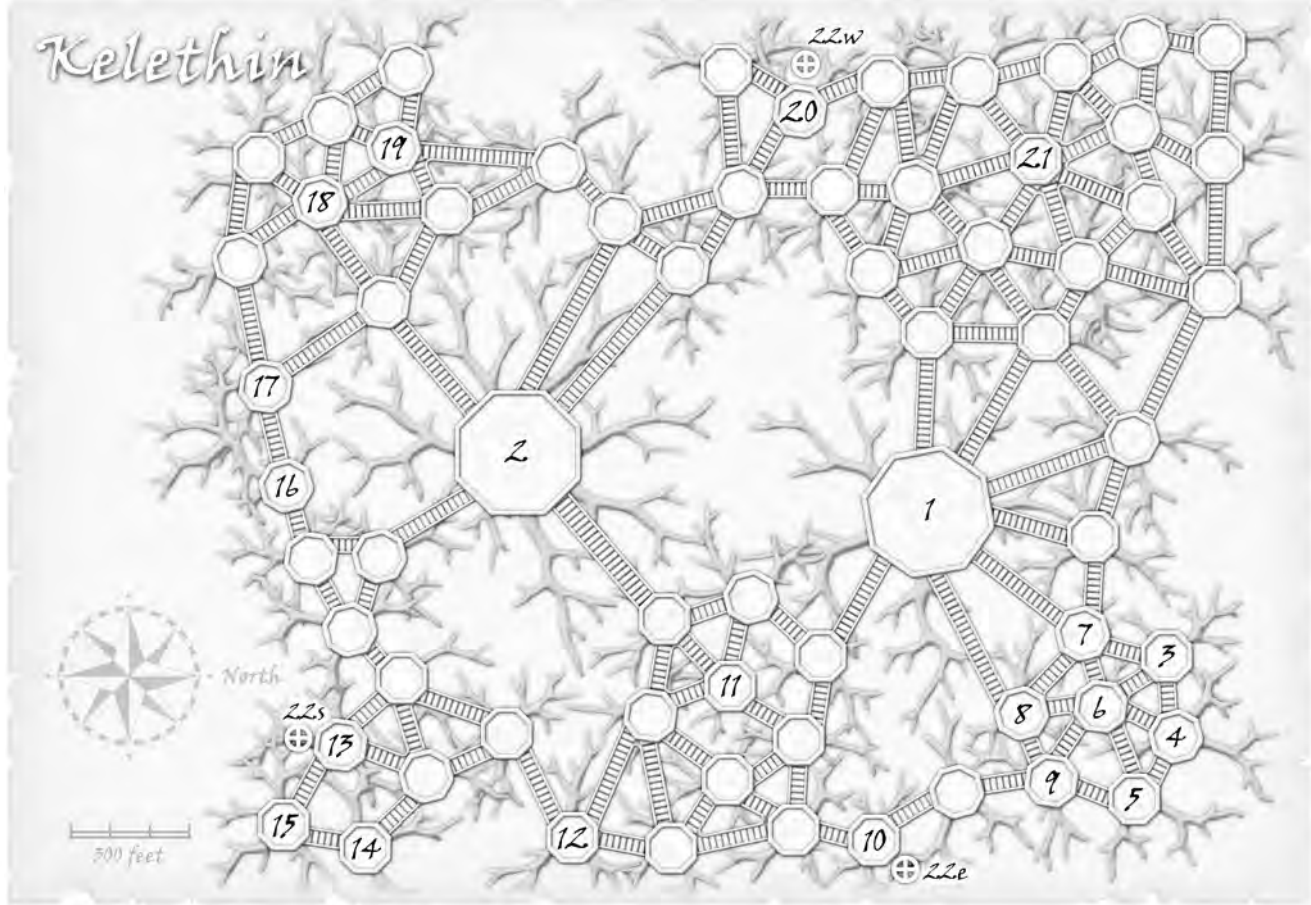
The lifts were designed by gnomes some 200 years ago. It is said that upon visiting Kelethin for the first time, the gnomes grew so tired climbing up and down the rope ladders that they swore they would create something to lift them up onto the platforms effortlessly. While the Fier'Dal were wary of this idea (after all, it sounded most strange!) the gnomes were insistent. Some of the city's inhabitants suggest that, having seen the glorious tree city for the first time, the gnomes were so enamored with it that they simply couldn't stand not to place their own mark upon it somewhere.

The gnomes purportedly spent a year perfecting the Kelethin lifts. By utilizing pulleys and gears (and some gnomish trickery unknown to the people of Kelethin), the gnomes fashioned these lifts so that they operate with very little maintenance. The lifts are located on the eastern, southern, and western borders of the city, leaving the north area inaccessible from the ground except by climbing, if only to offer a little more protection from the northern orcs.

Defenses

Kelethin's very nature functions as a defense against her enemies. Being built into the trees, it presents a unique set of problems for even the most inventive foes. Since the construction of the gnomish lifts, rope ladders have long since fallen into relative disuse. The lifts now provide Kelethin with three convenient means of gaining access to the city. The occasional drunk or suicidal orc makes an attempt to storm the lifts, but always meets in short order with the quick blades of the Emerald Warriors or the astonishing precision of a Champion's arrow.

The height of the city also gives a huge aerial advantage. From so high above, the Champions of Faydark and Scouts of Tunare can scrutinize the ground below for signs of danger. However, the orcs have learned over time never to underestimate the skill of a Kelethin ranger.



During attack, the warriors, rangers, druids, and scouts of Kelethin are not the only ones participating in battle. Children, craftsfolk, and laborers all take up arms against their enemies. Most elves are proficient in the use of the bow by a very young age, and the rest assist by throwing rocks, chunks of wood, and nets over the edge. When it comes to the defense of Kelethin, no resident sits idly by.

The City Proper

The halls of Faydark's Champions, Emerald Warriors, Scouts of Tunare and Soldiers of Tunare, considered cornerstones of Kelethite society, all stand out as prominent structures within Kelethin. The gnomish lifts also serve as particular points of interest to foreigners.

[1] Faydark's Champions

This is unmistakably the largest building in Kelethin, where the city's elite rangers gather and tend to their business. The building itself is comprised of two main rooms and numerous smaller rooms in the back. The main rooms are used to hold meetings and assemblies, and the smaller rooms store bows, arrows, swords, spears, armor, and other items and gear necessary to the rangers' function.

Led by Maesyn Trueshot, Faydark's Champions are the final arbiter and magistrates under Kelethite law. The relatively young Guild Master Ran Sunfire (*female wood elf*, Rng 23/War 3, DG; *Faydark's Champions, Emerald Warriors*) makes her home here in the guild hall, and Guild Master Dill Fireshine (*male wood elf*, Rng 27, OG; *Faydark's Champions*) also treats the hall as a home-away-from-

home, although he has a dwelling (with a wife and family) elsewhere in the city.

Guild Master Maesyn Trueshot, Male Wood Elf, Rng 29*: CR 29; SZ Medium-size humanoid (elf) [5 ft., 5 in.]; HD 29d10+87; hp 318; Init +10 (Dex); Spd 30 ft.; AC 31 [flat-footed 23, touch 22] (+5 Dex, +9 armor, +4 deflection, +3 dodge); BAB +29; Grap +34; Atk +50/+50/+48/+46/+44/+42 ranged (1d8+11 plus 2d4 fire, crit x4, 210 ft., *blessed Faydark longbow* and *blessed Champion arrows*), or +37/+32/+27/+22/+17 melee (1d8+8, crit 19–20, +3 *orc-bane longsword*) and +31 melee (1d6+4, crit 19–20, +2 *shortsword*); SA discipline (Trueshot), spells; SQ affliction haste II, disciplines (Fearless, Resistant), extended affliction I, fletching, flowing thought III, infravision, see invisible, spell haste II, wilds masteries (archer, favored terrain [forest], improved track, sylvan grace, trackless step, woodland stride), wood elf traits, +1 on cold, electricity, fire and magic saves, +2 on saves against gaze attacks or blindness effects; Res AR 8, CR 15, DR 9, ER 10, FR 16, MR 10, PR 13, SoR 8; AL NG; Fac Faydark's Champions, King Tearis Thex, Soldiers of Tunare, Clerics of Tunare; SV Fort +17, Ref +27, Will +17; Str 20 (10), Dex 30 (20), Con 16 (11), Int 17 (14), Wis 24 (15), Cha 12 (10).

Skills: Animal Empathy +8, Balance +11, Channeling +15, Climb +15, Handle Animal +8, Hide +24, Jump +29 [boots], Knowledge (local lore [Faydark]) +17, Knowledge (monster lore [orcs]) +11, Knowledge (nature) +9, Listen +22, Meditation +18, Search +11 [mask], Sense Heading +12, Sneak +34, Spellcraft +16, Spot +38 [mask], Trade Skill (fletching) +29, Use Rope +12, Wilderness Lore +26.

Languages: Elvish (4), Common (4), Orc (3).

Feats: Deflect Arrows [archer's gloves], Dodge, Dual Wield, Mobility, Parry, Point Blank Shot, Power Attack, Rapid Shot, Shot on the Run, Weapon Focus (longbow) [fletcher's girdle], Weapon Specialization (longbow).

Ranger Spells Usually Prepared (mana cost): *Call of fire* (8), *call of the predator* (33), *chill sight* (13), *ensnare* (6), *ensnaring roots* (10), *greater healing* (25), *shield of spikes* (17), *spirit of wolf* (7). Caster level 25th; save DC 17 + spell level.

Mana Pool: 390.

Possessions: *Tunarian scout armor*, *blessed Faydark longbow* (*Thunderbolt*), 20 *pathfinder arrows*, 20 *blessed Champion arrows*, 10 *arrows of penetration*, 10 *mithril-point arrows*, *fletcher's girdle*, +2 *orc-bane longsword*, +2 *shortsword*, *mask of observance*, *blouse of the Green Man* (3 charges), *archer's gloves*, *prowling leopard leggings*, *boots of jumping*, *velium opal headband*, *forest loop*, *golden ear stud*, *chrysoberyl talisman*, *platinum diamond bracer*, *emerald bracelets of Takish-Hiz* (see Appendix Two), *diamond wedding band*, *gold bloodstone ring*, *leatherfoot haversack*, 20 *gp*.

Maesyn Trueshot (buffed with *call of fire*, *shield of spikes*, *skin like diamond*, and *spikecoat*): hp 368; AC 38 [flat-footed 31, touch 25] (+5 Dex, +9 armor, +4 deflection, +3 divine, +3 dodge, +4 natural); Atk +37/+32/+27/+22/+17 melee (1d8+8 plus *call of fire* proc, crit 19–20, +3 *orc-bane longsword*) and +31 melee (1d6+4 plus *call of fire* proc, crit 19–20, +2 *shortsword*); SQ *damage shield* (6).

* These stats assume that Maesyn is wielding his *blessed Faydark bow*.

Quest: Pixie Dust

Faction: Emerald Warriors or Faydark's Champions (+1 rank).

NPC: Ran Sunfire.

CR: 1–4.

Reward: +1 faction rank with the Emerald Warriors; +1 faction rank with the Faydark's Champions; +1 faction rank with the Kelethin Merchants (max +2 each from this quest). 1d4 *gp*. Masterwork leather armor (see below).

Quest Summary: Ran Sunfire wishes to rid Kelethin of annoying and dangerous pixies. He offers gold to adventurers who bring him 2 ounces (equivalent to 4 dead pixies' worth) of pixie dust. After the fourth completion of this quest, the party receives a set of masterwork leather armor, sized to the individual of their choice.

[2] Soldiers of Tunare

Master Kelolan Heartwood (*male wood elf*, Dru 25, NG; *Soldiers of Tunare*, *Faydark's Champions*, *King Tearis Thex*) runs the druids' guild in Kelethin. The platform on which the guildhouse is built is as large as that of the Faydark's Champions, yet the building itself is considerably smaller — the druids need little but a meeting area and a place to store some herbs and their druidic writings and reliquary. Kelolan currently hosts an emissary (and a close personal friend) from Rivervale, the halfling druid Belgo Crancake (*male halfling*, Dru 20, DG; *Guardians of the Vale*, *Stormreapers*).

[3] Packweavers

This platform holds a shop that specializes in packs and carrying items. Backpacks, sacks, pouches, and other leather

or raw-hide cases can be found here. On rare occasions, store owner Tilluen (*male wood elf*, Com 5/Mil 1, NG; *Emerald Warriors*, *Faydark's Champions*, *Kelethin Merchants*) also carries book-covers and tool-rolls.

[4] Trueshot Bows

Run by a cousin and a nephew of Maesyn Trueshot, this establishment crafts and sells bowmaking and fletching supplies. The Trueshots will also create a custom bow for the right price, measuring the customer and running him or her through various strength and agility tests in order to discern what kind of bow to create.

[5] Myrisa's Tavern

This small tavern is a frequent watering hole for inhabitants and travelers alike. Myrisa Mistwood (*female wood elf*, Com 3/Exp 1, NG; *Kelethin Merchants*, *Faydark's Champions*) is a lovely young elf, having just inherited the business when her father passed away a few years ago.

Myrisa's friend Linadian (*female wood elf*, Com 2/Exp 4/Rng 6, DG; *Faydark's Champions*, *Kelethin Merchants*) is also a semi-permanent resident of the tavern, helping Myrisa with the running of the place. Linadian's parents were killed by orcs many years ago, and the Mistwoods took her in as one of their own; although she is considerably older and more experienced than Myrisa, having traveled a great deal in the last two decades (having spent several years in Freeport), the two are like sisters. Linadian is also an accomplished seamstress and leatherworker, and has taken it upon herself to help those who dedicate themselves to the destruction of the Crushbone orcs.

[6] Sleepy Willow

Willow Greatleaf (*female wood elf*, Com 5, NG; *Kelethin Merchants*, *Faydark's Champions*) runs this linen store. There is a giant loom outside that is available for use by customers for a nominal fee. Tailoring materials such as thread and cloths can be purchased here, and clothing can be ordered from Willow on demand. Needles are sometimes available for sale (if the dwarven traders have been by lately), but these invariably sell quickly.

[7] The Bank of Kelethin

Willaan Frosttree (*male wood elf*, Exp 7, NG; *Kelethin Merchants*, *Emerald Warriors*, *Faydark's Champions*) has run the Bank of Kelethin for several decades. When the economy started demanding a more flexible system than the traditional bartering used by the Fier'Dal, Frosttree approached Maesyn Trueshot about establishing a more "worldly" way of obtaining goods. In addition to its functioning as a money-holding establishment, the bank now takes gems, jewelry, and other precious items in exchange for gold, silver, and copper pieces.

[8] Balrio's Smithing

Gerienae Gildenleaf (*female wood elf*, Com 7, NG; *Kelethin Merchants*, *Emerald Warriors*, *Faydark's Champions*) and husband Minamas (*male wood elf*, Com 5/Mil 2, NG; *Emerald Warriors*, *Faydark's Champions*, *Kelethin Merchants*) are the proud owners of one of Kelethin's only armories and smithing establishments. Having employed a trio of dwarven journeymen for many years, the Gildenleaf family has

brought a combination of elven design and dwarven functionality to the city of Kelethin. Their wares are not particularly fancy, but are surely the most durable and reliable weapons and armor available in Kelethin.

[9] Skye's Pottery Supplies

Legweien Skye (*male wood elf*, Com 6, OG; *Kelethin Merchants, Faydark's Champions*) offers a small selection of pottery supplies. He apparently has a contract to produce regular quantities of unmarked vials for the Scouts of Tunare.

[10] Scouts of Tunare

The rogues' guild in Kelethin is a small building. It is here that young wood elves and half elves are trained in the ways of the Tunarian scout. The guild's trainers tend to utilize the outdoors as a classroom more than guild rooms, though, teaching the young rogues how to move quietly, hide, and master the other skills of their profession.

Guild Mistress Lexine Brightpool (*female wood elf*, Rog 22/Rng 7, DG; *Scouts of Tunare, Faydark's Champions*) keeps a watchful eye on this guild. While Lexine works closely with the druid and ranger guilds within Kelethin, her considerably younger sister L'Diira (see below), a ranking guild member, has an agenda of her own; she has quietly been enlarging her circle of "friends" over the last decade to include some rather mistrustful folk. While she steadfastly denies any involvement with agents from Neriak, the young half elf has few reservations regarding those with whom she is willing to associate to further her own ambitions.

L'Diira Brightpool, Female Half Elf, Rog 20: CR 20; SZ Medium-size humanoid (half elf) [5 ft., 2 in.]; HD 20d8+40; hp 138; Init +13 (+9 Dex, +4 Improved Initiative); Spd 40 ft. [boots]; AC 23 [flat-footed 17, touch 16] (+6 Dex, +6 armor, +1 natural); BAB +16; Grap +18; Atk +27/+23/+19/+15 melee (1d4+4, crit 18–20, +2 *orc-bane rapier*) and +14/+9 melee (1d3+4 plus *wounding*, crit 19–20, +1 *dagger of wounding*), or +26/+22/+18/+14 ranged (1d6+1, crit x3, 60 ft., *Lark Twitter bow* and *pathfinder arrows*); SA backstab +6d6, discipline (Counterattack), rogue ability (opportunist); SQ evasion, half elf traits, infravision, rogue abilities (bonus feat, improved evasion, poison expert), sense traps, +1 cold saves; Res AR 3, CR 9, DR 2, FR 4, MR 10, PR 10, SoR 2; AL DN; Fac None (Scouts of Tunare); SV Fort +8, Ref +21, Will +7; Str 14 (II), Dex 29 (25), Con 14 (II), Int 15 (14), Wis 13 (10), Cha 14.

Skills: Appraise +6, Balance +16, Bluff +10, Climb +12, Diplomacy +9, Disable Device +18 [tools], Disguise +5 (+7 acting), Escape Artist +18, Gather Information +10, Hide +33 [cloak], Jump +9 [boots], Knowledge (street smarts) +7, Listen +18, Pick Lock +14, Safe Fall +19, Search +19 [band of fairy eyes], Sense Motive +6, Sneak +37 [armor], Spot +17, Trade Skill (fletching) +4, Trade Skill (poison making) +15, Tumble +22, Use Rope +11.

Languages: Elvish (4), Common (4), Thieves' Cant (4), Teir'Dal (3).

Feats: Combat Reflexes, Dodge, Dual Wield, Improved Dodge, Improved Initiative, Improved Two-Weapon Fighting, Parry, Riposte, Weapon Finesse (rapier).

Possessions: +4 leather armor of silent moves, +2 *orc-bane rapier*, +1 *dagger of wounding*, *Lark Twitter bow*, 20 *pathfinder arrows*, *ravenscale cloak*, *ravenscale shoulderpads*, *black shadow tunic*, *feathered leggings*, *traveler's boots*, *truewind earring*, *Gunthak earring*, *spider-fang choker*, *carmine trinket*, *band of fairy eyes*, *gold fire opal ring*, *spyglass*, *masterwork thieves'*

tools, *monk's hood*, *aconite poison* (2 doses), *trail sweat poison* (3 doses), 3 gems (5d20+100 gp each), 120 gp.

[11] Kanoldar's Goods

Kanoldar Longwillow (*male wood elf*, Com 5/Mil 3, NG; *Emerald Warriors, Kelethin Merchants, Faydark's Champions*) offers a small variety of general goods, from rations and water to lanterns, flint, steel, bedrolls, and torches, but Kanoldar specializes in domestic and imported wines and mead. This good-natured elf is known for going out of his way to procure an item for a customer, often traveling to Felwithe and buying goods from Kaladim in order to serve his customers' needs.

[12] The Sparkling Glass

Kweili Surefoot (*female wood elf*, Com 1/Exp 6, NG; *Kelethin Merchants, Faydark's Champions*) sells gems and precious metals. She buys the items from dwarven merchants who pass through the area and resells them at a slightly higher cost. While Fier'Dal rarely take much interest in jewelry-making, Kweili spent many years in Felwithe learning the craft. She is often commissioned to create special items for occasions such as anniversaries and birthdays.

[13] Fletching by Sylnis

Proprietor Sylnis Oakstream (*female wood elf*, Com 5, DG; *Kelethin Merchants, Emerald Warriors*) offers low-end fletching supplies at a very reasonable price. She is a pleasant enough elf, if somewhat disorganized.

[14] Krista's Boyarie

Here, Krista Giltarrow (*female wood elf*, Com 11, NG; *Faydark's Champions, Kelethin Merchants, Emerald Warriors*) takes commissions to produce her well-known, high-quality bows. She does tend to keep a few demonstra-

Quest: Orc Vest

Faction: Faydark's Champions or Kelethin Merchants (+1 rank).

NPC: Linadian.

CR: 2–5.

Reward: +1 faction rank with the Emerald Warriors (max +2 from this quest); +1 faction rank with the Faydark's Champions (max +2 from this quest); +1 faction rank with the Kelethin Merchants (max +1 from this quest). 1d6 gp per item retrieved. *Banded orc vest* (see below).

Consequence: –1 faction rank with the Crushbone Orcs for every two completed quests.

Quest Summary: Linadian offers PCs up 1d6 gp per item for either a single set of shoulder pads taken from a Crushbone legionnaire or royal guard, or else 3 Crushbone orc belts. After the first time the characters complete this quest (bringing her either of the above items), she tells them that if they bring her 2 Crushbone shoulderpads, 2 Crushbone belts, and 2 spiderling silks (beyond the first item returned), she will fashion a *banded orc vest* (see Appendix Two) for them.

tion pieces around, which she will sell for the right price, but the vast majority of her work is done by order only.

[15] Kelethin Fletching

Markan Leafveil (*male wood elf, Com 9, NG; Kelethin Merchants, Faydark's Champions, Emerald Warriors*) makes all sorts of arrows and fletchings, and also sells fletching supplies (although he and good friend Sylmis [Area 13] tend to stock different items, thus minimizing their competition).

[16] Potions by Ueaas

This small shop is Kelethin's biggest source of herbs and remedies. Ueaas Songbrook (*male wood elf, Exp 8, N; Kelethin Merchants, Soldiers of Tunare, Faydark's Champions*), an orphan due to the depredations of the Crushbone orcs, grew up in Kelethin with no family. The only comfort offered him was taking walks in the forest with a family friend (a druid), from whom he learned, over time, about the herbs and roots which grow there. While most ailing Fier'Dal bring their sick to the druid's guild, Ueaas provides many alternative remedies for common ailments such as headaches, fever, and sleeplessness. Some say he even weaves charms (small bags filled with special herbs) in order to help the lovesick and wayward.

[17] The Heartwood Tavern

Manlawen Heartwood (*male wood elf, Com 7, NG; Kelethin Merchants, Emerald Warriors, Faydark's Champions*), a distant cousin of druid guild master Kelolan Heartwood, runs this establishment, Kelethin's largest tavern. One of the only inns in town that offer single rooms instead of just common rooms, the Heartwood Tavern has long been the city's most popular inn. It is also a common and lucrative place for bards to compete with one another in attempts to make a few coins from the patrons. (The highest single successful Play Instrument or Perform check from among all performers here on a given day earns an additional 50% of the usual number of coins. See "Perform" in Chapter 4: Skills, EQ: *Player's Handbook*.)

[18] Kelethin Eats

Kelethin Eats is primarily a bakery, but owner and operator Weaolanae Sparrowsun (*female wood elf, Com 4/Exp 2, DG; Kelethin Merchants*) also sells bulk whole grains, flour, eggs, salt and other spices, as well as a few local wines and preserves. Every morning, the city of Kelethin wakes to the warm, delicious smell of Weaolanae's fresh-baked elven bread. Baking supplies such as mixing bowls and recipe books can also be found here from time to time.

[19] Tinolwenya's Boots

Despite its proprietor's remarkably young age (she turned 100 only last spring, so is really not much more than a child in elven terms), Tinolwenya's Boots has quickly become one of Kelethin's most popular stores. Dainty young Tinolwenya (*female wood elf, Com 2, NG; Faydark's Champions, Emerald Warriors, Kelethin Merchants*) learned her craft well from her father, and, eager to have work, charges minimal prices for excellent service. She offers custom-made shoes and boots, but also happily repairs holes and torn seams, missing soles, and loose heels for a mere pittance.

[20] The Emerald Warriors

The Kelethin warriors' guild is commanded by Regren Steelforger (*male wood elf, War 19, NG; Emerald Warriors, Faydark's Champions*). Though the guild's membership is smaller than that of the ranger's guild, Regren does an admirable job of recruiting young Fier'Dal (and half elves) into his order. Regren's students generally take their lessons seriously, for someday they will be guarding the lifts and the city itself from the many dangers of the forest.

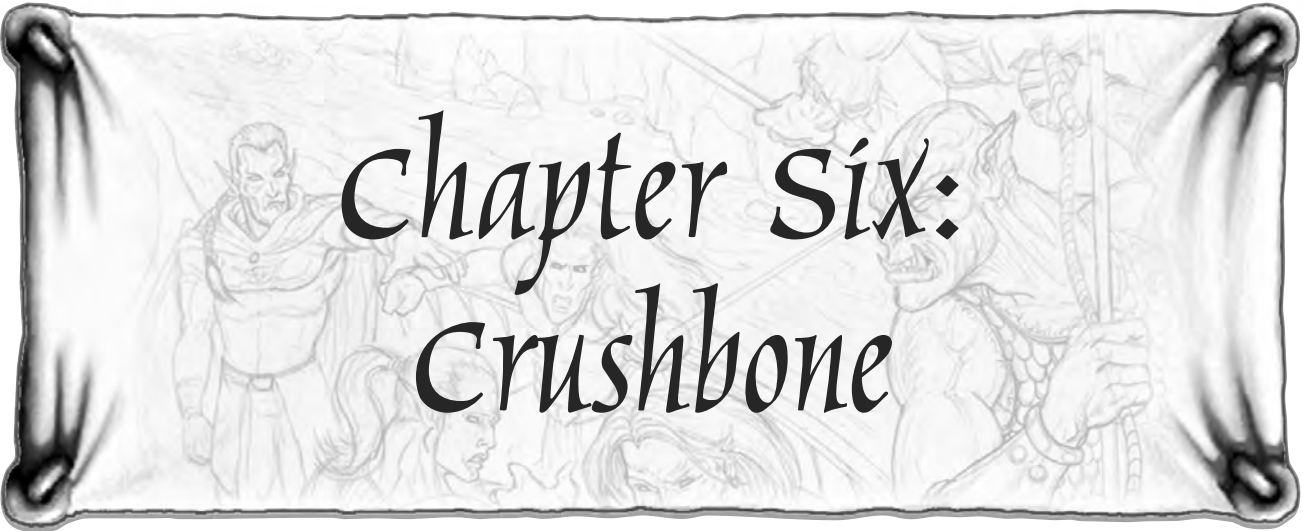
[21] Songweaver's Hall

The second largest building in Kelethin, Songweaver's Hall is home to the bards of Kelethin. Guild Mistress Sylia Windlehands (*female wood elf, Brd 27, DG; Songweavers*) takes great pride in her guildhall and her students, who are among the best bards on Norrath. Here, students learn not only how to speak, sing, play instruments, and tell stories, but they are taught to memorize the history of Norrath, even as it unfolds before their eyes. The Songweavers have long been the carriers of oral tradition in Kelethin, learning the stories and legends of Norrath's past.

[22w], [22s], [22e] Kelethin's Gnomish Lifts

The gnomish lifts are located in the western, southeastern, and eastern portions of the city, each near the outskirts. Those who desire access to the platforms of Kelethin need only step upon the nearest ramp and pull the lever. After about 30 seconds, the giant lift lowers itself to the ramp and remains there until the lever is pulled again.

Each lift is roughly 30 feet square and can hold approximately 40 elves or 35 humans at once, or a maximum weight of 12,500 pounds.



Chapter Six: Crushbone

The Greater Faydark is a vast forest containing many different creatures. Animals and monsters roam the woods, and wise travelers go in numbers and stick to the Caravan Road. At either end of the road is a city — Kelethin of the wood elves to the west, and high elven Felwithe to the east. But a third city of sorts exists in the great forest, though few travel there of their own free will: Crushbone, home of the orcs and a bane to virtually all others in the area.

Those who have heard the name and the stories assume that Crushbone is merely a large keep, or that it is a camp of orcs from the Crushbone clan. Both of these are accurate, and yet neither is complete. The difficulty for outsiders lies principally in two facts: first, the name Crushbone is used separately for clan, city, and keep; and second, few who visit Crushbone ever leave.

Legends

Orcs are not without their own histories and myths, and the Crushbone clan is no exception. Their shamans tell of a time long ago when the forest covered the entire land, and when walking trees protected it. But the orcs came to Faydwer, along with their kin the ogres and the trolls, and began felling trees and building keeps. The walking trees rose up against them and drove them back, but not before a large space to the south had been cleared. Then the trees caused a tall, treacherous mountain range to appear, cutting the orcs and their brethren off from the remaining woods to the north. The mountains were too difficult to scale, so the orcs contented themselves with building keeps in the southern area, cutting down every tree they could find.

Centuries passed, and the orcs grew more numerous. Finally, the leaders of one clan — Crushbone — declared that they were heading north to seek more space and more prey. That meant entering the forest, and the clan talked several others into joining forces with them on this endeavor. The orcs began to hack their way through the forest, heading straight north to where the forest was thinnest. The walking trees came after them, of course, but by the time they had mobilized, the orcs had already carved a swathe right through the forest and had reached the northern shore of the continent. And thus one forest became two.

Still the Crushbone clan was not done. Many of its allies chose to settle in that northern coastal area, but the Crushbones had been cowed by the trees once before and refused to accept such humiliation a second time. “We cannot let the forest defeat us!” their leader declared. “We enter the forest itself and settle there, and no tree will tell us different!” The rest of the clan had its reservations, but their leader killed those who objected too loudly, until soon everyone agreed to follow his plan. They admitted that living within the forest would protect them from rival clans, who would probably be afraid to enter the woods.

The Crushbones set out eastward, exploring the woods and slaughtering any creatures they encountered along the way. This continued for several weeks. Then a scout returned and announced that he had found a great hill. This was the first non-level spot they had seen in the forest, and the clan eagerly gathered there. Upon closer inspection, to the orcs’ delight, it was more than a simple hill the scouts had discovered, for around the low, broad mound was a shallow bowl, and beyond the bowl the ground rose up again slightly, as if forming a low wall. Through this bowl ran a river, which split into several streams as it entered the depression and then merged again on the far side.

“This is our home,” their leader announced. “It has water, it has height, and it has walls. Here we will live.”

The orcs immediately began to set up camp. They very soon discovered one problem with their new location, however. The wood elves, their hated enemies, had also settled in the woods — and their home, Shadow-Wood Keep, was only a short distance north of this site.

“We must kill the elves before they come after us,” the Crushbone leader announced. The orcs, always prepared for battle, marched late that very night to Shadow-Wood and surrounded it. The battle was brutal and short, and the orcs easily conquered the surprised elves. Then they set fire to the keep and returned to their own camp.

But not all of the elves had died. A few had escaped, and they had gone in search of help. It took the scattered elves three months, by which time the orcs had begun building walls and a keep of their own, all made from the trees that had grown on that hill. Then the elves struck, with allies — brownies, pixies, and other fey, as well as the few humans and dwarves they could find.

This time, it was the orcs who were surprised and overwhelmed. The battle was fierce, but by the end of it many lay dead on both sides, and the orc keep had been burned to ash. The orcs did manage to repel their attackers, and finally the surviving elves retreated, but not before slaughtering the orcs' leader.

Once the elves were gone, the orcs regrouped. Their dead leader's son, Crush, assumed command of the clan — only two orcs objected, and he killed both of them with his bare hands. "They will not drive us out!" he told the others. "We have claimed this spot as our own, and now our people have spilled blood and died for it. Let them come at us again. We will be ready!"

Then the remaining orcs, still numerous, began building in earnest. The earth around the edge of the site was dug up and piled atop the existing ridge, creating an earthwork wall with a ditch before it. The streams of the river were deepened, transforming them into channels, and rope bridges were installed, limiting the places where invaders could cross. The central hill was made taller. And the keep was also rebuilt, but not from weak, flammable wood — Crush took the many bones, of both orc and elf, found about the area, and had them baked into bricks made with dead tree matter and clay dug from the river's edge. He transformed the site into a true orc city, and declared himself emperor of the region.

History

For the past few centuries, the elves have tried to rid the forest of the orcs. They have never succeeded. The Crushbone clan is too firmly entrenched, and their city is too well fortified for anything but a full-scale army to have any success. And although Kelethin is a good-sized city, it simply does not have enough warriors to form an army, especially since it cannot afford to leave itself undefended. Because of this, the orcs have survived almost without attack — scouts and raiding parties are often assaulted out in the forest itself, but Crushbone has been left alone by the elves and their allies.

Nor have the orcs been lax over the years. They have continued to expand and improve their city, so that it has grown larger and stronger over time. To the natural defenses of their hill they have added fortifications and other advancements, several of them quite clever.

Those who have captured and questioned orcs have been surprised to hear them refer to Emperor Crush as their current ruler. Many worry that the orcs have found some way to live forever, and that this is the same ruler who first founded the orc city. This is not the case, however. (For more about Emperor Crush, see "Government," below.)

The orcs have a longstanding feud with the elves, as is well known, and also with the fey of the forest. But the orcs,



while savage seeming, are not stupid, and they have not felled trees far beyond their city. The first Emperor Crush recognized that the trees provided shade and cover, and that cutting them down was a waste of energy unless their wood was needed for something. Instead, he concentrated on the city itself, and particularly on his keep, Crushbone Citadel.

Geography

Crushbone is roughly pentagonal in shape. The only entrance to the city is a gate cut into the middle of the southern wall. The river, which the orcs have named the Bloodwine because it appears as dark as blood in the low light of the forest, enters Crushbone from the north and flows in several channels through Crushbone, then eventually exits the city at the western corner of the south wall. The city itself has been largely cleared of trees, but the forest's great Broadroots still stand only a short distance from the outer edge of the walls. As a result, there is little (and in some places no) canopy above Crushbone, so normal light does shine down in places for a few hours surrounding high sun each day. In other parts of the city, only sparse light trickles down with shadows falling everywhere, and the light throughout Crushbone is generally a bit brighter than in the forest just beyond.

Government

Emperor Crush rules the orcs as their absolute leader. The current Crush is the 22nd emperor of that name — every time a new orc ascends the throne, he changes his name to Crush. On one occasion the new emperor was actually a female, and she still went by that name. This creates a sense of continuity for the clan, and fosters their enemies' belief that the orc leader is somehow immortal.

Although Crush is their commander, Crushbone has become too large and too populous for one orc to handle every decision. Instead, the emperor relies heavily on his three Wardens. These orcs speak with the authority of Crush himself, saving only that they cannot contradict his direct orders — if two wardens issue conflicting commands, the emperor hears the debate and makes the final decision.

Currently, one of the wardens, Chokehold, is in charge of trade. The second, Bonfire, handles defense, while the third, Bloodgurgler, oversees day-to-day operations like managing food delivery and overseeing new construction or repairs. This frees Crush to worry about expanding the city and to plan attacks on the orcs' enemies.

Beneath the Wardens are the taskmasters (equivalent to legionnaires). These orcs have been entrusted with specific tasks or areas, and they all report back to one of the three wardens. Often the taskmasters are summoned to report to all three wardens and the emperor at once, so that everyone in charge knows of any important developments. The only orcs in all of Crushbone who report directly to Emperor Crush and not to the wardens are Warlord Darish, the Thaumaturge, and the Prophet. Each of these three holds an equivalent rank to the wardens, and deals directly with the emperor.

Emperor Crush and the Wardens meet every evening over dinner to discuss the events of the day. The Warlord,

the Thaumaturge, and the Prophet often join them for dinner, and update the others on the activities in their particular domains. Although he trusts his assistants to take care of matters, the current emperor likes to remain informed. He also realizes that the wardens are the most likely candidates to take his place — the majority of the Crushbone's 22 emperors, including the current one, were Wardens or the equivalent before assuming the throne.

Appointing a new emperor is not a democratic process. When a current emperor grows old, he appoints an heir — this orc is often his son (or, on at least one occasion, his daughter), but can be anyone he thinks will do a good job as the next ruler. If the emperor dies before selecting someone, a power struggle occurs, and the most powerful and savvy orc usually wins. Choosing an heir is no guarantee that that orc will be the next emperor, of course, as power struggles have occurred even then, and in several cases the heir has not been strong enough to defend the claim. The rest of the clan sees this as a good test, however, and generally supports whoever wins.

Economy

Most travelers think that orcs survive merely by preying on the other races, killing and looting for whatever they need. This may be true for small bands and tribes, but a city the size of Crushbone could not survive on such slim pickings, particularly not in Greater Faydark where few people are foolish enough to travel, let alone travel anywhere near Crushbone. This does not mean the orcs don't send out raiding parties, but raiding is not their only source of food, or of wealth.

The orcs draw much of their food from the river. The Bloodwine flows right through the city, and even though it splits into several streams (which run through channels the orcs have cut) within the basin the water still has significant force. Fish are often swept along with the current, and the orcs have strung nets just within the wall where the river enters. Most fish are caught here, and the catch is pulled out each day and carted off to the smokehouse.

To supplement their fish, the orcs hunt constantly. Few deer and rabbits dwell in the vicinity of Crushbone because of over-hunting by past generations of orcs, but lizards, mice, weasels, and other small creatures can be found. The orcs' preferred prey, however, is the giant bats, for these creatures provide decent meat in good quantities. The orcs have also learned a bit about the local plant life, and they harvest mushrooms, tubers, nuts, and whatever edible berries they can find.

Although elves and humans would likely never believe it, the orcs also farm. Small areas along the wall have been set aside for wheat and other hardy grains, and these provide enough to make hard, flat bread for the orcs' meals. Farming is considered a demeaning occupation among orcs, of course, so only women and those male orcs too young to hunt or too old and infirm to be effective warriors are relegated to this chore.

Finally, the orcs trade for any food and drink they cannot find or grow themselves. Most of their trading is with the dark elves, but some unscrupulous humans do deal with the orcs as well. The latter can be found off the northern coast of Faydwer, and orc parties send a troop through the forest

once a month to deal with these sea merchants (whom most would call pirates).

Of course, trading requires either money or goods. Fortunately, the orcs have both. Only a small amount of Crushbone's money comes from raids and loot. Most of it, instead, is mined from within the city itself. While digging foundations for their dwellings, the first Crushbone settlers discovered gold and silver here. They searched the basin, and finally located the source: a small cave that led down into the bedrock of the continent. This shaft has been expanded, and is now the entrance to the mines. Here the orcs (or, more accurately, their slaves) mine gold and silver, which is then minted into bars and coins. The orcs have proven to be clever, however — they make coins that look exactly like standard elven, or even dwarven or gnomish coins, so that no one will discover the true source of the money.

The Crushbones' other major commodity is slaves. They almost always try to take enemies alive, and those victims are brought back to Crushbone, bandaged or healed as necessary, and put to work. The pirates with whom the orcs trade sometimes have a use for slaves, as well, as do the dark elves, and the orcs are perfectly happy to trade slaves for meat, ale, and wine. After all, they can always get more slaves.

Crushbone is, for all its size, still the home of a single clan. That means that every orc in the city is somehow related. This makes it far easier to distribute the wealth — or, more accurately, to avoid doing so. The emperor keeps all clan monies in the Citadel. Within the city, every orc can take whatever he needs in terms of food and clothing, weapons and armor. Anything he needs that is not currently available he can request from whoever would provide such things (armor and weapons from the smith, clothing from the tanner, etc.). Coins are not handed out except when the orcs set out to buy from the pirates or the dark elves. The orcs do not draw salaries — instead, they get food, clothing, and whatever else they need or require. This does not mean that none of the orcs has money, of course, but most have only whatever coins they have themselves found or looted, or been given as a reward for good work (and possibly whatever they have made off that initial stake by gambling at bones or on events in the arena).

Inhabitants

Most who live within Crushbone are orcs, but others are also present in the city. The dark elves have struck up several trade agreements with the orcs, and their ambassador, D'Vinn, lives within the Citadel full-time. Other dark elves arrive and stay for days or even weeks to handle business, so that at least 3 or 4 other dark elves are usually in Crushbone at any given time, sometimes staying in guest rooms in the Citadel, and sometimes staying on their own boats.

Wood elves, humans, and dwarves also live within Crushbone, but none do so willingly. These are the slaves, and they are kept in the slave pits when they are not working. Although the slave masters are harsh, they tend not to mistreat the slaves unduly — sufficient food and water are provided, and those slaves who are injured are tended to, unless the injury has rendered them unfit to

work. After all, the point to having slaves is to get work out of them, and an injured or starved slave is less effective.

The only other regular occupants in Crushbone are the black wolves. Several of these beasts have been captured by orc hunters and brought back to the city, where they have been tamed, trained, and bred as hunting and attack beasts — and are used occasionally to add to the excitement of an arena match. The wolves are kept in special pens within Crushbone.

Society

Orcs are a violent and warlike race, and the Crushbone clan is no exception. The orcs who live here are intelligent enough to recognize the value of subterfuge, trade, and even magic, but ultimately they still reserve most of their respect for one thing — martial prowess.

When a Crushbone orc reaches his full height (having 1 humanoid HD), he is given a weapon such as a greatclub or battleaxe and sent out into Greater Faydark. These orc pawns, as they are called, are told to live off the woods and not to return until they have made their first kill. The only creatures counted as kills are humans, elves, dwarves, giant bats, and giant spiders. The Crushbone orcs are generally not familiar with the other intelligent humanoid races (gnomes and iksar, for example) because travelers of that type rarely appear this deep in the forest, but such creatures would likely be considered acceptable for the ritual kill.

Once the pawn has made his first kill, he removes the head and heart of his victim and brings them back to Crushbone. A ceremony is held — the details being too gruesome to repeat here — during which the orc is believed to ritually absorb the strength and cunning of his prey. Only then is the young orc declared a warrior and presented with a *Crushbone belt* and a broad sword. Now he is considered a full adult, and an active member of the community, although he has yet to earn the rank of centurion.

Adult orcs continue to measure their prowess by two things: the number of creatures they have killed, and the number of humanoids they have enslaved. Though the slavers do most of the latter work, orcs on patrol or out hunting often bring their victims back alive, and these are then added to the slave pits. Older, more traditional orcs still consider this less impressive than straightforward kills, but times are changing, for Emperor Crush has announced several times that capturing a slave is to be considered every bit as valuable as killing an enemy, and just as much proof of an orc's strength and cunning.

Some orcs take fingers or ears from their victims — both the ones they kill and the ones they enslave — but that can be messy and the parts can get cumbersome. Because of this, the orcs have devised a new method of showing their success: Each time an orc makes a capture or a kill, the victim's left top canine tooth is removed. These then have a small hole bored through and are attached to a thin strip of leather, which is worn across the chest in bandolier-fashion. This way, other orcs can see immediately how powerful that orc is, but the toothband does not take up much room and makes no appreciable noise, for the teeth are spaced apart with soft objects to prevent them from rattling together. The most experienced (and impressive) orcs have filled one toothband and started a second, which

they run across their chest in the opposite direction so that the two bands cross in the center.

Defenses

Crushbone was attacked by elves and their allies not long after it was first occupied, when the clan was unprepared for such an onslaught. The first Crush vowed not to let that happen again. As a result, the orcs have spent a great deal of time fortifying their city and preparing it against possible attacks.

Quest: Mapping Defenses

Faction: Faydark's Champions (+3 rank).

NPC: Hinlain Leafbow.

CR: 8–11.

Reward: +1 faction rank with the Faydark's Champions; *acorn pouch*.

Consequence: –2 faction rank with Crushbone.

Summary: The elves of Kelethin wage a constant battle against the orcs of Crushbone, but no attack on the orc city itself has been successfully mounted for centuries. The orc defenses are simply too strong and too well-hidden, and the elves too few.

For this reason, Hinlain (*male wood elf, Rng 11/War 2, NG; Faydark's Champions, Emerald Warriors, Scouts of Tumare*), one of the senior rangers of the city, asks the characters for their help. Their mission is to scout the area around Crushbone and to map out all of its defenses — the nets, the treetop guardposts, the hidden hill, everything. If the PCs manage to do this, Hinlain gives them an *acorn pouch* (see Appendix Two).

This quest cannot be repeated.

The first noteworthy defense of Crushbone is its outer wall. This was initially comprised of two low ridges that ran on either side of the hill, and the orcs used dirt and mud to link the two together and to build them up further. The resulting earthwork wall is not terribly tall, perhaps 10 feet above the surrounding forest floor, and on the inside it is a gradual slope with roughly 3 feet of wall at the edge. Beyond the wall, the dirt taken up to extend the wall has formed a ditch, which has since then been turned into a hardened gully using water, fire, and pitch. From the bottom of this ditch, the wall extends upward 15 feet, and it is nearly vertical. The ditch itself is over 6 feet wide at all points to prevent anyone from walking up to the wall, and most of it has been covered over with nets and leaves, camouflaging the area. Someone not paying sufficient attention (Spot DC 25) could easily fall into the ditch before they realized it was there.

The second defense is in the trees. The trees within 4 feet of the ditch were all felled, to prevent enemies from climbing too close to Crushbone's wall, but beyond that the forest has not been harmed. The orcs have strung nets across the nearest tree trunks, however, forming a net wall

4 feet beyond the ditch and extending all the way around the fortress except for immediately before the front gate. The nets are made from stout vines, and blend in with the rest of the foliage — because of their coloration and the low light, they are easy to miss, and the unwary can walk right into the nets and get tangled up in them.

The third line of defense is the guardposts. At each point of the outer wall, a guard platform has been placed — not inside the city but in the trees outside. Though orcs are not fond of climbing, the guards have resigned themselves to the necessity, and 3 Crushbone Guards sit on each of these small platforms at all times, 20 to 40 feet off the ground, equipped with torches and horns. Their job is to watch for intruders, to stop anyone approaching if possible, and to sound the alarm if the unwanted visitors are more than they can reasonably handle. The guards recognize the value of slaves, and are under orders to entangle people with the nets if possible — killing potential workers is to be saved for a last resort.

The interior of Crushbone has also been designed with defense in mind. In the center of Crushbone stands the low hill that first attracted the clan to this location, along with the river flowing past it. At first the orcs had wanted to set their castle atop that higher ground, but after the first keep had been destroyed, and their leader with it, Crush took control of the tribe. He decided that the hill was too obvious a target, and instead built his stronghold, the Citadel, off to one side. The hill was leveled at the top, and a great bonfire set in the center.

That bonfire has burned there ever since, maintained by the orcs, and today it serves three purposes. First, it provides some light to the rest of the city. Second, it draws the attention of anyone attacking; as the single largest visible light source, attackers would tend to assume that the bonfire is set next to the orcs' castle, and so mistakenly head toward the hill (a fact aided by the positioning of the practice wall upon the hill — see Area 4 in the city). Third, the firelight casts long, deep shadows across the ground at night, making it very difficult for those without ultravision to notice the canals (Spot DC 20) — until they fall into one.

One of Crushbone's greatest defenses is something for which the orcs can take no credit. The great Thicket Maze sits not far south of the city's entrance, and runs thence toward the west, blocking passage between Crushbone and Kelethin. This enormous holly thicket is so dense that the orcs cannot chop through it, and the gaps within it are so narrow that only a single young orc can pass at a time. Further, although they help almost anyone lost inside (sometimes even orcs), the druids who tend the thicket do not tolerate anyone trying to damage the thicket.

Crushbone scouts have tried several times to find their way through the Maze, but they have always given up a short way in — the thicket is completely impassable for them. Even if they did make it to the other side, the orcs would have to face the elves of Kelethin, and would be sorely outnumbered. This Maze has proved of immense value to the orcs nonetheless, however, because it serves as a strong defense for their front door. No large force can attack them on that side, and around the rest of the city they have the wall and their guards.

Crushbone Orcs

Throughout the description of Crushbone, six different types of combatant orcs are often mentioned — pawns, warriors, centurions, legionnaires, Guards, and Royal Guards. The stats below can be used for all such individuals.

Note that Crushbone taskmasters use the same stats as legionnaires.

Crushbone Pawn

Male Orc: CR 1; SZ Medium-size humanoid (orc); HD 1d8+2; hp 6; Init +1 (Dex); Spd 30 ft.; AC 15 [flat-footed 14, touch 11] (+1 Dex, +1 natural, +3 armor); BAB +0; Grap +4; Atk +4 melee (1d8+6, crit x3, battleaxe), or +4 melee (1d3+4, crit 19–20, dagger), or +1 ranged (1d3+4, 10 ft., dagger); SQ ultravision; AL NE; Fac Crushbone; SV Fort +4, Ref +1, Will +1; Str 18, Dex 12, Con 15, Int 11, Wis 12, Cha 11.

Skills: Intimidate +2, Knowledge (warcraft) +2, Listen +3, Spot +4, Wilderness Lore +2.

Languages: Orc (4).

Feats: Power Attack.

Possessions: Studded leather armor, battleaxe, dagger.

Crushbone Warrior

Male Orc: CR 2; SZ Medium-size humanoid (orc); HD 3d8+6; hp 19; Init +1 (Dex); Spd 30 ft.; AC 18 [flat-footed 17, touch 11] (+1 Dex, +1 natural, +4 armor, +2 shield); BAB +2; Grap +6; Atk +6 melee (1d8+4, crit x3, spear), or +6 melee (1d10+4, broad sword), or +6 melee (1d3+4, crit 19–20, dagger), or +3 ranged (1d8+4, 20 ft., spear), or +3 ranged touch (*entanglement*, 10 ft., weighted net); SQ ultravision; AL NE; Fac Crushbone; SV Fort +5, Ref +2, Will +2; Str 18, Dex 12, Con 15, Int 11, Wis 12, Cha 11.

Skills: Intimidate +2, Knowledge (warcraft) +2, Listen +4, Spot +4, Wilderness Lore +3.

Languages: Orc (4), Common (1).

Feats: Power Attack.

Possessions: Chain shirt, large steel shield, spear, broad sword, dagger, weighted net, *Crushbone belt* (see Appendix Two), toothband, 1d3 gp.

Crushbone Centurion

As printed in *Monsters of Norrath* (p. 116–17), modified for additional equipment.

Male Crushbone Orc: CR 3; SZ Medium-size humanoid (orc); HD 5d8+10; hp 32; Init +1 (Dex); Spd 30 ft.; AC 18 [flat-footed 17, touch 11] (+1 Dex, +1 natural, +4 armor, +2 shield); BAB +3; Grap +7; Atk +7 melee (1d8+4, crit x3, spear), or +8 melee (1d10+4, broad sword), or +7 melee (1d3+4, crit 19–20, dagger), or +4 ranged (1d6, crit x3, 60 ft., shortbow), or +4 ranged (1d8+5, 20 ft., spear), or +4 ranged touch (*entanglement*, 10 ft., weighted net); SQ ultravision; AL NE; Fac Crushbone; SV Fort +6, Ref +2, Will +2; Str 19, Dex 12, Con 15, Int 11, Wis 12, Cha 11.

Skills: Intimidate +2, Knowledge (warcraft) +2, Listen +5, Spot +5, Wilderness Lore +3.

Languages: Orc (4), Common (2).

Feats: Power Attack, Weapon Focus (broad sword).

Possessions: Chain shirt, large steel shield, spear, broad sword, dagger, weighted net, war horn, *Crushbone belt* (see Appendix Two), toothband, 1d4+1 gp.

Crushbone Guard

Male Crushbone Centurion, Mil 2: CR 4; SZ Medium-size humanoid (orc); HD 5d8+10 plus 2d8+4; hp 45; Init +1 (Dex); Spd 30 ft.; AC 18 [flat-footed 17, touch 11] (+1 Dex, +1 natural, +4 armor, +2 shield); BAB +5; Grap +10; Atk +10 melee (1d8+5, crit x3, spear), or +11 melee (1d10+5, broad sword), or +10/+6 melee (1d3+5, crit 19–20, dagger), or +6 ranged (1d6, crit x3, 60 ft., shortbow), or +6 ranged (1d8+5, 20 ft., spear), or +6 ranged touch (*entanglement*, 10 ft., weighted net); SQ ultravision; AL NE; Fac Crushbone; SV Fort +9, Ref +2, Will +2; Str 20, Dex 12, Con 15, Int 11, Wis 12, Cha 11.

Skills: Alcohol Tolerance +3, Climb +2, Intimidate +3, Knowledge (warcraft) +2, Listen +5, Spot +5, Taunt +1, Wilderness Lore +3.

Languages: Orc (4), Common (3).

Feats: Cleave, Power Attack, Weapon Focus (broad sword).

Possessions: Chain shirt, large steel shield, spear, broad sword, dagger, shortbow, 10 arrows, weighted net, war horn, *Crushbone belt* (see Appendix Two), toothband, 1d6+2 gp.

Crushbone Legionnaire

Male Crushbone Centurion, War 3: CR 6; SZ Medium-size humanoid (orc); HD 5d8+15 plus 3d12+9; hp 65; Init +1 (Dex); Spd 30 ft.; AC 19 [flat-footed 18, touch 11] (+1 Dex, +1 natural, +4 armor, +3 shield); BAB +6; Grap +11; Atk +12 melee (1d10+7, broad sword), or +11/+7 melee (1d3+5, crit 19–20, dagger), or +7 ranged touch (*entanglement*, 10 ft., weighted net); SQ berserking, Taunt bonus +2, ultravision, +1 electricity and magic saves; Res ER 4, MR 4; AL NE; Fac Crushbone; SV Fort +10, Ref +3, Will +3; Str 21, Dex 12, Con 16, Int 11, Wis 12, Cha 11.

Skills: Alcohol Tolerance +5, Climb +3, Intimidate +4, Jump +2, Knowledge (warcraft) +3, Listen +5, Spot +5, Taunt +3, Wilderness Lore +3.

Languages: Orc (4), Common (3), Elvish (2).

Feats: Cleave, Power Attack, Weapon Focus (broad sword), Weapon Specialization (broad sword).

Possessions: Chain shirt, *Crushbone shoulderpads* (see Appendix Two), *shiny brass shield*, broad sword, dagger, weighted net, war horn, *Crushbone belt* (see Appendix Two), large toothband, 2d4+2 gp.

Crushbone Royal Guard

Male Crushbone Centurion, Mil 3/Rog 3: CR 8; SZ Medium-size humanoid (orc); HD 5d8+15 plus 3d8+7 plus 3d8+9; hp 82; Init +3 (Dex); Spd 30 ft.; AC 18 [flat-footed 15, touch 13] (+3 Dex, +1 natural, +4 armor); BAB +8; Grap +13; Atk +14/+8 melee (1d10+5, broad sword), or +15/+11 melee (1d3+5, crit 19–20, masterwork dagger), or +11 ranged touch (*entanglement*, 10 ft., weighted net); SA backstab +1d6; SQ sense traps, ultravision; AL NE; Fac Crushbone; SV Fort +11, Ref +8, Will +3; Str 21, Dex 16 (15), Con 16, Int 12, Wis 11, Cha 10.

Skills: Alcohol Tolerance +6, Climb +8, Intimidate +6, Jump +6, Knowledge (warcraft) +5, Listen +6, Sneak +7, Spot +6, Taunt +4, Wilderness Lore +3.

Languages: Orc (4), Common (3), Elvish (2).

Feats: Parry, Power Attack, Scent (as scent ability), Weapon Focus (broad sword), Weapon Focus (dagger).

Possessions: Chain shirt, *Crushbone shoulderpads* (see Appendix Two), broad sword, masterwork dagger, weighted net, war horn, *Crushbone belt* (see Appendix Two), *ring of shadows*, large toothband, 2d6+3 gp.

Crushbone

Small Town, Pop. 940
(Dark elf 1%, dwarf 3.1%, wood elf 4.2%, orc 90.5%, other 1.2%)

Rulers: Emperor Crush.

Gold Piece Limit: 1,600 gp.

Assets: 80,000 gp.

Resources: Precious metals, weapons, slaves.

Militia: 25 pawns, 70 warriors, 120 centurions, 60 Guards, 18 legionnaires; 6 prophets; 5 thaumaturgists.

Crushbone has only a single apparent entrance: the heavy iron gate in the southern wall. The gate is 10 feet high, matching the gateposts, and 20 feet wide, splitting in half to open. In front of it is a log ramp that crosses over the ditch, and on either side of the ramp stands a large pyre that is constantly alight. The orcs are not concerned about drawing attention to their front gate, for it is strong and well-defended.

A short way before the ramp is a low hill, and anyone approaching the front gate must first crest this point. The hill is one of the orcs' more cunning devices, for it has been hollowed out and transformed into a guardpost that normally houses 10 Crushbone Guards. Small peepholes have been carved in the south face of the hill, and Guards are stationed to watch through these at all times. The orcs can burst into an approaching foe's path in an instant, leaping up through concealed doors cut into the curve of the hill.

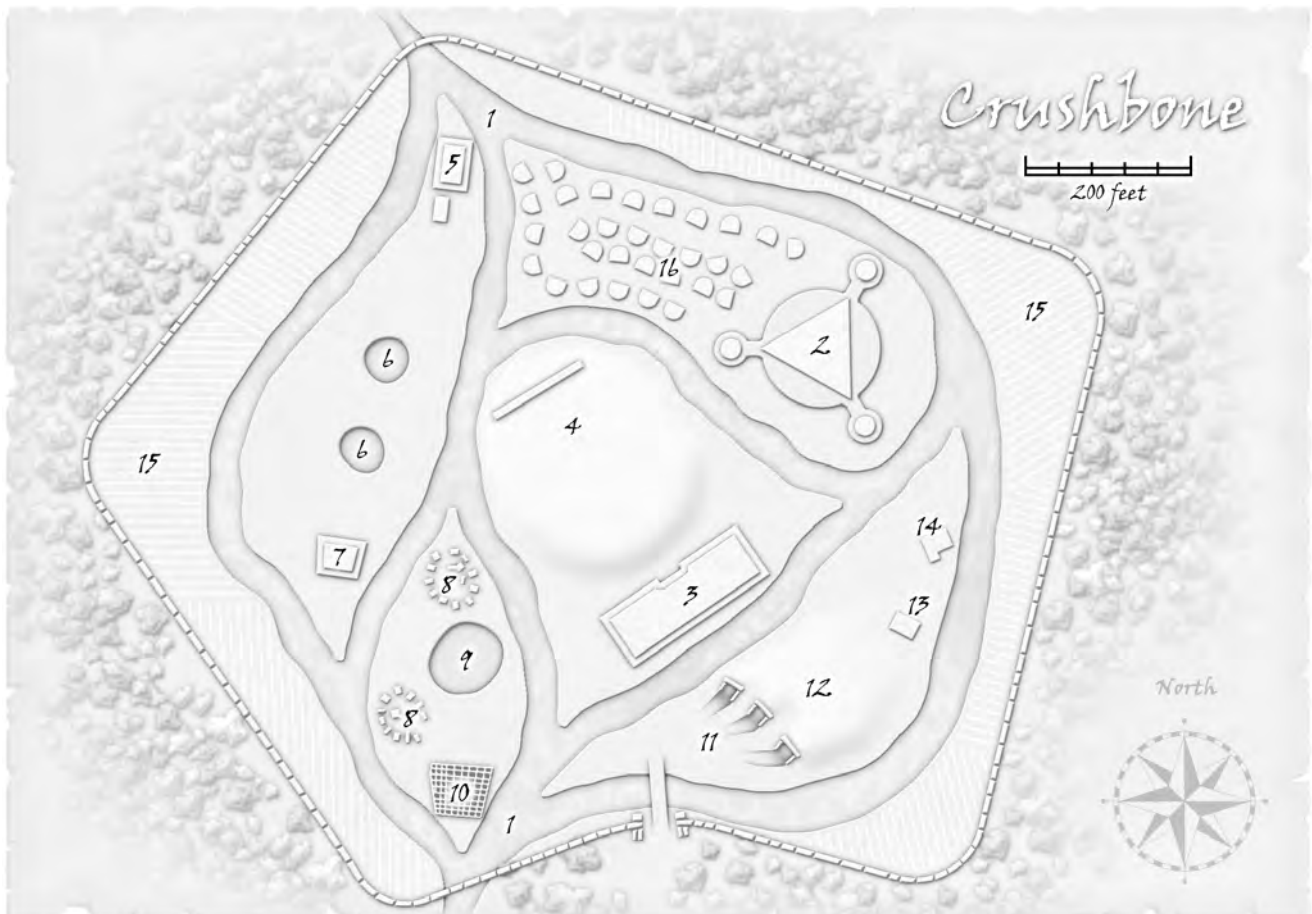
The guardpost has three rooms. The first is the main chamber, with tables and benches and a small cooking fire

(smoke issues out from a chimney cunningly crafted to look like a large toadstool). The second room contains 12 beds, with a small chest by each one for the orcs' personal belongings. The third room is a storeroom, and holds their supplies: smoked fish, salted meat, bread, ale, and water. Support beams have been added throughout to make sure the hill can support the weight of wagons and people moving across it.

Crushbone does in fact have three other entrances. The first two are easily visible to anyone scouting the city — the points at which the river enters and exits. The current is strong, however, and only a very powerful swimmer could move against it or even control his movement while being carried along. Further, both entrances have iron grates across them, and nets beyond that. The orcs do use these passages when necessary, for the grates are designed to be opened by the guards and the nets pulled aside for use as an entrance or exit. This is not common practice, however, and doesn't happen more than a few times in a year.

The third entrance other than the main gate is also a water-based avenue, though this one is not visible to observers outside the fortress. This is the underground river, which is the entrance used by the dark elves when they visit. (For more information on this entrance, see "Docks," below.)

It is possible that some of the tunnels beneath Crushbone might lead to caves or hillsides elsewhere in the forest. Thus far, the orcs have not found any passages that extend beyond their own walls, but they are constantly discovering new tunnels or breaking into them from old ones.



1. Canals

Most likely the first thing anyone entering Crushbone would notice is the canals. The city is separated by several waterways, which divide it into seven districts. Originally, the Bloodwine River flowed in from the north, cut down around the central hill, and then flowed back out in the southwest corner. Smaller streams split off from the river, but none of them were deeper than 2 feet, so they were easily forded. The first emperor and his generals changed all that. They saw the river as a natural defensive barrier, but wanted it to do more than divide the city in two. They began to carve deeper channels for the streams, and also to narrow the riverbank, forcing the waters to spill out into the new channels. These were cut not straight and neat, but winding and curving to divide the city more fully and to confuse anyone not familiar with the layout. Orcs are strong swimmers, so they had little worry that the rivers would be a problem for themselves.

The canals are 18 to 20 feet wide and roughly 8 feet deep at their center, but the sides slope rapidly inward, so that near the edges they are no more than 2 or 3 feet deep. (This is to prevent large boats from gaining passage; the orcs themselves use boats with deep keels and shallow drafts or small, buoyant canoes.) The original river channel is a fair bit wider and deeper, running nearly 40 feet across and almost 15 feet deep at its center.

Rope bridges do cross the canals in strategic places, and rope ladders also exist in several spots so that the orcs can pull themselves up onto dry land. When an alarm is sounded, however, the ropes are quickly cut, making it very difficult for non-orcs to get from one section of the city to another. Iron and brick caps are also slid into place over the spots where the river cuts through the outer walls, slowing the water and preventing anyone from sneaking in through the grates.

What is not readily apparent are the smaller channels. These narrow passages, no more than six feet across and six feet deep, branch off from the larger channels, concealed by camouflaged wooden arches and surfacing inside a home or building. The orcs use these side channels to get from their homes and workplaces into the channels or back out again, without anyone watching the surface from knowing. It helps that the Bloodwine River is so dark and warm that observers using normal vision or infravision cannot make out anyone swimming beneath the surface.

2. Crushbone Citadel

See the expanded area description for Crushbone Citadel that comprises the second half of this chapter.

3. Barracks

When the Bloodwine River was diverted into several channels, one channel was made to wrap around Crushbone's low central hill on three sides. On the fourth side, just south and east of the hill, sits a long, low building. This is the barracks.

In Crushbone, every adult male orc is a warrior. But many orcs have other tasks as well, such as fishing or crafting wood or metal. Only those who have no other occupation but soldiering live in the barracks, including the Crushbone Warlord. The orcs' professional soldiery is divided into

three ranks: centurions, Guards, and legionnaires. The legionnaires each command a band of roughly 10 centurions, and these bands patrol the area around Crushbone, checking to make sure that no one is trying to attack them. They also go on raids into the forest and as far as Kelethin or the Caravan Road. The Guards are commanded by the Warlord himself, each squad of 10 having its own sergeant, and they generally perform special missions and security details.

The barracks is a simple building, but large, with over a dozen rooms. A pair of wide doors opens onto the hill to the north, and wide doors on the shorter ends of the building, east and west, allow soldiers to enter and exit without crowding. This building, like most of those in Crushbone, is made from heavy logs and thick wooden beams; only the Citadel has its eerie bone-brick construction.

Dining Hall

The largest room in the barracks is the dining hall. Here the soldiers not only eat but lounge when off duty. The front doors and the east door both open onto this chamber. Long tables are arrayed in rows around the room, with benches alongside. Atop the tables are trays for food, pitchers of water and of ale, and knives for carving meat. The walls are hung with trophies from various battles, such as skulls, armor, shields, and weapons.

Kitchen

This is not a separate room from the dining hall, but merely an area in the northeast corner of that room. There are two large firepits here, with spits above them for roasting meat and iron grills across them to hold pots and pans. Hooks overhead hold the pots and pans, plus jugs and other cooking implements, and a small table holds a few spices. The centurions have to take turns cooking for each other, carrying the food over to the tables when it is ready.

Sleeping Quarters

Elsewhere in the barracks are 13 smaller rooms. Seven of these rooms each house a full band of 10 centurions and their legionnaire; the other six rooms hold a squad of 10 Crushbone Guards each. The rooms are not large, and the beds are bunks stacked two high (with a separate bunk for the legionnaire in the centurions' rooms), with ladders along the far end for climbing into the upper bunk. Drawers beneath each bed hold clothing, and hooks along the wall are used for armor, shields, and weapons. These rooms are not fancy, and have little extra space for decoration, but the orcs manage to decorate anyway by hanging skulls and other trophies, carvings, knickknacks, and curios from the ceiling and along the bedposts.

Warlord's Chambers

The last room on the southern wall, in the southwest corner of the barracks, belongs to Lord Darish, the clan Warlord. His room contains a single heavy bed, with drawers beneath, plus a small chest, a small bedside table, a heavy wooden desk, and a matching chair. Hanging on the wall are a Fier'Dal longbow, a Koda'Dal longsword, a dwarven axe and shield, and a human longsword — all trophies from Darish's early kills. A second wall has three long shelves, all heavily laden in scrolls. These are copies of texts in the Citadel library, each one detailing a particular battle or attack from Crushbone's history. A third wall

is covered by a large map detailing Crushbone and its environs.

The Crushbone Warlord is one of the most powerful orcs in the city. Lord Darish controls the army, dictates battle plans, leads attacks, and answers only to the Emperor himself. Darish achieved this position through personal strength and excellent military leadership. If anything, the fact that he is the current Crush's son was a disadvantage, for Darish had to prove to everyone that his promotion to Warlord was not mere favoritism. No one has made that accusation for several years — the last orc to do so is now part of hundreds of new *Crushbone belts*.

Darish is an excellent tactician, but he is not very patient. He wants to attack the elves at Kelethin and rid the forest of them once and for all. Then, he wants to move on Felwithe and destroy the high elves there. He keeps formulating plans and presenting them to Crush, but the certainty of success is always too low, the cost if they lose too high. Crush does not discourage his Warlord from continuing, however — he rejects each plan in turn, explaining why it would not work, but never tells Darish to give up. It has become a game of sorts, and for now both orcs are happy to continue it.

What Darish is not happy about is Warden Bonefire, who constantly tries to usurp the Warlord's command, claiming that he needs more orc soldiers for defense — especially since, as Bonefire is fond of pointing out, Darish is not actually leading the army to battle any time soon. The two orc leaders butt heads frequently, always jockeying for the Emperor's favor and support.

Darish is very exacting in strategy and careful with his weapons; he is meticulous about staying in fighting trim and with producing and writing new tactics and stratagems. Despite this, he is anything but careful on the battlefield, and is prone to berserk rages that make him even more dangerous but can also pose a risk to his own soldiers. The orcs under his command do not see this as a drawback, however — if anything, they live in awe of their warlord's personal strength and of the power of his rage. They just know to admire it from a safe distance.

Lord Darish is a tall, muscular orc with blue-black skin and a thick mane of hair; he shaves the sides and keeps the front short but leaves the back long enough to braid. His toothbands are worn wrapped around his neck like a collar, and he wears a breastplate instead of the standard chain mail. At his side are his favored weapons, a large axe and an even larger axe, both of dwarvish make.

Warlord Darish, Male Crushbone Centurion, War 5/Exp 2: CR 9; SZ Medium-size humanoid (orc) [6 ft., 11 in.]; HD 5d8+20 plus 5d12+20 plus 2d6+8; hp 121; Init +3 (Dex); Spd 20 ft. in armor, 30 ft. base; AC 24 [Flat-footed 21, touch 16] (+3 Dex, +1 natural, +7 armor, +3 deflection); BAB +9; Grap +16; Atk +18/+12 melee (2d6+11, crit 18–20/x3, +1 keen greataxe), or +17/+12 melee (1d8+11, crit x3, +1 battleaxe), or +16/+12/+8 melee (1d3+7, crit 19–20, dagger), or +12 ranged touch (*entanglement*, 10 ft., weighted net); SQ berserking, Taunt bonus +2, ultravision; AL NE; SV Fort +12, Ref +5, Will +6; Str 24 (23), Dex 17 (14), Con 18, Int 15, Wis 12, Cha 13.

Skills: Alcohol Tolerance +7, Climb +6, Intimidate +8, Jump +7, Knowledge (local lore [Faydark]) +5, Knowledge (warcraft) +10, Listen +7, Sense Motive +4, Spot +7, Swim +11 [weight modifiers not inc.], Taunt +5, Wilderness Lore +5.

Languages: Orc (4), Common (3), Elvish (1), Teir'Dal (2).

Feats: Cleave, Combat Reflexes, Great Cleave, Improved Critical (greataxe), Parry, Power Attack, Scent (as scent ability), Sunder, Weapon Focus (greataxe).

Possessions: +2 breastplate, Crushbone shoulderpads (see Appendix Two), +1 keen greataxe, +1 battleaxe, dagger, weighted net, Crushbone belt (see Appendix Two), looking pendant, bracers of battle (see Appendix Two), electrum jade ring, 2 toothbands, 27 gp.

War Room

Only one room cuts into the dining hall on the north side of the barracks. This is the war room, which sits opposite Darish's chambers and the last of the sleeping quarters in the west end of the building. The war room is a long chamber with a single large table in the center, chairs set all around. On the far wall is a map of Crushbone, identical to the one in Darish's room. On the table are smaller, more detailed maps of the area, as well as of several surrounding territories, including a few sketchy maps of Kelethin.

Darish meets here with his legionnaires to discuss strategy and to plan possible attacks against the elves and anyone else caught in their forest. Once the plans have been agreed upon, Darish writes them upon a scroll and carries them to the Citadel, where he presents them to Emperor Crush. Thus far, none of these plans have been carried out, but Darish keeps a copy of each one in his room, all carefully labeled so that at a moment's notice he can pull out the plan the emperor has selected and ready his men for battle.

4. Training Ground

In front of the barracks stands the great central hill. At its top, the ground has been carved away, creating a flat plane of hard-packed dirt. In the center of this stands the bonfire, lit at all times, but orc warriors also use this space to practice for battle. The training ground also has several wooden structures, built to help the warriors practice various maneuvers. The largest of these is a wall 20 feet high and 40 feet wide, with arrow slits for windows and ramparts at the top. The wall looks like that of a standard keep, but behind it is nothing but three logs to prop it up and the rest of the training ground. The orc warriors practice scaling this wall and fighting their way inside; the back of the wall has platforms by the windows and ramparts, so that other orcs can defend the structure.

This wall also has an added purpose: Anyone approaching Crushbone from the back and sneaking past the outer defenses would see this structure atop the only hill in the city and would assume it was the real orc keep. Besides the wall, there are several low platforms, a few hurdles, some barrels, and several thick posts solidly planted in the ground. The posts are used for tying ropes, both to create rope ladders (so the orcs can practice fighting on a narrow rope, as if they were walking through a treetop city) and to construct rope mazes (so the orcs can test their ability to get through a maze quickly).

Every day, all of the Crushbone centurions and legionnaires in the city (except those currently on duty, of course) march up the hill, drill for an hour in formation, and then make a complete circuit of the entire city at a run, all with

full armor and gear. After completing the circuit, the orcs return to the hill, where they break into small groups and practice close combat in pairs. Lord Darish participates in all of this—he would never consider making his soldiers do anything he would not do himself—but he is not technically in charge of the training. That honor belongs to a grizzled old warrior named Stingtooth (see below), who was once a mighty warrior, captain of the Royal Guard.

Stingtooth's eyesight is fading now, as is his hearing, but his limbs are still strong, and he can still wrestle nearly any orc in the city to the ground. The job of trainer allows him to use his skills and impart his knowledge, and also lets him stay useful. He has a stout, oil cloth-covered strongbox that he keeps off to one side of the training ground, and he often sits atop it while directing the warriors through their exercises. Inside the chest are his clothes, his bedroll, and his weapons. Stingtooth takes his meals in the barracks with the other warriors, but he always sleeps by the bonfire, both to tend it and because the warmth is soothing to his old bones.

Old Stingtooth is short-tempered and demanding, perfect for a military trainer. He cannot abide weakness (his own or anyone else's) and he hates incompetence. He will make a warrior repeat the same drill for days on end, until the orc either drops or gets it right. And if he drops, Stingtooth will wake him back up and make him start all over again. This aging orc has dark gray skin that is starting to show white streaks along the temples and on the backs of his hands. He keeps his scalp shaved clean, and wears his toothbands wrapped loosely around his neck as if daring anyone to grab the free ends. Stingtooth still wears his full kit and gear every day, refusing adamantly to give in to old age.

Stingtooth, Male Crushbone Centurion, War 6/Mil 1: CR 8; SZ Medium-size humanoid (orc); HD 5d8+5 plus 6d12+6 plus 1d8+1+12; hp 94; Init -2 (Dex); Spd 20 ft.; AC 17 [flat-footed 17, touch 8] (-2 Dex, +1 natural, +4 armor, +4 shield); BAB +10; Grap +14; Atk +15/+10 melee (1d10+6, broad sword), or +14/+11/+8/+5 melee (1d3+4, crit 19-20, dagger); SQ berserking, old age, Taunt bonus +2, ultravision, +1 electricity and magic saves; Res CR 2, ER 4, FR 2, MR 4, PR 1; AL NE; Fac Crushbone; SV Fort +12, Ref +1, Will +5; Str 18, Dex 6, Con 13, Int 14, Wis 15, Cha 14.

Skills: Alcohol Tolerance +5, Climb +5, Intimidate +7, Jump +5, Knowledge (warcraft) +8, Listen +2, Spot +2, Swim +9 [weight modifiers not inc.], Taunt +8, Wilderness Lore +4.

Languages: Orc (4), Common (3), Elvish (2).

Feats: Alertness, Cleave, Double Attack, Parry, Power Attack, Toughened, Weapon Focus (broad sword), Weapon Specialization (broad sword).

Old Age (Ex): Stingtooth's stats have been modified according to the "venerable" age category. In addition, his base speed is reduced by 10 feet and he receives a -4 penalty to Listen and Spot checks. As a result of these changes, his CR has been lowered by 1.

Possessions: Chain shirt, *Crushbone shoulderpads* (see Appendix Two), *large shiny brass shield*, broad sword, dagger, war horn, *Crushbone belt* (see Appendix Two), 2 toothbands, 12 gp.

5. Smokehouse

Most of the fish caught in the city is brought here to be cleaned. Then it is coated with salt and laid upon wooden racks, and these are carried to the smaller structure and slid into grooves along the walls. The door to this structure, the "smoker," is closed, and the fire beneath it is always kept stoked. The smoke from the fire cooks the fish and seals in the salt, so that the fish will be edible much longer than otherwise. Once they have been properly smoked, the fish are bundled up in leaves and portioned out to the various buildings in the city.

The larger structure next to the smoker itself is the smokehouse, where all of the spices and salt are kept. It is also here that the smokemaster, Bournash (*Crushbone warrior*, Com 4, NE; *Crushbone*), lives. Inside Bournash's hut are a simple bed and shelves all along one wall to hold clothing and other items. A table sits in the opposite corner, with two chairs.

Working the smokehouse is considered one of the more menial jobs in Crushbone, since it does not take a great deal of skill to handle the smoker. Nonetheless, it is an important occupation, and, in any case, the current smokemaster is unusual in that he actually enjoys the job; although not terribly old, his knees are not good, so he can no longer run with the other warriors. Instead, he sits here and tends the smoker, and passes the time by carving small figures from pieces of wood. He is one of the few orcs to know of the Thaumaturge's woodworking hobby, and the two occasionally spend an evening comparing carvings and discussing their craft.

6. Slave Pits

Each of these holes is roughly 25 feet deep and more than 40 feet across. Those whom the orcs have enslaved are kept here in these pits. They have no shelter from the elements, and no means of escape; the walls of the pits have been carved smooth to the point where water flows down without pause, and the sides are almost impossible to climb (Climb DC 40).

Every morning, ladders are lowered into the pits so that the slaves can climb out and go to work. At night, they are sent back down the ladders, and the ladders are then pulled up and tossed beside the lip of the pits. The slaves huddle at the bottom of the pits, pressed together as much for comfort as for warmth. Baskets of bread and meat are thrown down in the evening, along with waterskins. These are collected again before the slaves are allowed to climb up or go to sleep. On particularly cold nights, the guards grudgingly toss down blankets, since they need the slaves healthy enough to work.

The system of confinement is very simple, but very effective. No one in the pits can do anything without being seen, so there is no way to plan an escape or dig a tunnel or even conceal a weapon. Most of the slaves are consigned to their fate; they know that, as long as they obey and work, the orcs will let them live. Every so often a new slave decides to rebel, and is taken away to the arena. All of the other slaves are brought to watch, so that they see firsthand the punishment for being disobedient. As a result, most of the slaves are so terrified of their orc masters that

they would rather turn on any would-be rescuers than actually try to escape.

Quest: Rescue Mission

Faction: Miner's Guild 249 (+2 rank).

NPC: Throgar Ironclad.

CR: 10–12.

Reward: +1 faction rank with the Miner's Guild 249; *ironclad badge*.

Consequence: –2 faction rank with Crushbone.

Summary: Many travelers have been captured and enslaved by the orcs of Crushbone. All of the captives are housed in the slave pits and put to work, most often in the mines. One of the most recent victims is a young dwarf named Ganagar (*male dwarf*, War 5, OG; *Stormguard*). Ganagar's uncle is a powerful former adventurer called Throgar Ironclad, who wants his nephew returned unharmed. Throgar is too old to attempt the rescue himself, so he asks the characters to handle it for him. All they have to do (!) is sneak into Crushbone, locate Ganagar, and get him back out safely.

This quest cannot be repeated as written, although it could conceivably be modified for use with a different faction seeking the rescue of a different prisoner.

+1 shield, +2 deflection); BAB +7; Grap +11; Atk +12/+6 melee (1d10+4, broadsword), or +11/+7 melee (1d3+4, crit 19–20, dagger), or +10/+6 ranged (trip or 1d2+4 subdual, 15 ft., whip), or +9 ranged touch (*entanglement*, 10 ft., weighted net); SQ ultravision; AL NE; Fac Crushbone; SV Fort +10, Ref +4, Will +3; Str 19, Dex 14, Con 15, Int 14, Wis 12, Cha 10.

Skills: Alcohol Tolerance +7, Climb +3, Intimidate +6, Knowledge (warcraft) +5, Listen +7, Spot +5, Taunt +1, Wilderness Lore +3.

Languages: Orc (4), Common (4).

Feats: Improved Trip, Parry, Weapon Focus (broadsword), Weapon Focus (whip).

Possessions: Chain shirt, small steel shield, broad sword, dagger, weighted net, whip, *Crushbone belt* (see Appendix Two), *brass ear stud* (+2 deflection bonus to AC), toothband, 22 gp.

8. Slaver Camps

Although the 16 or so slavers (*Crushbone centurion*, Mnk and/or Rng 2–5, NE; *Crushbone*) in these two camps are from the same clan, the two groups compete viciously to see who can bring in the most slaves. Emperor Crush allows this because the two camps don't fight each other directly, and the competition makes both work harder.

The two camps are much the same; each is a collection of tents where the slavers sleep, and have a thick stake stuck in the ground before them and a second stake a little distance away. The tents in both camps are arranged in a circle around a single fire, where the slavers cook their food. New victims are brought into the city and to the slavers' camp, where they are searched for weapons and items of value. Extraneous clothing is stripped away — the climate is warm enough that very little protection is needed. Once all of this has been done, the slavers take stock of their catch. Anyone considered too weak to be of use, or too ill or wounded to survive, is simply killed.

The fit slaves are chained together, and the ends of the chain are attached to the two stakes. This keeps them from wandering away, either close enough to take a weapon from the slavers or far enough to try leaping into the channels. In the morning, the slaves are gathered up and taken to the slave pits, where the chains are removed and the newest victims are dumped in with the rest of the workers. The slavers themselves are a rough lot; these are orcs who excel at hunting (with elves, dwarves, and humans being their favored prey) and pride themselves on bringing their quarry back alive, and even largely unharmed. They use nets, whips, and their bare hands to capture people, and resort to real weapons only when necessary.

9. Arena

Between the two slaver camps is another deep pit, similar to the slave pits except that the upper half of the wall has been cut back and away from the hole into steps. Along the south side, a narrow section has been cut into a steep ramp, and a heavy iron grate blocks access at the bottom where the ramp enters the pit.

Disobedient or rebellious slaves are brought here and thrown into the arena. Sometimes two or more slaves wind up at the bottom together. Sometimes the slave(s) face a starving wolf. Sometimes the orcs manage to capture other

7. Slavemaster's House

This house is divided into three areas. The first, by the door, functions as dining room, kitchen, and sitting room. Several large fire pits line the wall here since the slavemaster is responsible for providing food to the slaves. Over the fire pits are spits and grills, and pots and pans hang from hooks overhead. A large oven next to the fire pits is used for baking bread. A few chairs rest along the walls, and a dining table with several chairs takes up the rest of the room. The guards and the slavemaster sit here for their own meals, or when relaxing at the end of the day.

The second room houses the slaves' guards (*Crushbone centurions*), containing a series of bunk beds with drawers beneath and hooks alongside. The guards spend little time in here; usually they are out watching the slaves, or else sitting in the front room.

The third room belongs to the Slavemaster. This room has a single bed, a bedside table, and a large iron-bound chest. The Slavemaster and his guards search each new slave carefully to be sure the slavers didn't miss anything. Every so often they find something valuable or interesting, and the Slavemaster confiscates these. He keeps them in his chest, which currently contains a pair of small rubies (300 gp each); a gold ring with the seal of a nobleman from some foreign continent (40 gp); a jade medallion with the image of an eagle carved upon it (190 gp); a tiny emerald lizard (450 gp); and a belt of silver links in the shape of oak leaves (65 gp).

Slavemaster, Male Crushbone Centurion, Mil 4: CR 6; SZ Medium-size humanoid (orc); HD 5d8+10 plus 4d8+8; hp 50; Init +2 (Dex); Spd 30 ft.; AC 20 [flat-footed 18, touch 14] (+2 Dex, +1 natural, +4 armor,

dangerous creatures, such as giant spiders, and toss them into the arena as well. The rules are simple, however — it is a fight to the death, anything goes, and the last creature breathing wins. The orcs gather around the arena to watch, sitting on the steps carved into the side and betting on the outcome.

If the slave wins, he is maimed (usually an eye is put out, as the orcs want to keep arms and legs intact for work purposes) and returned to the slave pits. At least one arena match is held each week, and sometimes more, though the Slavemaster (see Area 7), who runs the arena and makes a good deal of money betting on the events, is careful to space out the entertainment. He knows that making the matches too frequent only causes the other orcs to lose interest and bet less money.

10. Pens

At the south end of the same city section, not far from the arena, are the pens. This is a squared area where the ground has been cut away slightly, so that the bottom of the square is about 2 feet below the surrounding earth. A heavy iron cage covers the entire square, with only one iron door on the north side. Within the cage are over a dozen black wolves the orcs have caught and tamed — or at least conditioned enough to obey basic “attack” or “stay” commands.

Some of the smarter wolves have been crossbred with large hunting mastiffs, and the resulting war dogs (treat these as 3- and 4-HD black wolves) are more easily trained; they are used for guarding and hunting duties.

When a wolf or dog grows too old or injured to be useful, it is starved for several days and then set loose in the arena with a troublesome slave. The wolf pens are watched over by the orcs’ Beastmaster (*Crushbone centurion*, *War 1/Bst 3*, NE; *Crushbone*), who is responsible for the wellbeing of the wolves and for their training.

11. Tunnels

Each of these heavy wooden doorframes, the tops of which are below ground level, leads to underground tunnels — the mines. The tunnels have been made wide enough for a handcart to be pushed through them, and wooden beams support the walls and the ceiling, with small lanterns or torches at intervals to light the way. Every day, the slaves are marched down the tunnels, pushing the handcarts before them. At the end of the day, heavy iron gratings are lowered over each tunnel entrance, with the handcarts and tools just inside.

12. Mines

The mines are well below the surface, and occupy numerous large caverns, all tall enough for an orc to walk through without banging his head and wide enough for four carts to move alongside each other. The orcs have found bountiful veins of silver and gold, and smaller veins of copper, tin, and iron have been located as well. A handful of gems have been uncovered, the largest being the giant quartz crystal that was fashioned into Emperor Crush’s throne, but for the most part the mines contain metals rather than gems.

Every day the slaves are led down here under the watchful eyes of the Slavemaster and his crew, and are put to work

with picks, chipping ore out of the walls and digging new passages to explore. Thick wooden beams are stacked up in a few different portions of the mines, and these are used to support walls and ceilings in the new tunnels, to prevent cave-ins. The orcs are patient with their mining — they would rather take years to find a new vein than rush and endanger the entire operation, as well as the city above.

Surprisingly, very few slaves have tried turning the picks against their captors — but then, the orcs are better fed and better armed. So far, anyone who has tried has wound up in the arena, and only a small handful throughout the history of Crushbone have ever survived that ordeal.

13. Smithy

A short distance behind the tunnel entrances is the smithy, where the brawny but disfigured orc smith, Oblod (*Crushbone warrior*, *Exp 4*, NE; *Crushbone*), melts down the gold and silver ore and pours the metals into coin molds. He also purifies the iron ore and forges it into weapons and armor. The copper and tin are refined and made into bronze, which is then shaped into bricks for easy storage.

The smithy contains a massive forge, which is fed with hardwood and with coal from the mines. In front of the forge are two large anvils and a long wooden table. The table has metal trays upon it, and the trays hold coin molds so that the gold and silver can be poured in while still molten. Next to the anvils are two large buckets filled with water, for cooling weapons and other tools once they have been shaped and hammered.

It is worth noting that Oblod has an assistant. One of the slaves captured several years ago was a young dwarf named Gonagur (*male dwarf*, *Exp 4*, N; *Kazon Stormhammer*, *Merchants of Kaladim*), and one day in the mines he accidentally revealed that he knew something about metalworking. He was immediately removed from regular duty and assigned to work with Oblod instead. Over the years the two have almost become — if it were possible — friends, and the dwarf seems happy enough to be shaping metal rather than digging it from the ground. Both the orc and the dwarf sleep on bedrolls under the tables, and cook their food on top of the forge itself.

14. Tannery

This is the tannery, where leather — either from animals or from slaves — is cured, tanned, dried, and worked into clothing, armor, and gear. The tannery house is very similar to the smokehouse, but with two beds, a table, two chairs, and a wall covered in shelves. The table is covered with tools and with wooden blocks carved into various shapes. The tannery stinks, however, even worse than the smokehouse. The tanners and the smith (and his dwarf assistant) have grown used to the stench, but anyone else approaching the tannery must make a Fortitude save (DC 12) to avoid being *nauseated* until he moves at least 150 feet away from the building; a character who saves finds herself able to withstand the stench.

The 2 tanners (*Crushbone warrior*, *Com 4*, NE; *Crushbone*) take hides and hang them on long ropes strung from the edge of the house to a pole to let the hides dry. Then they remove the hides and place them in the smoker to cure, drying the leather and conditioning it so that it will not

crack. One of the tanners is also the leatherworker, who cuts and stitches several pieces of leather together, then trims the edges to finish the piece. The wooden blocks on the table are used as templates for fitting and cutting leather objects — one block is for pouches, another for boots, another gloves.

The only items of value inside the tannery are the tools and a few of the finished leather items that haven't been shipped out yet: a suit of studded leather armor and a masterwork leather sling are of particularly good quality.

15. Fields

In these narrow, oddly shaped fields grow wheat, oats, corn, barley, and potatoes. The orcs assigned to the fields tend the crops every day. They carry cans to dip into the nearest canal and long knives to prune away damaged or diseased leaves, keeping the plants healthy. This is considered the lowliest job in the city, unfit for a true warrior, and is usually reserved for the old, the very young, women, or those in serious disfavor. When harvest time comes, the orcs use sickles to chop down the wheat and barley, picking the rest by hand. Everything is placed in large baskets, and these are carried up to the Citadel and placed in the storeroom there.

16. The Docks

While the majority of common orcs (treat as pawns and warriors, plus noncombatant women and children) live in

this area, in housing units of simple but sturdy wooden construction, the most notable part of this section of the city has never been seen by most of the clan and is not even suspected by outsiders who have merely snuck a glimpse at the city.

The river that cuts through Crushbone is not its only source of water: a second river flows through as well, from the east to the southwest. This river is underground, however, and never surfaces — or at least not anywhere near Crushbone. The orcs discovered the river in its natural stone channel when they were laying the foundations for Crush's Citadel, for the water runs directly beneath it. Rather than move, though, the orcs simply decided to use the river as a source of fresh water, laying strong braces, arches, and pillars along the river's edges to support the keep above.

More than a century after the Citadel had been built, a patrol of orcs were surprised one day to hear strange sounds coming from the grating beneath their feet. The sounds were very similar to someone talking, but in language they did not recognize. The grating was lifted aside, and guards were lowered by ropes, spears at the ready. It is difficult to say who was the more surprised — the orc guards, dangling at the end of their ropes, or the dark elves on their boat, suddenly confronted with orcs descending like spiders from the ceiling.

Fortunately for both sides, one of the legionnaires on the scene was a level-headed old veteran, and he urged the



guards to lower their weapons. One of the dark elves spoke a little of the Common tongue, as did the legionnaire, and the two of them established a brief truce. The dark elves, it turned out, used the underground river to ferry supplies, and they had no particular grudge against the orcs. Indeed, they quickly saw the advantage in having an ally standing watch over their route. And the orcs had both money and slaves, two things the dark elves appreciated.

For their part, the orcs realized that they could either fight the dark elves constantly or establish an alliance. The elves had access to food and weapons the orcs could not obtain on their own, so the decision was easy. However, the orcs couldn't keep lowering guards on ropes, and the elves couldn't stop their boats for long in the middle of the swift river. The solution was the docks.

An area was found along the subterranean river where the sides sloped gradually enough that an almost level surface existed next to the water. An entrance was cut down into this area, and the wall was leveled still further. Thick posts were sunk into the river bottom, and a pier extended from the wall. The result was a quay some 30 feet long and 15 feet wide, half of wood and half of stone. The river at this point is more than 60 feet wide, leaving the boats enough room to turn so that they can moor to the dock. The elves bring their boats alongside and unload their goods, and the orcs have bags of coins or groups of slaves waiting in return.

The entrance to the docks is concealed by a short, broad building with a set of heavy doors in front (the building marked #16 on the map); there are 2 Crushbone Guards here, just inside the doors, at all times. The doors open onto

a broad set of stairs that lead directly down to the dock, where 2 more Guards are posted; one runs to alert Warden Chokehold whenever a boat approaches. Several of the orcs posted here have wondered where the river leads, and have requested permission to get a boat and find out. However, Crush and Chokehold are leery of upsetting their new allies, and have insisted that no orc explore the underground river. They hope to send an ambassador to the dark elves some day (much as D'Vinn stays with them), but the elves have never suggested the possibility and the orcs are unwilling to press the matter and lose such a mutually beneficial arrangement.

Crushbone Citadel

Easily the largest and most impressive building in Crushbone is the Citadel. This is the home of Emperor Crush and his three wardens, and the center of the clan's power. From a distance, Crushbone Citadel is an imposing structure. Triangular and fully three stories tall, it has three large towers outside the main building, all connected by walkways and halls. The tops of the towers and of the main building's roof are pointed and appear almost jagged, so that the entire structure resembles a row of monstrous teeth preparing to bite a chunk from the sky.

Upon a closer approach, the Citadel becomes even more gruesome, for its walls are revealed to be lumpy and uneven rather than clean stonework. This may seem like shoddy construction at first, but it is something altogether different — and far more disquieting. Emperor Crush wanted to send a message to his foes, showing that the orcs of the Crushbone clan were not afraid of them; indeed, he wanted to show that the orcs, true to their name, would crush their enemies' bones beneath them. And that is exactly what Crush did. He commanded that the bones of his enemies be smashed apart and baked into the bricks being used to build the castle. The lumps in the walls come from the skulls, skeletal hands, and other bones that protrude from them, as if the walls themselves were reaching out for help.

Nor did Crush stop with his enemies. He also commanded that the bones of the fallen orcs be used in the walls, but with a difference. The first Crush, it seems, was not only a warrior, but also a necromancer of surprising power. He restored his fallen kin to sentience, transforming their corpses into animate skeletons — and then he walled them into his new keep. Throughout the Citadel are orc hands, heads, and other bones extruding from the walls; most of the other bones were broken up, but Crush insisted that the heads and hands be kept intact. In this way, the walls themselves are an effective defense, for they see when anyone enters and can reach out to restrain trespassers.

Emperor Crush added one further twist that made his choice of building materials even more effective. He magically bound all of the orc skeletons to himself through his crown, the *helm of the dead* (see Appendix Two). Any orc wearing Crush's helm (i.e., the Emperor) can communicate instantly with any and all orc skeletons throughout the city, issuing commands to them as well. This means that Emperor Crush is generally, for all intents and purposes, aware of everyone within his castle as long as he is awake, and can trace their movements at will.

Quest: A Riverboat Cruise

Faction: Emerald Warriors (+3 rank) or Faydark's Champions (+4 rank).

NPC: Lucius Windshield.

CR: 8–11.

Reward: +2 faction rank with the Emerald Warriors; +1 faction rank with the Faydark's Champions; *Windshield strap*.

Consequence: –2 faction rank with Crushbone; –1 faction rank with the Ebon Mask; –1 faction rank with the Indigo Brotherhood.

Summary: The elves of Kelethin have long suspected that their twisted kin the dark elves might be allied with Crushbone. Recently, one of their scouts found out about the underground river and mysterious boats that travel along it. Lord Lucien Windshield (*male wood elf, War 6/Rng 7, DG; Emerald Warriors, Faydark's Champions*), one of the more powerful warriors in the city, asks the characters to investigate. He wants them to infiltrate Crushbone (preferably by stealth), sneak down to the Docks, and slip onto one of the dark elves' boats so that they can report its destination. If they succeed and return to him, he gives them *Windshield strap* (see Appendix Two).

This quest cannot be repeated.

Of course, orcs are always entering or leaving the Citadel on various errands, but only those of warrior rank or higher are allowed beyond the ground floor. To make it easier to distinguish between friends and foes, all *Crushbone* warriors wear a belt with a bit of orc bone imbedded in the buckle. These *Crushbone belts* are taken from fallen orcs to be passed on to younger warriors, and new ones are made when necessary. Again using his helm, Emperor Crush can always tell exactly where the belts are at any time within *Crushbone*, allowing him to distinguish between his kin and intruders in the castle. (No orc women or non-warriors

dwelt within the Citadel; whenever Crush or the other orc lords desire female companionship, their favored mistresses are “loaned” a *Crushbone belt* for the duration of their stay.)

Crush’s Royal Guards wear an additional piece of equipment that is linked to Crush’s helm, for their *Crushbone shoulderpads* also have skeletal components in them. These pads allow them to pass through the Citadel unmolested and unhindered, for most of the doors (or rather the skeletal components of their frames) are under orders not to open to anyone not wearing such gear, unless ordered otherwise by the emperor.

Citadel Walls

Superior masonry (magically reinforced, 4 ft. thick): Hardness 13; 540 hp per 10 ft. sq.; Break DC 65.

The Citadel’s walls are unique in that they contain animate undead orc matter (skeletal arms, legs, heads, etc.) that protrudes from the walls’ surface. Any attack upon an entire 10-foot section of wall that deals 13 or more points of damage destroys all undead matter there (see the “skeletal limbs” stats below); however, as a corollary, any damage to the Citadel’s walls can be healed by any spell or effect that would restore hit points to an undead creature.

A character with the ability to turn, rebuke, or otherwise control or influence undead can attempt to affect a single 10-foot section of the wall as if it were a 6-HD undead creature (Fort +2, Ref —, Will +5). For Undead Empathy checks, each 10-foot section of wall is considered “indifferent” to orcs but “dubious” to any non-orc other than high or wood elves, to whom it is “threatening.” A character who raises this attitude to “allied” or better can cause that section of wall to stop attacking, while one who receives a “warm” result can actually have the wall perform small favors for him such as assisting him in climbing, holding objects, pointing the way to a particular part of the keep, etc, but not attacking others for him.

The orc skulls embedded in the wall may observe anything in their vicinity as a normal person could, and, being undead, can penetrate normal invisibility (but not *invisibility to undead*); they effectively have a Spot bonus of +8, but since so many heads are affixed in any given section, they can be treated as taking 20 on all Spot checks. Any orc with the ability to see remotely through an undead creature’s eyes (such as a thaumaturgist who casts *sight graft*, or the Emperor using his *helm of the dead*) can target any 10-foot section of the wall with this spell ability as if it were his skeletal pet.

The orc arms and legs in the walls do not usually hold weapons or other objects (unless noted in an area’s description), but they can be commanded to do so by anyone who successfully affects a 10-foot section of wall with a charm, dominate, rebuke, or other spell or effect that allows her to control undead. The walls are under orders to stop all but dark elves or those wearing *Crushbone shoulderpads* from moving freely through the castle. This means that anyone else within 5 feet of a wall is subject to grapple and claw attacks from all skeletal limbs within reach (and be sure to watch for any attack of opportunity provoked by characters within 5 feet of the walls).

It is impossible for anyone other than dark elves or those wearing *Crushbone shoulderpads* to climb the Citadel walls, as the arms, legs, and teeth there simply push or pull the would-be climber in too many directions at once. Dark elves or those wearing *Crushbone shoulderpads* actually gain a +5 circumstance bonus on Climb checks made to climb these walls.

Skeletal Limbs (10 per 10-foot section): CR 1/2; SZ Small undead; HD 2d12; hp 13; Init +5 (+1 Dex, +4 Improved Initiative); Spd 0 ft.; AC 14 [flat-footed 12, touch 13] (+1 size, +1 Dex, +2 natural); BAB +1; Grap –1; Atk claw +4 melee (1d3+2); Face 2-1/2 ft. by 2-1/2 ft.; Reach 5 ft.; SQ immunities, undead; AL N; SV Fort +0, Ref +1 (but always fails Ref saves against area effect attacks), Will +3; Str 14, Dex 12, Con —, Int —, Wis 10, Cha 1.

Feats: Improved Initiative.

Immunities (Ex): The skeletal arms are immune to cold damage and to damage from piercing weapons or attacks. They take only half damage from slashing attacks.

Undead: Immune to death effects (including massive damage) and necromantic effects that must target a living creature, and to disease, paralysis, poison, sleep, stunning, and mind-influencing spells and effects. Immune to effects that require a Fort save unless the effect may specifically target an object.

Citadel Doors

Bronze-reinforced wood (2 in. thick): Hardness 6; 40 hp; Break DC 28.

The doors in the Citadel are very stoutly built, but are not otherwise unusual. However, their frames are always constructed with skeletal orc hands and fingers that bind the doors tightly shut against all but dark elves or those wearing *Crushbone shoulderpads*. Anyone else must either smash the door itself or turn, rebuke, or command the undead body parts around the door. For the latter purposes, treat each door as a single 4-HD undead creature (Fort +1, Ref —, Will +4).

Undead Empathy can also be used to open doors, with beginning attitudes as noted above. A character who raises this attitude to “allied” or better can cause that door to open, while one who receives a “warm” result can cause it to close against others, including even those orcs and dark elves normally able to pass through the doors easily.

Anyone attuned to magic (i.e., any character with a mana pool) who is not a necromancer or a shadow knight becomes uncomfortable upon approaching the Citadel, as she feels the presence of powerful black magic. A necromancer or shadow knight may make a Spellcraft check (DC 18) to recognize the nature of the spells (alteration and conjuration magic somehow dealing with animating undead); if the check result is 25 or higher, the character also realizes immediately just how these spells are interwoven with the keep's construction.

The city of Crushbone is still partially beneath the forest's canopy. To compensate, many of the orcs' dwellings have torches. Crushbone Citadel has a more elaborate and more unsettling method of illumination. A single massive lantern, built from ribcages and arm bones, hangs at the highest point of the castle, just beneath the peak. This lantern is easily 8 feet tall and over 5 feet across. Within it sits a canister of oil and a rope-like wick, suspended upside-down so that the light falls downward rather than rising up above. The lantern's light reaches down to the ground and even casts glimmers into the water nearby. Its oil reserve is refilled every few days, and the wick checked, trimmed, and replaced as necessary. Side rooms are lit with torches or lanterns of their own.

Ground Floor

Crushbone Citadel's ground floor is largely empty and mostly open. Enormous stone arches rise up on all three sides, allowing troops and supplies to be delivered easily. This also prevents invaders from gaining easy access to the Citadel proper, since they must then climb the grand staircase; this would allow defenders enough time to retreat from the ground floor and slide home the heavy bars across the door at the top of the stairs (see "Second Floor").

Not that the ground floor is completely empty. Three rooms exist here, one at each point of the triangle; each has a standard Citadel door commanded to open for any orc (not just those wearing *Crushbone shoulderpads*). The grand staircase is set in the center of the area, approached from the north side.

Just before the staircase is an enormous bronze grate mounted into the stony ground. The grating is held in place by what appears to be hundreds of bone hooks along each side; closer inspection reveals these to be skeletal fingers. These fingers all belonged to orcs, and thus can be commanded by Emperor Crush. Upon his orders, they will release the grating entirely, dropping it and anyone standing upon it into the underground river that passes below the castle. (The river is equivalent to "rough water" for the purpose of Swim checks due to the very swift current.)

a. Barracks

The room at the north end is a barracks holding 24 Royal Guards. They sleep in shifts, but their schedules are assigned daily at the Emperor's whim, so there may be any number of them here or elsewhere about the keep, at the GM's discretion.

The barracks consists of two rooms: The first is a small room with several tables, desks, and chairs, where the guards may sit before going on duty or just after finishing. The second room is the bedchamber, which holds three rows of triple bunks. Each bunk has a sturdy wooden frame,

and drawers beneath each for clothing and other gear. Hooks and racks along the wall hold cloaks, weapons, and other items.

b. Armory

The southwest room contains racks of broad swords, spears, shortbows, arrows, and nets. The door to this room is locked, and each of the 4 Guards on duty here holds a key, so that any of them can open the door to outfit additional troops if necessary.

c. Storeroom

This area contains several racks as well, but these do not hold weapons. Instead, the room contains food, drink, clothing, and basic tools. In the far corner of the room is a well, a hole cut through the ground to access the river below so that water could be drawn without going beyond the Citadel's walls. In the northernmost corner of the room is a circular staircase leading up.

Second Floor

The grand stairs from the ground floor open into a triangular chamber, with rooms along each length of the triangle's outer walls; there is a massive iron gate at the top of these stairs that can be closed to keep intruders from entering this area. A second set of stairs sits alongside the first; these lead up to the third floor. Alongside the stairs, in front of them and behind, are more bronze grates similar to that on the ground floor but smaller, which can be used as kill-holes by Citadel defenders in case of attack. These are held in place in the same fashion, and can also be released upon Crush's command, dropping them 15 feet to the ground below.

Iron Gate: Hardness 10; 135 hp; Break DC 33. Anyone capable of commanding undead can cause the Citadel's walls to seal this gate, effectively doubling its hit points and increasing its Break DC by 5.

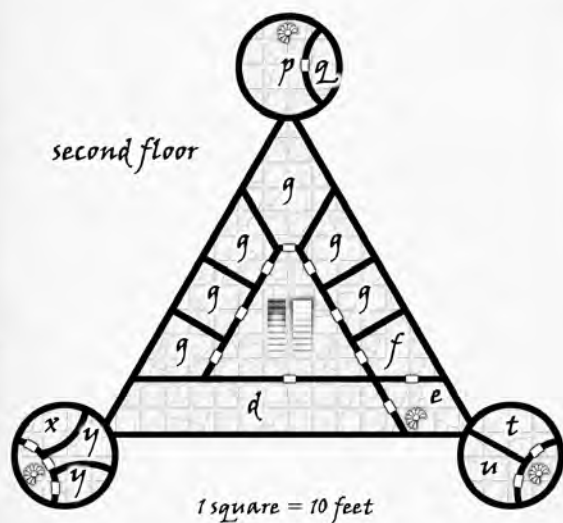
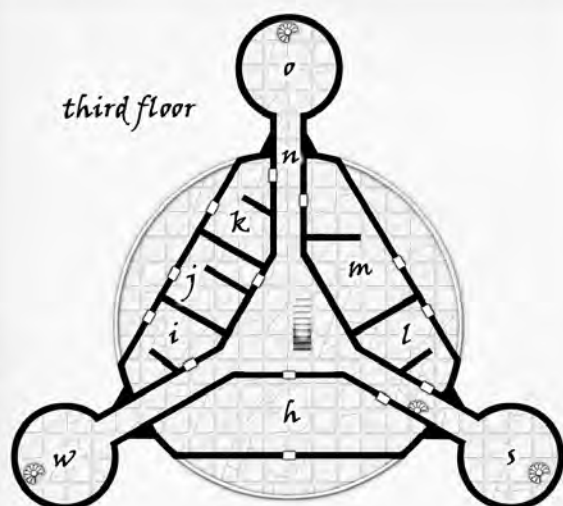
d. Dining Hall

This room contains several long wooden tables, with rough benches on either side. Rugs cover the floor and several worn tapestries hang on the wall. Members of the Royal Guard eat here, as do some of the taskmasters. A door to the east allows the keep's half-dozen or so cooks (*Crushbone warrior*, Com 3, NE; *Crushbone*) to carry food directly into the room, and small tables stand on either side so that dishes can be set there while the rest of the food is being brought in.

e. Kitchen

This room has three doors. The first door leads out into the hall, the second into the dining hall, and the third into the cooks' quarters. Food is brought up from the storeroom below by way of a circular staircase linking the two floors; a strong iron gate can be swung into place at the top of the stairs, blocking passage from the storeroom below. The staircase continues up to the third floor as well.

The kitchen contains several fireplaces, a few cabinets, some shelves, and two large tables for cutting and preparing meals. Pots and pans and other utensils hang from hooks along the walls and over the two tables, and jugs of spices are kept underneath.



Crushbone
Citadel

Iron Gate: Hardness 10; 90 hp; Break DC 30. Anyone capable of commanding undead can cause the Citadel's walls to seal this gate, effectively doubling its hit points and increasing its Break DC by 5.

F. Cooks' Quarters

This room contains several beds and chests, with a small table or a short bench beside each one. Narrow slit windows cut into the outer wall, and the cooks have hung aprons, hats, and other bits of clothing about the room, perhaps in an attempt to mask the unsettling presence of the bones within the walls. There is little of interest here.

g. Guest Chambers

These rooms have been set aside for visitors and guests whom the emperor considers important enough to allow rooms in the Citadel, but not significant enough to warrant rooms on the third floor. Each guest chamber has a bed with a rough wooden frame, a small table and a stool beside it, a chest at the foot of the bed, and hooks mounted in the walls for hanging items. The hooks, upon being examined, are actually finger bones, curving upward as if beckoning the guest closer. Rugs or furs cover the floor, and a tapestry or a pair of crossed weapons hangs upon one of the walls.

Narrow window slits along the outer wall allow some air circulation — the slits are wide enough for a javelin to be hurled out, but too narrow for anyone but the smallest of halflings or gnomes to squeeze through (and in any case, the wall's hands would certainly resist such an attempt).

Third Floor

The top floor of Crushbone Citadel is the home of the ruling orcs, and sometimes their most honored guests. This floor is accessed by the stairway in the center of the main hall on the second floor, or from any of the three towers — each tower has a suspended hallway linking the tower to the keep's third floor. This level also has balconies along each of its three sides, so that the orc leaders may look out over the rest of the city at any time.

h. Private Dining Hall

This room is reserved for the use of Emperor Crush and his most esteemed lieutenants and guests. The hall is slightly smaller than the one below it, and has only a single long table made of polished wood with silver insets. Heavy, comfortably padded chairs are placed around the table, which can accommodate as many as twelve.

Along the east wall is a second door that opens into the hall near the southeast tower; from here, a spiral staircase leads down to the kitchen, so that the cooks below can bring up food easily and quickly. Inside the dining hall on one side of the door is a small wooden cabinet containing goblets and decanters of wine. On the other side is a small table holding plates and silverware.

The dining hall covers the entire southern wall, and has great arching windows covering that entire side. These each contain carved wooden screens that open outward onto the balcony. The balcony here has a wrought-iron table and several matching chairs upon it, and Crush occasionally takes his meals here so that he can watch his people at work.

i. Guest Quarters

This chamber is currently — as it has been for the past several years — occupied by the dark elf ambassador, D'Vinn. It is a mark of high favor that the dark elf is lodged on the same floor as Crush and his three wardens, and he regularly dines with them.

The guest quarters contain a half-wall separating the chamber into two smaller rooms. The door opens into the first portion, on the northern end, and this area contains two comfortable chairs with a small table between them and a rug below all three pieces. This is the sitting area. A large tapestry covers the wall, showing the Suntouched Forest, its leaves and tree trunks worked in gold and silver thread — the tapestry is of wood elf manufacture, taken from the Shadow-Wood Keep by the orcs when it was destroyed, and is thus worth a great deal to elves, historians, or collectors (3,000 gp or more).

The southern half of the room is the bedchamber, and contains a wide bed with a finely carved wooden frame, plus a small table beside it. The lower portion of the bed has been carved into drawers to hold clothing and other items. A second door, in the back of the sitting room, opens onto the balcony.

Ambassador D'Vinn

D'Vinn was dispatched to the city after his people encountered the orcs along the underground river. The two peoples soon discovered that they had several things in common: Both preferred the darkness, both liked stone more than wood, and both hated the wood elves and the high elves with great passion. An alliance was suggested and agreed upon. Recently, given the ongoing success of their races' relationship, D'Vinn was sent to Crushbone to provide a constant presence. He has the authority to negotiate further treaties and trades with the orcs, and to promise them any price or goods within reason.

D'Vinn is clever. He knows that he was chosen for this task in part because he is an excellent negotiator but also in part because his own liege feared him. D'Vinn has the unique position among dark elves of being both a cousin to "King" Naythox Thex and a legitimate (albeit distant) cousin to Queen Cristianos Thex, with strong followings among both the Ebon Mask and the Indigo Brotherhood. By sending him out of the kingdom, Naythox hoped that D'Vinn would lose favor or that his followers would forget him.

Instead, the opposite has occurred. D'Vinn has forged a solid alliance with the orcs, and an actual friendship with both Chokehold and Crush (the Emperor and D'Vinn often sit up till all hours playing games of strategy and conversing) — should he decide to claim the throne of his people, the Crushbone clan will support him fully. During his time as ambassador, D'Vinn has also channeled more money back to his people, making him something of a hero among his growing faction. The dark elves who carry supplies to and from Crushbone are followers and allies of his (as much as any dark elves can ever be allies, at least), and constantly see proof that D'Vinn is working to make their own race stronger and more dangerous. When he decides the time has come to reach for the throne, D'Vinn will be ready.



D'Vinn is a tall, lean, handsome dark elf, with smooth skin and silver-white hair that he wears pulled back in a neat braid. He always wears loose, elegant clothing to conceal his fine leather armor (Spot DC 33 to notice), with his trademark long, midnight-black cloak completing the ensemble. He wears his *Dragoon dirk* openly upon his belt as a sign of his station, but keeps his +1 dagger hidden in his boot (Search DC 20).

Ambassador D'Vinn, Male Dark Elf, Ari 1/War 5/Rog 6: CR 11; SZ

Medium-size humanoid (dark elf) [5 ft., 2 in.]; HD 1d8+1 plus 5d12+5 plus 6d8+6; hp 89; Init +9 (+5 Dex, +4 Improved Initiative); Spd 30 ft.; AC 23 [flat-footed 18, touch 15] (+5 Dex, +6 armor, +2 natural); BAB +9; Grap +11; Atk +15/+12/+9 melee (1d3+3, crit 17–20, +1 dagger) and +10 melee (1d3+1, crit 17–20, *Dragoon dirk*), or +14 ranged; SA backstab +2d6; SQ berserking, dark elf traits, evasion, rogue ability (poison expert), sense traps, Taunt bonus +2, ultravision, +4 on Fort saves against alcohol; Res MR 5, PR 5; Fac Ebon Mask, Indigo Brotherhood, King Naythox Thex; AL NE; SV Fort +7, Ref +11, Will +5; Str 14 (13), Dex 20 (16), Con 12 (10), Int 16, Wis 11 (10), Cha 14.

Skills: Alcohol Tolerance +2, Appraise +6, Balance +7, Bluff +10, Climb +7, Diplomacy +12, Disable Device +10 [tools], Escape Artist +15, Gather Information +6, Hide +19 [cloak], Intimidate +6, Jump +8, Knowledge (street smarts) +6, Knowledge (warcraft) +5, Listen +6, Pick Lock +9 [tools], Pick Pocket +8, Profession (sailor) +4, Read Lips +7, Rope Use +7, Search +10, Sense Motive +6, Sneak +20 [armor], Spot +9, Swim +7, Taunt +10, Trade Skill (poison making) +14, Tumble +12.

Languages: Teir'Dal (4), Common (4), Elvish (4), Orc (4).

Feats: Combat Reflexes, Double Attack, Dual Wield, Improved Critical (dagger), Improved Initiative, Parry, Power Attack, Weapon Finesse (dagger).

Possessions: +1 leather armor of silent moves, +1 dagger, Dagoon dirk, midnight cloak (see Appendix Two), gnome-skin belt, platinum fire opal hairband, onyx studs, platinum onyx pendant, platinum armband, wristlet of mending, platinum bloodstone bracelet, ring of shadows, masterwork thieves' tools, spirit of sloth poison (2 doses).

j. Bonefire's Quarters

This room is similar in design to the guest quarters next door. Of course, Warden Bonefire has decorated her room with her own belongings. The skull of an ogre, one of Bonefire's first kills, hangs upon the wall in the sitting room, and a string of fey skulls are arranged below it. Her favorite trophies adorning the half-wall are a great dwarven war axe (+1 battleaxe of disruption) and, beneath it, the same dwarf's helm and chainmail (+1 Small light-fortified chainmail).

Instead of chairs, the sitting room has piles of luxurious cushions scattered about, so that Bonefire and guests can lounge upon the floor; likewise, her bedroom has no bed, but only more cushions and several thick blankets and furs. Upon the far wall are hooks with shelves above them to hold clothing and other items. Some orcs claim that Bonefire broke all her furniture in a fit of rage after the emperor had refused one of her requests, while others say she does not like furniture because it restricts her movement.

Warden Bonefire

This powerfully built orc handles the clan's defenses. She is locked in a constant battle with the widely respected Warlord Darish because the two of them use the same warriors for their tasks. About the only personnel they do not fight over are the Royal Guard, who do not answer to Darish at all and are utterly loyal to Bonefire — and only because she was their captain before she became Warden.

Bonefire is given to frequent bouts of rage, and has been known to lash out at other orcs for no fault of their own. Because she is tough enough to take on almost anyone in the city, orcs have learned to judge her mood before approaching. Bonefire loves fighting, and desperately wants the elves to attack so that she can use some of the defense plans she has created. She constantly urges Crush to let her expand their defensive perimeter.

Bonefire is a well-muscled orc with long pale hair pulled back in a scalp-lock. She wears her two toothbands over her chain shirt, crossing her chest like bandoliers. In battle, she prefers her massive greataxe, "Headsplitter," to the more traditional broad sword; she is also quite capable of inflicting fearsome damage with her dagger from surprise, however.

Warden Bonefire, Female Crushbone Centurion, War 3/Rog 3: CR 9; SZ Medium-size humanoid (orc) [6 ft., 9 in.]; HD 5d8+20 plus 3d12+12 plus 3d8+12; hp 95; Init +6 (+2 Dex, +4 Improved Initiative); Spd 30

ft.; AC 17 [flat-footed 15, touch 12] (+2 Dex, +1 natural, +4 armor); BAB +8; Grap +13; Atk +15/+9 melee (2d6+7, crit x3, masterwork greataxe), or +14/+10 melee (1d3+5, crit 19–20, masterwork dagger), or +10 ranged; SA backstab +1d6; SQ berserking, sense traps, Taunt bonus +2, ultravision; AL DE; Fac Crushbone; SV Fort +12, Ref +7, Will +3; Str 21, Dex 15 (14), Con 18, Int 12, Wis 11, Cha 10.

Skills: Alcohol Tolerance +8, Climb +8, Intimidate +6, Jump +6, Knowledge (warcraft) +5, Listen +6, Sneak +7, Spot +6, Taunt +7, Wilderness Lore +3.

Languages: Orc (4), Common (4), Elvish (1).

Feats: Cleave, Improved Initiative, Parry, Power Attack, Scent (as scent ability), Weapon Focus (greataxe).

Possessions: Chain shirt, Crushbone shoulderpads (see Appendix Two), masterwork greataxe, masterwork dagger, Crushbone belt (see Appendix Two), ring of shadows, 2 toothbands, 2d6+3 gp.

k. Chokehold's Quarters

Warden Chokehold handles the city's trade, and he is the perfect choice for this task because he enjoys collecting items from other places and other cultures. His chambers reflect his relatively urbane personality.

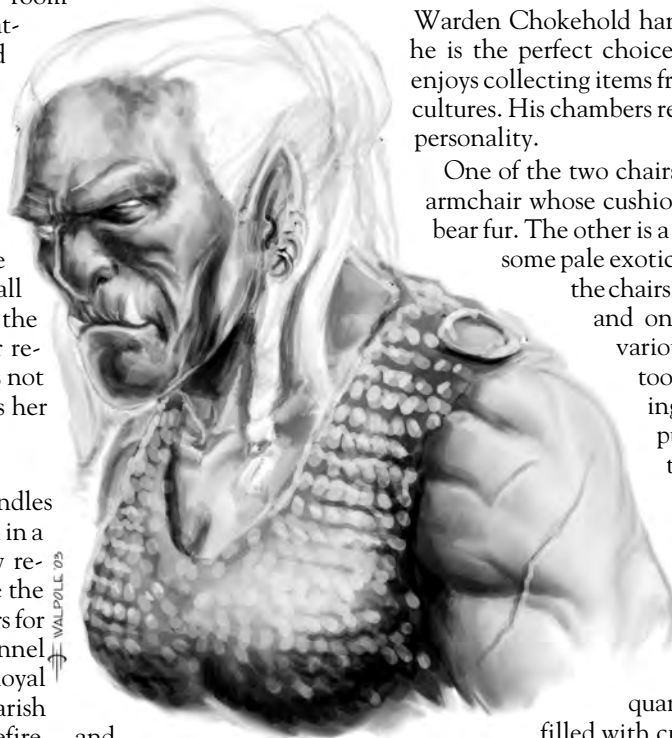
One of the two chairs in the sitting room is an armchair whose cushions are covered with polar bear fur. The other is a rocking chair carved from some pale exotic wood. The table between the chairs is a polished slab of marble, and on the wall beside it hang various unusual weapons and tools from other races, including a brownie's dart, a gnome punch-dagger, and an iksar trident.

Chokehold's bed is low-slung and sits upon a wooden frame with ropes running across it for support, and his bedside table is carved from a single rough piece of quartz. The entire chamber is filled with curios of all sorts, weapons, jewelry, tools, and small containers, and one cannot walk anywhere in the room without risk of kicking or stepping on something. Few of the items have any great value, but many are worth perhaps 10 to 20 gold pieces as curiosities if nothing more.

Warden Chokehold

Crushbone's two primary activities are setting up rendezvous with the slave-trading pirates off Faydwer's northern coast and negotiating trade agreements with the dark elves. Chokehold loves his job — he is gregarious and outgoing for an orc, enjoys meeting new people and talking, loves to bargain, and is fascinated by other cultures and their goods. He has proven a shrewd negotiator, and has even earned the respect of Ambassador D'Vinn.

Chokehold is a middle-aged orc of average size and build; he is a warrior, as are all Crushbone orcs, but he is not particularly fearsome as orcs go. When given the chance, however, he talks to his opponents first, trying to lull their suspicions and assess their weaknesses, playing the role of



“dumb orc” if necessary. Only then does he strike, sudden and savage.

Chokehold wears his toothband wound around his right forearm, and hides his fine armor (a gift from the dark elves) beneath long silk robes and a fur collar. He carries a heavy belt pouch with over a hundred gold coins, which he uses to convince stubborn traders that he means business. He also carries a long dagger and an ornately carved walking stick — which holds a slender but deadly sword within its hollow frame.

Warden Chokehold, Male Crushbone

Centurion, Rog 6: CR 9; SZ Medium-size humanoid (orc) [6 ft., 3 in.]; HD 5d8+15 plus 6d8+18; hp 79; Init +7 (+3 Dex, +4 Improved Initiative); Spd 30 ft.; AC 19 [flat-footed 16, touch 13] (+3 Dex, +1 natural, +5 armor); BAB +7; Grap +10; Atk +10/+6 melee (1d4+3, crit 15–20, rapier) or +11/+7 melee (1d3+3, crit 19–20, masterwork dagger); SA backstab +2d6, rogue ability (crippling strike); SQ evasion, sense traps, ultravision; AL NE; SV Fort +9, Ref +9, Will +4; Str 17, Dex 16, Con 16, Int 17, Wis 13, Cha 14.

Skills: Alcohol Tolerance +6, Animal Empathy +12, Appraise +4, Bluff +10*, Climb +4, Diplomacy +16*, Disguise +4 (+6 acting)*, Gather Information +6*, Handle Animal +4, Intimidate +5*, Jump +3, Knowledge (street smarts) +8, Knowledge (warcraft) +6, Listen +5, Search +8, Sense Motive +7, Spot +5, Swim +6 (weight modifiers not inc.), Taunt +3 (+5 animals)*, Wilderness Lore +3.

* Chokehold receives an additional +4 bonus to these skills when dealing with dark elves due to his *foreigner's cape*.

Languages: Orc (4), Common (3), Elvish (3), Teir'Dal (4).

Feats: Hand to Hand, Improved Critical (rapier), Improved Initiative, Parry, Quick Draw, Weapon Focus (broad sword).

Possessions: +1 chain shirt, Crushbone shoulderpads (see Appendix Two), walking stick with concealed rapier (Search DC 25 to find blade), masterwork dagger, grey fur gorget, foreigner's cape (attuned to dark elves), Crushbone belt (see Appendix Two), small protection deity, toothband, silk robes, 120 gp.

I. Bloodgurgler's Quarters

Warden Bloodgurgler is in charge of Crushbone's daily affairs, and is extremely picky about details and almost obsessive about cleanliness (admittedly strange traits in an orc). His bedroom is neat and tidy, everything hidden within the drawers, and the table there holds only a pitcher of water and a small wooden cup. Although Bloodgurgler likes simple things, he also likes quality, and all of his furniture is

well-made, with smooth, clean lines and flawless finishes. Within the drawers of the bed, his clothes are all neatly folded and his other items are packed away carefully. Only one item hangs upon the walls here — a large black wolf fur, far larger than the norm, which was Bloodgurgler's first kill. However, hidden behind the fur is one of the orc's only real treasures: a *mirror of scrying* (see Appendix Two).

Warden Bloodgurgler

Many orcs feel that daily affairs are less important than defense or trade, but wiser heads recognize that Bloodgurgler has at least the power of either of his fellow wardens. As the majordomo of the clan, he keeps tabs on building, food production, and every form of industry, including mining. Bloodgurgler knows virtually everything that happens within Crushbone, and can control most of it

if he chooses to.

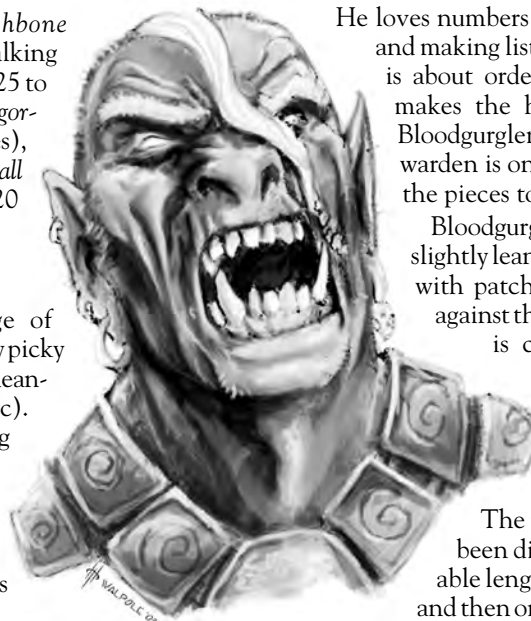
Bloodgurgler is also in charge of the daily schedule of Citadel life, including meals, meetings, and the emperor's schedule. No one sees Emperor Crush unless Bloodgurgler has approved them first. Stories are still told about the centurion who threw himself in front of Crush one day out on the training hill and convinced the emperor to settle a dispute between the orc and his neighbor. The next day, the orc in question found himself assigned to clean the portal where the Bloodwine River rushes into the city, and was crushed when the grate somehow, tragically, swung down on top of him. The other orcs all agreed as to what this meant: Never cross Bloodgurgler, and never try to bypass him in the chain of authority.

An orc in Bloodgurgler's position could easily aspire to the throne, but he really is not interested in ruling.

He loves numbers and details, creating schedules and making lists. For Bloodgurgler, everything is about order and precision. The emperor makes the hard decisions and then tells Bloodgurgler to make them happen, and the warden is only too happy to find ways to fit the pieces together.

Bloodgurgler is taller than most orcs but slightly leaner. His skin is strangely mottled, with patches of shiny black and of slate against the normal charcoal, and his scalp is completely smooth save for a single lock of hair above his forehead. He wears a suit of spiked splint mail, polished to a mirror shine and oiled so carefully it makes little sound.

The teeth on his toothband have all been dipped in silver, and its considerable length is wrapped over one shoulder and then once around his waist. In combat,



he wields a broad sword, also polished until it shines, and wears a *shiny brass shield* on his other arm.

Warden Bloodgurgler, Male Crushbone Centurion, War 2/Exp 4: CR 8; SZ Medium-size humanoid (orc) [6 ft., 8 in.]; HD 5d8+15 plus 2d12+6 plus 4d6+12; hp 92; Init +1 (Dex); Spd 20 ft. in armor, 30 ft. base; AC 20 [flat-footed 20, touch 10] (+1 natural, +6 armor, +3 shield); BAB +8; Grap +13; Atk +15/+9 melee (1d10+5, masterwork broadsword), or +13/+7 melee (1d10+5, masterwork broadsword) and +11 melee (1d4+2, shield bash), or +9 ranged (1d6+5, 10 ft., throwing axe); SQ berserking, ultravision, +1 electricity and magic saves; Res ER 4, MR 4; AL OE; SV Fort +11, Ref +3, Will +9; Str 20 (19), Dex 12, Con 17, Int 15, Wis 18, Cha 10 (9).

Skills: Alcohol Tolerance +4, Appraise +4, Climb +0, Diplomacy +4, Forgery +6, Gather Information +4, Intimidate +8, Jump +1, Knowledge (local lore [Crushbone]) +7, Knowledge (warcraft) +8, Listen +8, Profession (book-keeper) +7, Search +6, Spot +8, Swim +6 (weight modifiers not inc.), Taunt +5, Wilderness Lore +5.

Languages: Orc (4), Common (4), Teir'Dal (2).

Feats: Bash, Improved Trip, Parry, Power Attack, Weapon Focus (broad sword).

Possessions: Masterwork splint mail, *Crushbone shoulderpads* (see Appendix Two), *shiny brass shield*, masterwork broad sword, throwing axe, *wolf-hide sleeves*, *Crushbone belt* (see Appendix Two), silvered toothband, 32 gp.

m. Crush's Chambers

There are at least 2 Royal Guards (more during alert periods) guarding the door to these chambers at all times. Further, the door here is commanded to open for no one, including even those with *Crushbone shoulderpads*.

The private chambers of Emperor Crush are divided, as the guest chambers, by a partial interior wall. The first room is the emperor's private sitting room, where he can relax with his mistress (whoever she might be at the time). Both long walls are covered with fine elvish tapestries, one an image of the Suntouched Forest and one presumably the Sea of Tears. The room contains two comfortable lounges, both covered in soft black wolf fur. Between them sits a small, ornately carved wooden table, and atop that is one of Crush's prized possessions — a chessboard made of black onyx and white marble, with pieces to match. The emperor enjoys the game a great deal, and one of his favorite things about Ambassador D'Vinn is that the dark elf has proven to be a worthy chess opponent.

The emperor's bedroom is relatively austere, although the bed is noteworthy: its frame is of dark, rich wood, ornately carved and having silver worked into the detail-

ing. The bedside table is made of a reddish stone shot with flecks of gold and white, and on that the emperor has a crystal decanter with matching glasses (of elven manufacture), in case he desires a sip of water in the middle of the night. Beneath the bottom drawer of his bed is a battleaxe, an emergency weapon.

A door in the sitting room opens onto the balcony, and out here are two comfortable chairs and another small table, all of hewn and polished stone. At times the emperor has carried his chessboard out here, so that he and his opponent may sit and play while overlooking the easternmost canal of the city and those orcs working along the eastern bank.

Emperor Crush

The current Crush is more intelligent than most of his predecessors, and more cautious. While he does want to destroy the elves and their cities, he is smart enough to realize that the same Thicket Maze protecting them from attack also protects him. Crush is willing to sacrifice his warriors to attain victory, but he has no intention of throwing them away needlessly. Instead, he plots and plans, seeking ways to weaken the elves and their allies, ways to strengthen his city and his clan, and ways to attack the elves when they least expect it.

To his orcs, Crush is a surprisingly good ruler; he pays attention to what is happening in the clan and settles disputes quickly, if perhaps somewhat harshly, for he prefers to let each orc handle his own problems. Crush is not terribly interested in money for its own sake, although he does stockpile the clan's wealth, keeping an eye out in particular for good weapons and other items the clan can use in battle.

Physically, Crush is a powerful orc, with nearly black skin and great, gold-capped tusks. He wears his two toothbands wrapped several times around his waist, and is never without his weapons and armor — or his helm, which is effectively the crown of the Crushbone clan, and also the clan's most potent magic item. He keeps his spellbook hidden in a secret compartment in his bedchamber (Search DC 24; of course, the searcher must also deal with the hostile animate limbs of the castle wall). This spellbook belonged to the first Emperor Crush, but represents only his early training as a necromancer — it contains all 1st and 2nd-level necromancer spells, plus 2d4 3rd-level spells and 1d4 4th-level (the GM should assign these spells as she sees fit).

Emperor Crush, Male Crushbone Centurion, War 6/Nec 3: CR 11; SZ Medium-size humanoid (orc) [6 ft., 6 in.]; HD 5d8+20 plus 6d12+24 plus 3d4+12; hp 129; Init +6 (+2 Dex, +4 Improved Initiative); Spd 30



ft.; AC 23 [flat-footed 21, touch 12] (+2 Dex, +2 natural, +6 armor, +3 shield); BAB +10; Grap +16; Atk +18/+14/+10 melee (1d10+8, crit 17–20, +2 *bastard sword*), or +17/+14/+11/+8 melee (1d3+6, crit 19–20, masterwork dagger), or +12 ranged; SA spells; SQ berserking, death mastery (fear storm [Will DC 11]), rebuke undead (5/day), SR 25 (against necromancer spells only), Taunt bonus +2, ultravision, +1 on electricity and magic saves; Res AR 3, CR 12, DR 2, ER 4, FR 13, MR 9, PR 5, SoR 3; AL DE; SV Fort +15, Ref +6, Will +7; Str 22 (21), Dex 15 (14), Con 18, Int 18 (17), Wis 12, Cha 18 (17).

Skills: Alcohol Tolerance +8, Channeling +9, Climb +11, Intimidate +18 [*helm*], Jump +11, Knowledge (monster lore [undead]) +7, Knowledge (mysticism) +7, Knowledge (warcraft) +10, Listen +6, Meditation +10, Spellcraft +7, Spot +6, Swim +12 (weight modifiers not inc.), Taunt +11, Undead Empathy +13 [*helm*], Wilderness Lore +3.

Languages: Orc (4), Common (3), Dwarf (2), Elvish (2), Teir'Dal (4).

Feats: Cleave, Combat Reflexes, Double Attack, Improved Critical (*bastard sword*), Improved Initiative, Parry, Power Attack, Still Spell, Weapon Focus (broad sword).

Necromancer Spells Usually Prepared (mana cost): *Clinging darkness* (5), *disease cloud* (3), *fear* (11), *gate* (18), *grim aura* (6), *lifespike* (5), *poison bolt* (8), *siphon strength* (2). Save DC 14 + spell level. All of these spells have been prepared with the Still Spell feat so that Crush can cast freely in his armor (mana costs have been modified accordingly).

Mana Pool: 33.

Possessions: *Dwarven ringmail tunic* (see Appendix Two; this tunic is sized for a Medium-size wearer), *helm of the dead* (see Appendix Two), *shiny brass shield*, +2 *bastard sword*, masterwork dagger, *white wolf-hide cloak*, *ironskin amulet* (+2 natural armor bonus), *ring of dark knowledge*, *black ceramic band*, 2 toothbands, Crush's spellbook, battle plans.

Emperor Crush (buffed with *grim aura*): Grap +18; Atk +20/+16/+12 melee (1d10+8, crit 17–20, +2 *bastard sword*), or +19/+16/+13/+10 melee (1d3+6, crit 19–20, masterwork dagger).

n. The Hall of Blades

All along this hallway is a rather bizarre and deeply unsettling — not to mention absolutely deadly — display of arms (in more senses than one). Many skeletal arms protrude from the walls on both sides, and each hand clutches a broad sword. These are not mere decorations, however. There are 120 skeletal arms in total along the hallway's length, and are all taken from fallen orcs; they have been animated along with all the other orc bones in the castle. This helps stop anyone from bursting into Crush's throne room uninvited or at least unescorted.

These undead sentries automatically move their weapons to block the passage of anyone not wearing *Crushbone shoulderpads*; anyone trying to force their way past can move at only half speed and can be attacked as a movement-provoked attack of opportunity by every arm within reach. These arms never intentionally loose their weapons to grapple, but if an arm is disarmed (!), it may attempt to grapple any target close enough, holding it in place so that its fellows may attack.

Skeletal Arms (10 per 10-foot section): CR 1/2; SZ Small undead; HD 2d12; hp 13; Init +5 (+1 Dex, +4 Improved Initiative); Spd 0 ft.; AC 14 [flat-footed 12, touch 13] (+1 size, +1 Dex, +2 natural); BAB +1; Grap — 1; Atk +4 melee (1d10+2, broad sword); Face 2-1/2 ft. by 2-1/2 ft.;

Reach 5 ft.; SQ immunities, undead; AL N; SV Fort +0, Ref +1, Will +3; Str 14, Dex 12, Con —, Int —, Wis 10, Cha 1.

Feats: Improved Initiative.

Immunities (Ex): The skeletal arms are immune to cold damage and to damage from piercing weapons or attacks. They take only half damage from slashing attacks.

Undead: Immune to death effects (including massive damage) and necromantic effects that must target a living creature, and to disease, paralysis, poison, sleep, stunning, and mind-influencing spells and effects. Immune to effects that require a Fort save unless the effect may specifically target an object.

First Tower

Crushbone Citadel has three towers, each of them set aside for a specific purpose. The towers are each three stories tall, the same as the main building of the Citadel, and they connect via bridges to the top floor. The towers were made with the same brick construction as the rest of the keep, and their bricks contain the same undead components.

The tower to the north end of the Citadel is known as the "First Tower" because it is the most important. It is here that Emperor Crush has his throne room, and here that the direction of the Crushbone clan is most often decided.

o. Throne Room

The top floor of the First Tower is a single large room with a high peaked ceiling, suspended from which is a smaller version of the huge lantern that rests atop the main keep. This lantern fills the throne room with more light than is found anywhere else in Crushbone, save perhaps on the hilltop in the center of the city. At the far end of the room is a low platform, and atop that is a massive throne carved from a single giant crystal. The throne's facets reflect the light of the lantern, casting rainbows about the room and making the throne (and its occupant) almost impossible to face directly.

Emperor Crush sits here regularly, sword across his knees, to listen to entreaties from visitors, reports from taskmasters, and pleas from orcs who have failed their duties or who have some personal problem they wish settled. Several chairs stand just before the lip of the platform, facing toward the center of the room, so that the Wardens, the Warlord, the Prophet, the Thaumaturge, and even the dark elf ambassador may sit while Crush holds court.

Around the edges of the room hang various weapons and skulls taken from enemies of note — directly behind the throne is an elvish bow (a *blessed Faydark Swiftbolt longbow*) and an enruned elf-made longsword (+2 *orc-bane longsword of speed*), both of which were taken from the ruler of Shadow-Wood Keep many years ago. Just above these crossed weapons rests an elf skull, the hole where an orcish spear pierced it still visible in the center of its forehead.

Short pillars of stone ring the room, except for upon the dais, with enough space between them for a Royal Guard to stand watch (as they do while Crush holds court). Behind the dais hangs a tapestry depicting the raising of Crushbone Citadel and the building of the city in general. The tapestry conceals a doorway (Search DC 18) leading to a narrow

stair that curves down and around, following the line of the walls.

p. Treasury

Here Crush deposits whatever monies his orcs have plundered, and that they have received in payment for sold slaves or minted themselves. The walls of this room are lined with shelves, and upon every shelf are piles, bags, and chests of coins. Some gems are here as well, and some jewelry, but most of the orcs' wealth is in coinage. The actual amount of money here is up to the GM to decide, but it should be in excess of 15,000 gp in total value.

In the center of the room are a heavy wooden desk and a chair, where Crush sits occasionally to count out whatever money is needed for the orcs' next purchase from the pirates or the dark elves. The back wall of this room contains a hidden door (Search DC 18), which is magically sealed. It opens only for one wearing Emperor Crush's *helm of the dead*, and leads to the Chamber of Skulls.

q. Chamber of Skulls

This chamber — one of the most important rooms in all of Crushbone, and certainly in the Citadel — is semicircular, and around the curving outer wall are dozens of stone pedestals, each 5 feet high. On each pedestal sits an orc skull, and in the eye sockets of each skull is a pair of black pearls (worth from 300 to 400 gp each). But the true value of these skulls is not in money.

When a new emperor gains the *helm of the dead* and wears it for the first time, he learns many important things. One of these things is the nature of the Citadel and its building materials, and the level of control he now has over them. Another is how to track the position of all the orc warriors in the city, using the enchantment contained in their *Crushbone belts*. And yet another is the emperor's own eventual fate, and the final rites that he must perform upon the former emperor.

This last is perhaps the most shocking to a new wearer, for when a new Emperor Crush removes the *helm of the dead* from his predecessor, the helm itself is not the only thing to leave the body. With it, the helm takes the deceased emperor's soul — if the emperor is killed in battle, the helm automatically captures his soul as he dies. The new emperor learns intuitively, upon donning the helm, what he must now do: He must remove the old emperor's head and strip the flesh from the skull. Then, he must take the skull and set it upon the next pedestal in line, placing two large, perfect black pearls in the eye sockets.

Once these things are done, the *helm of the dead* is placed upon the skull until the pearls begin to glow from within. When this happens, the dead emperor's soul is transferred from the helm into the pearls and the skull. In this way, the knowledge and experience of each Emperor Crush is added to the current emperor's wealth, to be drawn upon at any time. The emperor goes to the Chamber of Skulls frequently to inform the skulls of recent events. They then offer their advice, which is transferred wordlessly to the emperor when he places his hands upon a skull. Of course, the advice varies from skull to skull — some of the emperors were wiser than others — and ultimately, the current emperor must make his own decision. But at least he hears

a variety of opinions, and all from orcs who once bore the same responsibilities he now does.

The only thing in this room besides the pedestals with their skulls is a plain wooden chair, set in the center of the room and facing the skulls. The door into the treasury is the only entrance to the room.

r. Petition Room

Emperor Crush is a busy orc, with little time to listen to every petty complaint about how one orc stole another's favorite spear, or how one always takes the largest piece of bread. However, he does want to know about any real problems in the city, and it is important that he appear accessible to his subjects. To this end, the bottom floor of the First Tower is a petition room.

Inside this round chamber are two heavy wooden desks, each along one side wall. The desks hold scraps of parchment in varying sizes, quills, and bottles of ink. Each also holds a box filled with string and a large lantern. The back wall of the room is covered in a wooden latticework, which creates thousands of small cubbyholes. Any orc can go to the Petition Room at any time and write his or her complaint down on one of the scraps of parchment. The orc then takes a string and ties the complaint into a small roll, and places it into one of the cubbyholes.

Each day, Warden Bloodgurgler collects the complaints in a large basket and carries them back upstairs. Then he goes through the complaints, one by one, and sets aside the ones that are genuine concerns. (Actually, one of Bloodgurgler's taskmasters usually collects the petitions and reads them first. Any that he thinks worthwhile he passes on to the warden, who then passes his selection on to the emperor. Only when the number of complaints is small does Bloodgurgler read all of them himself). These are then brought to Emperor Crush, who reads through them and decides which, if any, he will summon to petition him in person.

It is a serious crime to remove a complaint from the Petition Room — every Crushbone orc has the right to write down his or her concerns here. That way, they know their concern will be seen by someone. If the Emperor considers a complaint important enough, he will speak personally to the orc(s) involved. If not, Bloodgurgler might deal with it himself or send someone to do so for him.

If no one in authority arrives to handle the problem within 2 or 3 days, it clearly was not an important enough matter to concern the orcs' leaders, and those involved know to settle the issue, one way or another, amongst themselves.

Second Tower

This tower is controlled by the Thaumaturge, the master arcanist of the clan, and only Emperor Crush himself would dare to enter its middle floor uninvited.

s. Library

The top floor of this tower is a single circular room, the same size as Crush's throne room. Here, though, a set of standard Citadel doors blocks the entrance. The walls all the way around the room have been covered with shelves to a height of 10 feet. This is the great library of Crushbone.

Here the clan stores all of its written knowledge, and scrolls can be found detailing Crushbone history, its battles, the maps for the various city buildings, and family trees for many of its more powerful citizens.

The library is divided in half by a wooden wall fully 10 feet high; it is gracefully carved, but its iron-bound posts are thick enough to stop even a large orc from breaking through easily (Hardness 5, 150 hp; Break DC 27). A single wooden door in the center allows passage to the far side of the room; the door is not locked, but it has been enchanted so that a faint chime sounds whenever the door is opened.

Beyond the door is the Magic Library, wherein all of the magical texts are contained—spellbooks and scrolls, treatises on magic, histories of great thaumaturgists, and anything else an orc arcanist might need. At least 1 Crushbone thaumaturgist (see below) is on duty within this half of the room at all times, ostensibly to assist apprentices in finding what they need but also to keep track of who reads which texts. The room also contains sturdy tables and chairs, so that orcs may sit down and read there — books and scrolls are not allowed to leave the library without special permission from the Thaumaturge himself. Small stools are also distributed around the edge of the room, so that the books on the upper shelves may be reached more easily.

A single circular staircase, near the back of the room (and within the magic text area) leads down to the second floor.

Crushbone Thaumaturgist, Male Crushbone Warrior, Nec 3/Wiz 3: CR 6; SZ Medium-size humanoid (orc); HD 3d8+6 plus 3d4+6 plus 3d4+6; hp 46; Init +1 (Dex); Spd 30 ft.; AC 15 [flat-footed 14, touch 11] (+1 Dex, +1 natural, +3 armor); BAB +4; Grap +7; Atk +7 melee (1d10+3, broad sword), or +7 melee (1d3+3, crit 19–20, dagger), or +5 ranged; SA spells; SQ death mastery (invisibility to undead), quicken mastery, ultravision; Res DR 1, PR 1; AL NE; Fac Crushbone; SV Fort +8, Ref +4, Will +8; Str 16, Dex 12, Con 14, Int 16, Wis 12, Cha 11.

Skills: Channeling +11, Intimidate +5, Knowledge (monster lore [undead]) +8, Knowledge (mysticism) +9, Knowledge (warcraft) +5, Listen +4, Meditation +15, Spellcraft +11, Spot +4, Trade Skill (any one) +6, Undead Empathy +5, Wilderness Lore +3.

Languages: Orc (4), Common (2), Draconic (1).

Feats: Combat Casting, Power Attack, Spell Focus (evocation).

Necromancer Spells Usually Prepared (mana cost): *Clinging darkness* (3), *fear* (7), *grim aura* (4), *poison bolt* (5). Caster level 3rd; save DC 13 + spell level, or DC 15 + spell level for evocation spells.

Wizard Spells Usually Prepared (mana cost): *Frost bolt* (2), *see invisible* (4), *O'Keil's radiation* (3), *shock of fire* (2). Caster level 3rd; save DC 13 + spell level, or DC 15 + spell level for evocation spells.

Mana Pool: 36.

Possessions: Gossamer robes, broad sword, dagger, *Crushbone belt* (see Appendix Two), toothband, spell component pouch, spellbook, 1d4+3 gp.

Crushbone Thaumaturgist (buffed with *grim aura* and *O'Keil's radiation*): Grap +7; Atk +9 melee (1d10+3, broad sword), or +9 melee (1d3+3, crit 19–20, dagger); SQ damage shield [fire] (1), +1 on fire saves; Res DR 1, FR 2, PR 1.

†. Workshop

This room is where the thaumaturgists practice their craft, and the air here smells acrid, like old smoke, but

mixed with various scents of herbs, minerals, and even animals. Long, heavy tables stand along the walls and also run down the center of the room, with tall stools beside them. All manner of devices sit atop the tables — alembics and cauldrons, mortars and pestles, knives and saws, and trays containing various objects. Each table has a small brazier at its center, and these are kept perpetually lit so that the workshop is never dark. The walls are blackened in several places and gouged in others, mute testament to the spells that have been cast within this chamber. The workshop is also one of the few rooms in the castle without any skeletal elements to its walls; it is said that the first emperor, being a necromancer himself, honored the privacy of those orcs who would pursue his trade.

At any given time, there are 1d4–1 thaumaturgists (see Area 5, above) and 1d6–1 apprentice thaumaturgists (*male Crushbone warrior*, Nec 1/Wiz 1, NE; *Crushbone*) working away at various projects in this room.

u. Marrowbane's Chambers

Here in his private chambers, Marrowbane the Thaumaturge can sit and contemplate his students' training or simply relax and enjoy the time alone. Like most other private chambers in the keep, these chambers are divided into two rooms (a sitting room and a bedchamber).

The sitting room resembles that of Warden Bonefire, in that Marrowbane has cushions strewn about the floor in place of chairs. Several small tables sit against the wall to hold drinks or books or other small objects, and a brazier in the far corner provides a ruddy light and considerable heat. Hanging on the wall are several wood carvings, all done by Marrowbane himself, and in one corner of the room a table holds an array of knives and chisels for woodwork.

The bedroom too is filled with cushions rather than an actual bed. The walls of the bedchamber are paneled in handsome wood that the Thaumaturge carved and planed himself — because of this, the skeletons behind the walls cannot see, affect, or report anything in this room. Tables are arrayed around the walls here as well, and a large iron-bound chest (usually left unlocked, for no orc would be foolish enough to enter this room without permission) sits in the far corner beside a high-backed wooden chair. The chest holds most of the Thaumaturge's clothing, though hooks along the wall hold his robes and cloaks.

Under one of the cushions in the bedroom's back corner are Marrowbane's two spellbooks and one of his precious treasures, the *wolfen statuette* (see Appendix Two).

Marrowbane the Thaumaturge

Many Fier'Dal actually believe that all orcs are stupid and illiterate, but this is hardly the case, and Marrowbone is a fine example of their error. The Thaumaturge loves to read, and eagerly studies any new texts he can find — Warden Chokehold is under orders to buy any interesting books and scrolls traders might offer him, and the dark elves often send unimportant scrolls along as gifts. Marrowbone craves knowledge, not because it gives him power but simply for its own sake. His only other passion is woodcarving, an art he often practices in the privacy of his own room. Though most of the orcs do not realize it, much of the carving in the library was done by their own current Thaumaturge.

Marrowbone is a tall, powerfully built orc, now well into middle-age, who might easily be taken for a fighter if not for his robe and staff. The intelligence clearly visible in his eyes and his constant smirk, as if he knows far more than he is telling, also tend to give him away. He wears his toothband slung casually over one shoulder of his black robe, but often wears his sword at his hip as well. On his wrists are the *bracers of the forest*, one of his greatest accomplishments, which he completed only last year.

Marrowbone the Thaumaturge, Male Crushbone Warrior, Nec 5/ Wiz 6: CR 9; SZ Medium-size humanoid (orc) [6 ft., 7 in.]; HD 3d8+6 plus 5d4+10 plus 6d4+12; hp 67; Init +3 (Dex); Spd 30 ft.; AC 18 [flat-footed 15, touch 13] (+3 Dex, +1 natural, +4 armor), or AC 24 vs. wooden weapons (+3 Dex, +1 natural, +4 armor, +6 deflection); BAB +7; Grap +11; Atk +12/+7 melee (1d6+7, *tinder staff*), or +11/+5 melee (1d10+4, broad sword), or +10 ranged; SA spells; SQ death mastery (invisibility to undead), quicken mastery, SR 19 (against *root*, *snare*, or *grasping roots* spell lines only), summoning efficiency 1, ultravision; Res DR 4, CR 1, FR 2, MR 5, PR 3; AL N; Fac Crushbone; SV Fort +10, Ref +7, Will +12; Str 18, Dex 16 (15), Con 14 (13), Int 20 (18), Wis 14 (13), Cha 11.

Skills: Channeling +16, Intimidate +10, Knowledge (history) +10, Knowledge (monster lore [undead]) +10, Knowledge (mysticism) +13, Knowledge (warcraft) +8, Listen +6, Meditation +22, Spellcraft +17, Spot +5, Trade Skill (tailoring) +13, Undead Empathy +9, Wilderness Lore +4.

Languages: Orc (4), Common (4), Draconic (3), Elvish (3), Teir'Dal (4).

Feats: Combat Casting, Embed Deflection, Embed Enhancement, Enlarge Spell, Mystic Capacity, Power Attack, School Specialization (conjuration), School Specialization (evocation), Spell Focus (evocation).

Necromancer Spells Usually Prepared (mana cost): *Clinging darkness* (3), *fear* (7), *gather shadows* (6), *poison bolt* (5). Caster level 5th; save DC 15 + spell level, or DC 17 + spell level for evocation spells.

Wizard Spells Usually Prepared (mana cost): *Eye of Zomm* (5), *fingers of fire* (8), *frost bolt* (2), *see invisible* (4), *O'Keil's radiation* (3). Caster level 6th; save DC 15 + spell level, or DC 17 + spell level for evocation spells.

Mana Pool: 114.

Possessions: *Black silk robe* (see Appendix Two), *tinder staff* (see Appendix Two), broad sword, *Crushbone belt* (see Appendix Two), *dusty bloodstained gloves*, *obsidian bead hoop*, *black iron medallion*, *bracers of the forest* (see Appendix Two), *toothband*, spell component pouch, 18 gp.

v. Thaumaturgists' Chambers

The four rooms on this floor house the orc thaumaturgists and apprentices who study under the Thaumaturge. Every

orc with magical ability is taken in and trained by the Thaumaturge. Currently, there are 5 thaumaturgists (see Area s, above, for stats) and 9 apprentice thaumaturgists (*male Crushbone warrior*, *Nec 1/Wiz 1*, NE; *Crushbone*), with the thaumaturgists sharing two rooms and the apprentices crammed into the other two.

The rooms themselves are simple, containing beds with drawers beneath them, small tables or stools alongside, and hooks along the walls. At one end of each room is a pile of cushions used for seating. Each thaumaturgist has a spellbook, but they all carry these with them at all times. The rooms contain little else of value.

Third Tower

The Third Tower, to the southwest, belongs to the orcs' religious leader, the Prophet, and his oracles. A pair of heavy wooden doors bars the hallway connecting this tower to the third floor of the main building.

w. Meditation Chamber

The room at the top of this tower is set aside for meditation and prayer. The walls have been painted with images of orcs defeating various enemies, and in many cases the weapons held by both orc and foe are real and are held by skeletal hands. The room's floor has been covered with several large wolf furs, and wooden benches are placed at random intervals.

In the center of the room is a large block of black marble, into the center of which has been imbedded an enormous broad sword (treat it as a +3 *massive bastard sword*); it can be removed only with a successful Strength check (DC 30) (no taking 20 is allowed on this check). This is a holy relic of Rallos Zek, the God of War, whom the orcs revere.

All around the marble block are small braziers that are kept constantly lit, so that shadows of the sword are cast upon the walls all around. In the back of the room, behind a set of jointed wooden panels painted with an image of the orcs razing Shadow-Wood Keep, is the circular stairway leading down to the second floor.

Any divine spellcaster who worships Rallos Zek gains an additional 4 mana for each hour spent meditating in this chamber.

x. Prophet's Chamber

The Prophet is the undisputed religious leader of the clan, and second in authority only to Emperor Crush himself. Despite this, his chamber is spartan. On one side of the room are a single wooden chair, a plain wooden desk,



and a brazier; here the Prophet sits and writes his thoughts and his sermons, and the desk holds several sheets of parchment, a quill pen (with two more in a drawer), and a vial of ink. On one wall hangs a massive troll skull, the current Prophet's first kill as a young pawn. On the opposite wall is an iron helm, one of the symbols of Rallos Zek.

The Prophet's bed has the standard heavy wooden bed frame with drawers beneath and a small table alongside. A thin leather cord is looped inconspicuously (Search DC 15 to notice) around one cornerpost at the head of the bed; its purpose is to hold, between the bed and the wall so that it is not visible unless someone either releases the cord or moves the bed aside, a slender poniard (treat as a +1 *reaving dagger*) coated with shadowveil hemlock (Fort DC 33; 3d8 hp + blindness/blindness).

An additional table to one side of the bed holds the Prophet's most prized possession, the *Book of Tergon*. This great, valuable tome once belonged to a mighty ogre enchanter in the days before the Rathe diminished the armies of Rallos Zek. It contains numerous enchanter pages for magical research (GM's discretion as to the number and power of these components — see *EQ: Game Master's Guide*, p. 175), as well as lengthy discussions about the mind and how to influence it. A lantern hangs directly above this table, so that the Prophet can stand here and read from the book at any time; while he gains no magical benefit from reading the book, he finds it inspiring.

The walls of the bedchamber are completely bare except for the one lantern and the various hooks.

The Prophet

Just as each emperor takes the name Crush, so each of the clan's religious leaders assumes the title "the Prophet" and gives up any other name he might have had. The current Prophet is an old orc, yet still hale and strong. He is intensely religious, and genuinely believes that Rallos Zek called him to service many decades ago to help guide the Crushbone clan and to keep its people strong and warlike.

The Prophet spends a great deal of his time meditating, trying to divine what path Rallos Zek wishes the clan to take. He also spends considerable time each week writing his sermons, crafting each one to fire the clan's collective blood, and to remind his flock of Zek's Truths: "Warfare is life," and "Victory is everything."

The Prophet has few interests beyond religion and the general welfare and martial readiness of the clan, and has voluntarily stripped from his life most forms of external gratification. He cares nothing for wealth or fame, and is not interested in material goods of any sort. His two toothbands are worn wrapped tightly over his shoulders

and around each upper arm; he wears only a simple padded tunic over a pair of light leggings and heavy boots. In combat, the Prophet wields a large broad sword.

The Prophet, Male Crushbone Prophet, Shm 6 (always buffed with *spirit of monkey* [totem spirit]): CR 10; SZ Medium-size humanoid (orc) [6 ft., 5 in.]; HD 5d8+10 plus 6d8+12+8; hp 90; Init +3 (Dex); Spd 30 ft.; AC 16 [flat-footed 13, touch 14] (+3 Dex, +1 natural, +1 armor, +1 untyped); BAB +7; Grap +10; Atk +12/+6 melee (1d10+4, crit 19–20, +1 *keen broad sword*), or +10 ranged; SA spells; SQ alchemy mastery, spirit mastery (totem spirit), ultravision; AL NE; SV Fort +9, Ref +6, Will +11; Str 17 (15), Dex 16 (11), Con 14 (12), Int 12, Wis 20, Cha 13.

Skills: Alcohol Tolerance +4, Channeling +14, Intimidate +6, Knowledge (folklore) +4, Knowledge (mysticism) +4, Knowledge (religion) +4, Knowledge (warcraft) +6, Listen +7, Meditation +19, Spellcraft +12, Spot +7, Swim +5 (weight modifiers not inc.), Trade Skill (alchemy) +16, Wilderness Lore +6.

Languages: Orc (4), Common (2), Elvish (1), Teir'Dal (1).

Feats: Cleave, Combat Casting, Parry, Power Attack, School Specialization (alteration), Toughened, Weapon Focus (broad sword).

Shaman Spells Usually Prepared (mana cost): *Cannibalize* (0), *envenomed breath* (17), *frenzy* (4), *healing* (10), *root* (5), *spirit of cheetah* (3), *talisman of the beast* (4), *turtle skin* (8). Caster level 11th; save DC 15 + spell level.

Mana Pool: 110.

Possessions: Cloth armor, *Crushbone shoulderpads* (see Appendix Two), +1 *keen broad sword*, *Crushbone belt* (see Appendix Two), *golden idol of Rallos Zek*, *enhancement potion* (Str +4), *enhancement potion* (Con +4), *blood of the wolf potion*, *elixir of divine endurance*, *shifting spectre potion*, 2 toothbands, 9 gp.

The Prophet (also buffed with *frenzy* and *turtle skin*, and with Str and Con potions): HD 5d8+20 plus 6d8+24+8; hp 112; Init +6 (Dex); Spd 30 ft.; AC 23 [flat-footed 17, touch 21] (+6 Dex, +1 natural, +1 armor, +2 insight, +3 untyped); Grap +15; Atk +17/+11 melee (1d10+13, crit 19–20, +1 *keen broad sword* [2-H]), or +16 ranged; SQ damage reduction 5/–; SV Fort +11, Ref +9, Will +11; Str 27, Dex 22, Con 18.

y. Oracles' Chambers

The Prophet's assistants and students are collectively known as oracles (see *Monsters of Norrath*, p. 117; these all wear *Crushbone shoulderpads* and *belts*), but individually they are each addressed as Prophet; all live together in these two rooms. As with the thaumaturgists, the total number of oracles in Crushbone can vary from month to month and year to year — right now 5 of them live in these two rooms of the Citadel, two in one room and three in the other.

These rooms are quite plain, for the Prophet does not believe in ostentation. Each room holds a simple desk and a matching chair, so that the oracles may sit and write answers to the questions the Prophet has given them. A few cushions in the back corner can be pulled out for more



comfortable seating, and a brazier stands in the other back corner. The beds are separated off by fragile wooden partitions, to provide some sense of privacy; these small areas hold the usual heavy beds, with chests at their feet for additional storage and small tables alongside for water jugs.

None of the oracles possess anything of real value, beyond a handful of gold pieces each and one masterwork dagger in the chest of the oldest.

z. Temple

The first floor of the Third Tower is a single large room, the common temple to Rallos Zek, and weapons and skulls hang about the walls; it is considered a mark of great favor for the Prophet to request a victim's skull or a foe's captured weapon from an orc, and these requests are always granted. A single vast archway opens to the south of the room; the temple has no door, for all orcs are encouraged to pray whenever they choose. In the back corner, the circular stairway connects the temple with the floor above.

Wooden pews are arranged in two rows, facing the back of the room, and a simple wooden platform stands there with a wooden pedestal at its center. Here the Prophet (or one of his lesser prophets, occasionally) can stand and preach to the other orcs, exhorting them to show strength and courage and to test themselves with warfare. In one corner of the platform sits a heavy wooden chair, set aside for the Emperor — he is usually present for the Prophet's sermons, both as a show of support and because he genuinely believes that his clan must always improve in strength and might of arms.

In the center of the temple hangs a large globe, made from a metal frame covered with elf-skin. A lantern sits within the globe and is kept constantly alight, and its light glows through the skin covering to produce a warm, milky illumination throughout the room. The only other furnishings in the temple are the heavy broad sword and massive helm hanging upon the back wall — these are not magical but are extremely well-made (both masterwork), and are sized for a Large wielder.

Sword of the Suntouched

Quillaa was shaken from her reverie by a murmuring voice. "I've got to keep digging," spoke an elderly Fier'Dal nearby. Every now and then, the old elf would mutter something in Elvish or the Common tongue, mostly incoherent nonsense the other slaves had apparently learned to ignore over the years. *The Old One*, the others called him, for none knew his name. No one in Crushbone, neither orc nor slave, could remember the day the Old One was put into chains.

One of the guards started making rounds with the water bucket. When he reached Quillaa, she heard the Old One rambling in Elvish. "Elven soil. I would need some of that, yes—" and then, in Common, "Oh! The water's come." The ancient, yet remarkably hale old elf set his pick down and fetched his cup, holding it out to be filled.

"GRAK!" the orc spat at him, pushing the Old One down. "No water you," he hissed in his broken, harshly accented speech. "Orc soil here, not elfish." With that the guard continued on.

"That one's in a mood," Quillaa said, offering the rest of her water to the Old One. He looked up with tired eyes and took what she offered. Shame filled his features, but he drank nonetheless and meekly returned the cup to Quillaa.

"*Ses'trixya*," the Old One said. Quillaa's brow furrowed for a moment. He had thanked her in the old tongue called Elder Elvish, today known only to a few in Kelethin. Most thought it a dead and meaningless language, though Quillaa's father had taught her a few words of it.

"You speak in the elder tongue," Quillaa said quietly, returning to her work. She spoke without looking up and kept her head low to avoid attention.

"I do? Oh, I suppose I did," the Old One answered. Quillaa allowed a few moments to pass before asking her next question.

"What did you mean elven soil?" she asked. "Do you mean that this used to be elven soil perhaps?"

"No, no." He chuckled softly as he worked. "This is orc soil — has been for a very long time. They do not know how to share."

"Then why do you speak of elven soil?" she queried.

"I spoke of elven soil?" he asked, pausing for a moment. He smiled wryly then continued working. "Ah, I forget sometimes. I say things aloud that I certainly don't mean to. Ancient elven soil is what I meant. That is what you need for the blade, the Sword of the Suntouched."

"The *Sword of the Suntouched*!" Quillaa replied. "A myth! Yet I'm surprised to hear anyone speak of it."

"Some myths are called so only by the young, perhaps so they can forget the old days and seek glory of their own. I'll tell you a story, how about that?"

"I..." her voice trailed off. Though words failed her, she nodded in agreement. His eyes lit up. "I am unworthy," Quillaa said softly.

"Unworthy?" the old one answered. "I shall be the judge of that. Long have I been here. So many winters have come and gone." The Old One smiled. "Now...." He paused.

"I am listening," she said.

"The Sword is real, young one, and my dreams of wielding it have passed with winters spent digging holes in these caves. You need the dirt, the ancient elven dirt. With it, you can recharge the blade. It must remember, you see. The blade must remember why it was created, why it exists at all. The dirt will help, dirt from the serpent's spine, from the land that Solusek Ro spat upon in his wicked envy. Find the greatest of the arboreans. The blade was forged and tempered with soil brought from Takish-Hiz just after the Hejira, and was given into his keeping when it was broken. He has since vanished into these woods. Tell him it is time to forge the ancient weapon anew. Show him the dirt. He will know what to do."

Chapter Seven: The Barrow of Aataltaal

One rumor that turns up consistently regarding the Hills of Shade is the claim that Aataltaal (pronounced *Ah-tul-tahl*), the high elf instrumental in founding the city of Freeport after the fall of the Combine Empire, is buried somewhere in the Grave Mounds or the Black Tombs. For centuries, the bold and the brave have taken their turns searching for this legendary barrow, hoping to find proof that Aataltaal was a real person... or to loot the riches sure to be interred with such a legendary figure.

Though such quests have always failed, these rumors and many others have grown in strength and number in recent decades. Travelers through the hills have seen giants excavating mounds, and scouts patrolling the northeastern regions of the hills have disappeared. Linked to this increase in activity is a sudden increase in the number of Combine weapons available in black markets and as smuggler's wares, a significant portion of them coming from digs in the Hills of Shade. And if the Barrow of Aataltaal has been found, a number of factions are very interested in controlling it.

As it happens, the tomb that has been discovered is not Aataltaal's, but that of Lady Delailith, a high elf contemporary and assistant to Aataltaal. Lady Delailith was buried by her friends, at her request, in the Hills of Shade; the ceremony was held secretly, and her name largely forgotten. Now, though, a shadowed man calling himself Shade has located her tomb and is using it as the base of operations for his organization, the Unseen.

Shade mistakenly believes he has found the Barrow of Aataltaal, and is busily excavating it in search of the legendary *Rod of Command*, a Combine-era artifact supposedly interred with the founder of Freeport. In an effort to learn more of the rod, Shade has been capturing any visitor to the hills who has the look of a scholar. One of these, the halfling druid Eljae Squerrel, managed to escape Shade's clutches and brought word of him to Lady Rhenna Frost, magistrate of the town of Therege. Eljae is smart enough to realize that the only reason Shade would ask about the rod while digging out one of the Black Tombs is that the shadowed man has found, or at least believes he has found, the Barrow of Aataltaal.

Word of this discovery leaked out in a matter of days, and is now the talk of the Hills of Shade. As far as anyone is concerned, the legendary tomb has been found.

History

To understand Shade's error, one must grasp fully the significance of Lady Delailith's identity, the reason she was buried in secrecy, and the events that caused her to leave Freeport. None of this information is readily available anymore, but if a group of characters decides to research the barrow in one of the better libraries of Freeport, Ak'Anon, or Felwithe (or elsewhere at the GM's discretion), the GM may want or need to reveal some of this knowledge. A character performing this research must spend at least a week in exhaustive investigation of ancient tomes and scrolls, after which time she must make a successful Intelligence check (DC 20). Alternately, a simple *bardic knowledge* or Knowledge (history) check (DC 32) can uncover some of this information. In either case, the character gains a +2 bonus on either type of check if she is from Freeport, and a further +2 bonus if she is also a high elf. (Characters cannot take 10 or 20 on these checks.)

Note that characters who recover fragments of the *Journal of Aataltaal* from Lady Delailith's tomb will learn much of this information (assuming they can read or decipher Elder Elvish).

The Long Night

Before it became Freeport, the human city on the eastern shore of Antonica was known as Landing. Formed by survivors of the Combine Empire, Landing was ruled by the high elf Aataltaal, though most of its inhabitants were human. Aataltaal did not wish to be a king, but was a military commander unwilling to leave those who had followed him while they were under constant attack from dark elves of Neriak and the Deathfist orcs.

Seeking help with this problem, Aataltaal allied himself with several powerful arcane spellcasters (who would eventually go on to form the Academy of Arcane science). One of these was Lady Delailith, an enchanter and sage of considerable power. Lady Delailith predicted correctly the dark elves' attempt to assassinate Aataltaal on the same



night an orc warband tried to storm the city. Armed with this foreknowledge, Aaltaal prepared a trap, setting in motion a complex plan.

The trap itself was simple — Aaltaal kept his spellcaster allies and several clerics and paladins of the twin Marr gods with him, most of them dressed as pages and commoners. When the dark elf assassins struck, they found themselves suddenly outnumbered and out-magicked. Aaltaal then sent the survivors of that fight to bolster Landing's military forces, crushing the Deathfist orcs.

The plan that grew out of the trap was far more difficult. Aaltaal knew this night would weaken the dark elf and orc forces enough for Landing to establish itself permanently. If he stayed, the people would turn to him for leadership, and he'd be bound to the humanocentric city forever. If, however, he somehow disappeared without a trace, they would be forced to choose new leaders from amongst their own kind. Aaltaal told only Lady Delailith of his plans, and left with her the *Rod of Command*, telling her to return to the city only if it were about to fall; for himself, he confided to her alone that he had other plans, and would not return until they had been addressed, and perhaps not even then.

Thus without warning, Aaltaal left Landing on the very night he secured its future.

Silent Vigil

For Aaltaal's plan to work, the human majority of Landing had to be left leaderless as soon as the dark elf and orc threat was weakened. Lady Delailith was well known as his second, however, and thus was a natural choice as his successor. After the attack of the Long Night and Aaltaal's disappearance, Lady Delailith fled as well, to prevent this very thing. She took with her several close friends and allies, mostly gnomes and elves who had served the Combine Empire, but told them nothing of their destination.

Not wishing to be found by those who felt loyal to her and Aaltaal, she hid far away from Landing, in the Hills of Shade. From there she kept watch from afar over her old city, now called Freeport, through agents and potent magics. But Aaltaal's plan worked, and the city never had need of her. After many decades more she succumbed to old age, and her agents buried her in secret. The location of her tomb and the *Rod of Command* was to be kept, in secret of course, by her agents, but in time they too died without heirs, and thus took her secret with them. Having voided any record of her name or fate, Lady Delailith was lost and forgotten.

The Shadowed Man

Lady Delailith's barrow lay undiscovered and undisputed for centuries, until the coming of a shadowed man called Shade. Shade is unlike other shadowed men in that he lacks the drive and goal that possesses the rest of his people. Since the true goal of the shadowed men is unknown to others, it's impossible to say why or when Shade abandoned their cause. His new goal is much easier to understand — Shade wants power. Not just arcane might or physical strength, though certainly he craves those things as well, but the kind of temporal authority that comes from holding land and extending one's rulership.

Shade wishes to do what no one else has managed — he wants to conquer the Hills of Shade.

A scholar, priest, and schemer, Shade knows that others have tried to accomplish his goal, but he understands why they failed. The hills are too wild, too chaotic, for normal military might to control them without placing a soldier on every hill and in every vale. Shade has devised a twofold plan to overcome this problem. First, rather than build forts and cities from which to control the land, Shade has begun to develop a criminal organization (the Unseen), who shall rule in his name through fear and terror. Second, Shade hopes to find the legendary *Rod of Command*, which according to myth allowed Aataltaal to rule the disparate forces of Freeport with a mere wave of his hand. Shade realizes now that this tomb is not actually Aataltaal's, but he believes that if he can use evidence herein to eventually acquire this artifact, he can control all the forces already in the hills, giving him access to an instant army and two strongholds (Exile and Therege).

The method of Shade's finding the tomb is actually rather uninteresting: Since shadowed men never tire and have lifespans approaching those of the elves, he simply kept searching and digging over the course of many years. He acquired his *horned boots* to mask his scent, which, along with his natural invisibility, kept native creatures from tracking or bothering him as he worked. After decades of searching, he found a tomb marked with both symbols of the Combine Empire and writings from the city of Landing. Surely, he thought, this must be Aataltaal's Tomb! The barrow was buried deep, however, and would require months of digging to expose enough to be of any use.

The Unseen

Shade knew he could not accomplish his goals alone. He also knew he couldn't afford to ally himself with any existing organization, as his goals would be lost amid theirs. However, no one trusts shadowed men (with good reason, as he well knows), so any followers he might gather would either betray him at their first opportunity if powerful enough, or would add little to his own abilities if too weak to pose a threat to him. This dilemma frustrated Shade to no end now that he had located the tomb to excavate. Here his aspirations might have faded, had he not happened across the orc called Pikenose.

Pikenose, a Crushbone oracle, had fled into the Hills of Shade to hide from the high Prophet of his clan on charges of heresy. Pikenose had real power and a number of his own followers who fled Crushbone with him, but had little chance to survive on his own in the savage hills. He and his

centurions lacked any loyalties other than to himself, having been exiled from their people. Shade offered to make Pikenose his first agent in a new cause, a group of unaffiliated creatures who served no other master. Pikenose agreed, and the Unseen were born.

Part religious cult, part mercenary and brigand band, the Unseen are a loose collection of humanoids and monsters recruited by Shade from every continent of Norrath. They share a single desire — to become part of something powerful and widespread. Under Shade's guidance, they have dug out much of the tomb they believed at first to be the Barrow of Aataltaal, and laid claim to a small section of the Hills of Shade.

Litany of the Unseen

Usually spoken in Dragon, this creed is used regularly as a sort of prayer by the sarnak Dread Priests in monthly gatherings of the Unseen; these four rather fanatical members see the group as a holy order, though not all the other Unseen agree.

We are the Unseen. In all races, we walk. In all cities, we watch. We are bound not by tradition or by blood, but by common cause. We are exemplars of our kind. We are superior. We shall find the ancient tools of rulership and build a new empire. We shall claim past glories for our own. And none shall know of us, until we rule them.
For we are the Unseen.

The Situation Today

Shade has yet to find the *Rod of Command*, and he grows impatient. He has captured sages and scholars who come through the hills to question them about the relic, having convinced himself in his fervor that anyone who comes to the hills must seek what he desires. One of these, Eljae Sqerrel (*female halfling, Dru 12, NG; Stormreapers*), managed to escape after being questioned about the rod. She brought word directly to Rhenna Frost, who in turn told the story to the council of Therege. Word soon leaked out to the people of Therege, and from there, through spies and traders, it made its way to Exile.

Both Rhenna and Dagin Evenes (both appear in Chapter Three) are concerned about Shade, and both have sent reports back to their respective rulers. However, the Hills of Shade are too unimportant for either Felwithe or Neriak to extend itself, and at the moment Shade amounts to nothing more than a brigand king, no different from any other bandit leader to be found throughout Norrath.

Thus, for now, Shade and his minions go unchecked, and as the shadowed man gets closer to discovering the truth of the *Rod of Command*, the Unseen grows.

Quests

A number of quests are presented below for characters ranging from 9th to 15th level. These quests all begin in the Hills of Shade (generally in Exile and/or Therege), but the GM can easily start them in different areas if that would be more appropriate to her campaign. In fact, many of these quests can serve as a reason for characters to come to the

Hills of Shade, and can be given by a friendly sage or guildmaster in nearly any city who is allied with the heroes.

Quest: Aataltaal's Journal

Faction: Coalition of Tradesfolk Underground (+0 rank).

NPC: Harkin Duskfoot.

CR: 10–12.

Reward: +2 faction rank with the Coalition of Tradesfolk Underground

Consequence: –1 faction rank with the Freeport Militia; –1 faction rank with The Dead; –1 faction rank with Opal Dark Briar.

Quest Summary: While not many folk in Freeport cared much about (or even knew of) Aataltaal until very recently, his existence has suddenly become a political buzz-word. Sir Lucan, wishing to discredit the Knights of Truth, has publicly stated that Freeport was built “by humans, for humans,” and the paladins’ claim that a high elf was instrumental in the city’s early days is proof that they have no faith in the strength of Freeport’s good human stock. The Knights of Truth, of course, can only weakly rebut that their version of history is... well, true.

Meanwhile, Opal Dark Briar has begun spreading rumors among the poor and dispossessed of Freeport that Aataltaal was indeed real, but was in fact a dark elf; therefore, only by becoming worshippers of Innoruuk can the people of Freeport “return to their roots.”

Unbeknownst to all the above folk, a few descendants of the agents of Lady Delailith still live and operate in Freeport. They no longer remember who first entrusted them with defending the city, or why a tomb in the Hills of Shade should hold secrets of their origins, but they know that Aataltaal was indeed a high elf, and that his memory should be revered.

One of these descendants is the dwarf Harkin Duskfoot (see “Coalition of Tradesfolk Underground” in *Realms of Norrath: Freeport*, Chapter 3), who has contacts in Kaladim he’ll willingly use to gain evidence that disproves both Sir Lucan’s and Opal Dark Briar’s claims. He wants the *Journal of Aataltaal*, which he believes is in the Hills of Shade, and is willing to pay 6,000 gp to whoever brings it to him. Of course, once he has it, Harkin is likely to sell the book to the highest bidder, figuring that he might as well make a profit while defending Aataltaal’s memory.

The last few pages of the *Journal of Aataltaal* can be found in Lady Delailith’s tomb (Area 2–6), and are good enough to satisfy Harkin.

This quest may be completed only once.

Quest: Rod of Command

Faction: Gemchoppers (+1 rank), Eldritch Collective (+1 rank), or Clerics of Tunare (+2 rank).

NPC: Tolbor Kettlebunch.

CR: 11–13.

Reward: +1 faction rank with the Gemchoppers; +1 faction rank with the Eldritch Collective; trade incentives in Therege.

Consequence: –2 faction rank with the Crushbone Orcs; –2 faction rank with The Dead; –2 faction rank with the Unseen.

Quest Summary: Tolbor Kettlebunch (male gnome, War 3/Wiz 4/Exp 7, NG; *Gemchoppers*, *Eldritch Collective*) is a successful merchant of Therege with strong contacts in both Felwithe and Ak’Anon. However, he’s also one of Norrath’s leading experts on legends of Aataltaal’s tomb. The rumor that the tomb has finally been found has him giddy as a new academy recruit, because it means he may finally be able to prove the existence of a certain artifact from the Combine era: the *Rod of Command*.

Rod of Command

Description: This unique item shows clear signs of having been originally constructed by artisans of the Combine Empire. Like Combine weapons, it is made of simple iron, showing no scratches, dents, or rust despite its great age. The haft is unadorned, but the head of the rod is a stylized eagle, wings outstretched. Though not primarily a weapon, it is the same length and heft as a heavy mace, and can be used as such.

Several *Rods of Command* were supposedly made in the time of the empire, and these were used by a few commanders of the Combine Empire’s war legions, who lauded their power to prevent routs, take control of enemy commanders, and question captives. The rods were all destroyed when the empire collapsed, and only the one possessed by the elf general Aataltaal is thought to have survived the empire’s destruction.

In fact, Aataltaal gave the sundered pieces of his *Rod of Command* to Lady Delailith before his disappearance, and she had done much of the work needed to restore it before her death. Only the final steps to assemble and reforge it are needed, which is fortunate, as no living creature remembers how the rods were originally constructed.

Powers: The rod functions as a +4 *heavy mace*. Additionally, the wielder may use the rod to cast the spell *Boltran’s agacerie* (Will DC 43) as an attack action; the rod has 23 charges of this power remaining (it had 50 when it was first crafted). Once all these charges have been used, the rod becomes a mere +2 *heavy mace* with no other powers.

As long as the rod has at least 1 charge of its charm power remaining, any enchanter who wields it may use the rod to augment the force of any spell of the *charm* line that he casts: The CR of creatures that may be affected by such spells is increased by +3 (thus allowing a *charm* spell to affect a CR 15 creature, or a *beguile* spell to affect a CR 19 creature, etc.). The spell otherwise works as normal.

Bonus types: Attack = enhancement. Damage = enhancement.

Rod of Command (1d8+4, delay 5; AC 7, hardness 14, 29 hp, Break DC 30).

Activation: Use Activated.

Caster Level: 33rd.

Market Price: 25,350 gp.

Slot: Blunt.

Weight: 12 lbs.

Supposedly, the *Rod* was one of the tools Aataltaal used to bring the many factions of Freeport together in the days of that city's founding. Not trusting anyone else with it, the elf is supposed to have disassembled the item and taken it to his grave. Tolbor has spent a lifetime tracking down the descriptions of the various pieces of the artifact and deciphering how to join them back together. Now, he wants to convince a band of heroes to find the pieces and prove the rod is real. Although he can offer no money for this task (all of his wealth is tied up in various ventures at the moment), he's willing to make anyone who succeeds a favored customer, who may sell items and valuables to him for 75% of their true value, rather than the normal 50%, and buy goods from him at cost.

The *Rod of Command* was indeed broken into three parts: its head is the *eagle talisman* found in the hands of Lady Delailith (Area 2–6); its shaft is the *iron club* (found in Area 1–6); and the base is the *titan's rivet* found in Shade's possession (Area 2–8). Tolbor can describe all the items and knows they would need to be joined by a master blacksmith, but he has no idea where they are. It's important to note that Tolbor doesn't want to claim the rod for himself. Once he's seen that it is real (and showed it to the Therege Council as proof), he's perfectly happy for the PCs to take it. On the other hand, he's also willing to pay them full price for it if they'd rather sell the item (in which case it ends up in Rhenna Frost's hands, as Tolbor gives it to her to help run Therege, not wanting to risk himself by retaining such a famous and valuable item).

In addition to gathering the separate pieces of the rod, it's necessary to reforge the item with a Trade Skill (blacksmithing) check (DC 31). Tolbor can make a forge available for the characters in Therege and instruct them in the forging, but none of the smiths there are able to reforge the items. If the player characters can't manage the task, Tolbor sends for a master smith from Kaladim, and the characters must wait 3 weeks for the dwarf to arrive and reforge the rod.

This quest can be completed only once.

Quest: Clear the Tombs

Faction: The Dead (+1 rank) or Clerics of Tunare (+1 rank).

NPC: Dagin Evenes or Rhenna Frost.

CR: 12–13.

Reward: +1 faction rank with The Dead and 8,000 gp or +1 faction rank with the Clerics of Tunare and 10,000 gp.

Consequence: –1 faction rank with the Clerics of Tunare or –1 faction rank with The Dead.

Quest Summary: Characters may be approached by either Dagin Evenes or Rhenna Frost for this quest, depending on their factions and reputations. Both individuals make the same request, however—delve into the supposed Tomb of Aataltaal, clear out any threat living there, and capture the mastermind behind its discovery. Dagin wants to torture the mastermind to discover what it knows about the ruins of the Hills of Shade, while Rhenna wants to send it to Felwithe to stand trial for banditry.

In either case, the characters must kill Bakhing, Pikenose, the Dread Priests, and Krosh and Grunch (all found in or near the tomb), and then capture Shade in order to accom-

plish this task. If they fail in any of this, the Unseen move and regroup, maintaining control of the hills near the tomb. If the characters bring in Shade but fail in the other details, Davin gives them partial payment (4,000 gp) but they receive no faction increase; Rhenna offers less money (only 1,000 gp), but is sufficiently impressed to put in a good word for the characters, so that their factions are altered as if they had completed the quest.

This quest may be completed only once, although if a new and similarly dangerous threat moved into the hills, Davin or Rhenna might hire the PCs again.

Using “The Barrow of Aataltaal”

The tomb now known as the Barrow of Aataltaal is a mid-sized dungeon designed to pose a serious threat and extended adventure for characters of 9th to 13th level, and perhaps slightly higher or lower with only minor modification by the GM. The dangers of the Hills of Shade themselves should keep low-level characters away from the barrow, for the region can be very lethal for those not properly prepared.

The barrow itself can be used as a random encounter, with characters happening across its exterior (and the creatures and guardians around it) without warning. It might also serve as the focus for several game sessions. An ally or patron of the characters may ask them to clear out the threat posed by the current inhabitants of the barrow (the Unseen), or it may be the location of something needed to fulfill a quest begun far away. Several quests are outlined elsewhere in this chapter that might engage characters adventuring in the Hills of Shade, but all could be moved or adapted to better match events in a particular GM's campaign.

Each encounter detailed below includes text in a shaded box. Each box is meant to be read aloud to players when their characters first observe that encounter's locale. The GM may prefer to paraphrase this information in her own words, and she may have to modify the content based on the PCs' actions previous to or at the beginning of an encounter.

Rumors

As one of the least explored regions of Norrath, the Hills of Shade are rife with rumors, legends, half-truths, and outright lies. Mixed in with all these are occasional kernels of fact, often hidden and twisted enough to be recognizable only after it's too late. A character asking about the Hills in Exile, Therege, Kaladim, or Kelethin is sure to pick up numerous rumors, but not a lot of useful fact. A number of possible rumors (and their relative accuracy) are presented below.

1. The Hills of Shade were cursed by the Rathe, much as the Desert of Ro was cursed by Solusek Ro. (*False.*)
2. The Hills of Shade are the kingdom of Mayong Mistmoore, a powerful vampire. (*False, though Mistmoore certainly has forces in the area. If he wished to, the vampire might well be able to take control, but he's never shown any interest in doing so.*)

3. The Barrow of Aataltaal is hidden in the central area of the Black Tombs. (*False, but commonly held to be true.*)
4. The nightbane serpent, the largest and most deadly snake on Norrath, lives in the hills. (*Might as well be true. The nightbane serpent is as deadly as a great dawnbane serpent, and certainly qualifies as a big, poisonous snake.*)
5. There are no undead in the hills, all of them having been killed by the Crusaders of Marr. (*Almost true. There are few undead left in the hills, but a few notable exceptions exist.*)
6. The ghosts of Aataltaal's guardians wander the Black Tombs, invisible but for the weapons they carry. (*False. This rumor started because a traveler in the region saw Shade from a distance and mistook him for a spirit.*)
7. A new clan of orcs is forming around the Barrow of Aataltaal, and will soon have enough power to attack and conquer the Crushbone orcs. (*False, but not a bad description of what the orc shaman Pikenose eventually hopes to accomplish.*)
8. The Barrow of Aataltaal holds a cache of ancient Combine weapons, enough to equip a small army. (*False, although there are certainly some such items within Lady Delailith's tomb.*)
9. A hill giant guards the tomb. (*True.*)
10. Powerful monsters from across the world have banded together to lay claim to Aataltaal's tomb. (*Essentially true, as this accurately describes the Unseen, although the rumor in fact refers to Lady Delailith's tomb.*)
11. A pool of holy water exists at the bottom of the Barrow of Aataltaal, which can lift any curse and cure any disease. (*False.*)
13. The barrows in the Black Tombs are rarely trapped, but those traps that do exist are too subtle for any rogue to discover them before it's too late. (*Essentially false. There aren't many traps in Lady Delailith's tomb, in any case, and the ones that do exist are not particularly difficult to find.*)
14. The barrows are kept clean of vermin by oozes and hungry cubes that were buried with the dead. (*False.*)
15. The Barrow of Aataltaal was built by gnomes, and some of the rooms are too small for larger creatures to enter. (*At least partially true; see Area 1–8 in the tomb.*)
16. A guild of invulnerable assassins has a secret head quarters beneath the tomb. (*False.*)
17. The tomb discovered recently is not truly that of Aataltaal, but of one of his trusted agents. (*True.*)
18. The Black Tombs are immune to the earthquakes that plague the rest of the Hills of Shade. (*Partially true. Lady Delailith's tomb is in fact immune, as are a few others, but not all the tombs share this trait.*)
19. Many of the Black Tombs are connected by underground tunnels and include secret entrances. (*True.*)
20. Defenders of the tomb include enchanters and clerics. (*True, if you include the evil eye enchanters and sarnak priests who are members of the Unseen.*)

The Barrow of Aataltaal

Whether they get directions from Eljae, manage to find tracks in the shifting shale or follow a patrol of The Unseen, the players need to come up with some reasonable plan for locating the tomb. Once they are in the general area, it's likely they can hear Bakhing talking to himself or smashing boulders together for fun.

Map Key

The recently discovered "Barrow of Aataltaal" is broken into three major areas: the clearing around the tomb's main entrance and two underground levels. The uppermost area is designed for PCs ranging from 9th to 11th level, with the two underground levels being somewhat more dangerous (10th to 13th level).

The encounters throughout this chapter are numbered by their barrow level (i.e., 0 being the in the hills outside of the tomb, and 3 being the bottom level) and then the specific encounter number; thus, for example, the hill giant Bakhing is Encounter 0–1, while the first room of the second level of the tomb is Area 2–1.

0-1. A Giant Problem [EL 14]

Heavy mist makes visibility poor and wets your clothes so that they cling to your bodies. As you move through the hills of shale and broken rock, the dark shapes of the hills occasionally loom out of the fog. Wind howls through the valleys and depressions around you, muffling the sound of your footsteps.

Suddenly, the hills stop, revealing a vast depression in front of you. The pit is hundreds of feet across and no less than thirty deep. At its center is a dark hole, the entrance to some kind of cave or shaft.

Marching around the hole is a giant guardian, a dirty humanoid some 20 feet tall. Bound in foul wolf and bear hides and wearing rough knee-high boots covered in grime, the figure peers around slowly and cautiously, searching the ridge of the pit for some movement. A huge warhammer sits easily on its shoulder, the black iron of its head showing fine if simple construction.

Shade knows his activities are likely to attract attention eventually, so he has recruited the hill giant Bakhing to guard the barrow entrance. Shade has provided Bakhing with a few magic trinkets and feeds him on a regular basis. In return, Bakhing walks, eats, and sleeps near the entrance of the barrow, never leaving sight of it. Even sleeping, Bakhing is an able guard thanks to the *goblineye ring* Shade gave him.

Bakhing is not very smart, so he follows a simple rule — anyone he doesn't recognize, he smashes. This can make it difficult for the Unseen to bring new members to the barrow, but the security the giant provides is worth the inconvenience. As long as new members are brought around a few times by someone Bakhing knows, he eventually recognizes them and lets them by on their own.

However, Bakhing is also very sensitive about his intelligence (or lack thereof). For example, the giant can read, just barely, but would never willingly admit how much trouble he has understanding written instructions. Some of the Unseen have used this fact to manipulate him, getting the giant to help them move heavy loads or similar labor.

Bakhing also has a slight memory deficiency, so occasionally he's not sure if he knows a newer member of the Unseen or not. For the most part, creatures that know his name and aren't obviously spies can talk their way past him, claiming he's met them once or twice; for every 4 hours Bakhing is observed, there's a 15% chance of such an event occurring, allowing characters to realize and exploit this weakness.

An orc or monster (including an iksar, ogre, or troll, but not a dark elf) might be able to convince Bakhing that he or she is someone he's forgotten. This requires a successful Bluff check opposed by Bakhing's Sense Motive check, but the bluffer may automatically take 10 on this check. However, since none of the "civilized" races are represented in the Unseen, most PCs are unlikely to succeed at such an effort (Bluff check opposed by Bakhing's Sense Motive, but the giant gains a +20 bonus).

Of course, if Bakhing hears fighting inside the barrow he grows far more suspicious (he's too big to go investigate for himself), and is much less likely to allow questionable characters to enter or leave. If pressed in such circumstances, he insists they produce Shade to vouch for them before he grants them safe passage out of the barrow.

Tactics: If Bakhing notices any creatures sneaking around, he attacks them immediately with thrown rocks (he knows there's no reason for any member of the Unseen to sneak around near the barrow). Since broken rock and shale lies all around the excavation site, Bakhing has an endless supply of rocks to throw. The giant *likes* throwing rocks, so once he's started he throws a dozen or more before he's convinced he's smashed whatever he spotted.

If targets make themselves visible, Bakhing moves toward them while throwing rocks. He's well aware of his tremendous reach in melee combat, and maneuvers to be able to strike as many targets as possible. Experience has taught him to stay 10 or 15 feet from little targets whenever he can, so that he can crush them as they try to move or cast spells (thus provoking attacks of opportunity; note his Combat Reflexes feat). He also knows to use Power Attack liberally when fighting lightly armored foes, unless and until he misses a couple of times.

Bakhing isn't really worried about being defeated by fighters — it's the idea of being taken down by some spell that worries him. He uses his shield to bash any spellcasters who provoke attacks of opportunity from him so that he has a chance to daze them. On the other hand, the giant has a short attention span, and a spellcaster that doesn't directly attack or affect him is soon forgotten in favor of more damaging foes.

Treasure: Bakhing has a magic weapon, ring, and boots. The maul and ring were gifts from Shade, and any member of the Unseen who sees any of these items immediately recognizes them for what they are.

Bakhing, Male Hill Giant, War 2: CR 14; SZ Huge giant; HD 16d8+160 plus 2d12+20; hp 274; Init +1 (Dex); Spd 35 ft. in armor, 45 ft. base; AC 28 [flat-footed 27, touch 11] (–2 size, +1 Dex, +12 natural, +3

armor, +2 shield, +2 luck); BAB +14; Grap +34; Atk +25/+20/+15 melee (2d8+13, *Huge Combine maul*), or +24 melee (2d6+12 plus *daze*, shield bash), or +23/+18/+13 melee (2d8+13, *Huge Combine maul*) and +22 melee (2d6+6 plus *daze*, shield bash), or +14/+10/+6 ranged (2d8+12, 50 ft., rock); Face 10 ft. by 10 ft.; Reach 15 ft.; SA rock throwing; SQ berserking, damage reduction 5/–, rock catching, SR 23; Res FR 5, MR 5; AL DE; Fac The Unseen; SV Fort +23, Ref +6, Will +4; Str 35, Dex 13, Con 31, Int 6, Wis 8, Cha 8.

Skills: Climb +11, Jump +11, Listen +4, Spot +4.

Feats: Bash, Cleave, Combat Reflexes, Double Attack, Improved Bash, Power Attack, Slam.

Daze (Ex): Shield bash — target *dazed* for 1 round if attack deals 8 points of damage or more; Fort negates, DC 22.

Possessions: Hide armor, Huge large wooden shield, *Huge Combine maul*, muck-covered boots, goblin eye ring.

Barrow of Aataltaal: Level One

Difficulty Level: 9–11.

Entrances: Stairs from excavation (into Area 1–1).

Exits: Pit trap in Area 1–7; stairs in Area 1–9.

Wandering Monsters: Check once every 30 minutes (roll 1d20):

1–3. 1d3+3 Unseen orc centurions (from Area 1–5).

4–5. 1d3 burynai (as those in Area 1–3, but no rings of shadows).

6. Pikenose and 2 orc bodyguards (from Area 1–5)

7–20. No encounter.

Detections: None.

Shielding: None.

Continuous Effects: None.

Standard Features: Unless otherwise noted, all doors on this level are locked and constructed of iron-reinforced wood (3 in. thick; Hardness 5, 35 hp; Break DC 23; Pick Lock DC 30).

Level One: Excavation of the Unseen

1-1. The First Step [EL 9]

The stairs open into a large room with a domed ceiling. You are no less than twenty feet below the earth, possibly a bit deeper. The heavy, dusty smell of long-stagnant air fills your nostrils. Four doors lead out of the room, one at each of the cardinal compass points. The room is otherwise empty and silent.

This is the main entrance to the tomb, and once had elemental guardians. Later, barrow wolves moved in. All these threats are long gone, though, and the Unseen now trusts Bakhing to guard the entrance to their new headquarters. The only danger here comes of the relatively heavy traffic (roll for wandering monsters every 15 minutes in this room, rather than every 30), and a falling stone trap

over the door to Area 1-2 (this route is never used by the Unseen, and thus they keep the trap set).

Falling Stone Trap: CR 9; no attack roll required (12d6); Reflex avoids, DC 20; Search DC 20; Disable Device DC 25.

1-2. Snakepit [EL 11]

The ceiling and walls of the hallway stretching out before you are clogged with the gnarled roots of scrub brush and long-dead shrubs. A few stairs descend into the stagnant black water that fills the lower half of the hallway. Bits of dirt and dead roots float thickly on its surface.

This hallway once led to a small library that held lady Delailith's books. That room collapsed long ago, and encroaching plant roots have nearly brought the hall down as well. There are 3 nightbane serpents that lair here, using holes in the walls to move out into the Hills of Shade to hunt; they don't move into the tomb, as they have learned that the new inhabitants of the place hurt them. They attack any creature that tries to enter their watery lair, however. Members of the Unseen simply don't come this way.

Tactics: At least 1 serpent conceals itself in the walls here, while the others swim slowly through the water. They

are driven to attack easy prey, especially smaller or wounded creatures. With their scent ability, they can easily sniff out fresh blood, making a wounded target their first choice. The serpents in the water wait for the one in the wall to attack a victim, then attack the smallest targets that don't move to flee or to attack the first serpent (seeing such inactivity as a sign that those targets must be very weak or young).

A serpent prefers to stay attached to a single target until it is still, unless consistently and effectively attacked by a nearby foe (note the 10-foot reach). Its improved grab allows it to make a grapple check with every bite attack if it wishes. Once a foe is pinned, it deals bite damage automatically each round, and constriction damage with a successful grapple check. If a target stops moving, the serpent moves on to an active foe, until all targets are down, at which point the snakes begin to feed on the biggest bodies first. (A single human-sized creature feeds one serpent for a week to 10 days.)

Treasure: The remains of previous victims of the serpents can be found in the bottom of the area, including a brownie skeleton (Search DC 15); wrapped around the small skeleton is a *braided ivory cord*.

Nightbane Serpents* (3): CR 8; SZ Large animal; HD 14d8+56; hp 130, 117, 107; Init +10 (+6 Dex, +4 Improved Initiative); Spd 40 ft., climb 30 ft. swim 30 ft.; AC 25 [flat-footed 19, touch 15] (-1 size, +6 Dex, +10 natural); BAB +10; Grap +19; Atk bite +15/+10 melee (1d8+7 plus poison); Face 5 ft by 5 ft.; Reach 10 ft.; SA constrict 1d8+7, improved grab, poison; SQ low-light vision, scent; AL N; SV Fort +13, Ref +15, Will +7; Str 21, Dex 23, Con 19, Int 2, Wis 16, Cha 5.

Skills: Balance +14, Climb +14, Hide +10, Listen +10, Sneak +14, Spot +10, Swim +13.

Feats: Blind-Fight, Improved Initiative, Weapon Finesse (bite).

Constrict (Ex): Once the nightbane serpent has a hold on any Large or smaller opponent, it may constrict each round as an attack action with a successful grapple check, dealing 1d8+7 points of crushing damage. It may still bite as part of a full attack action while constricting.

Improved Grab (Ex): The nightbane serpent must make a successful bite attack to use this ability. If it pins an opponent successfully, it deals automatic bite (and poison) damage each round.

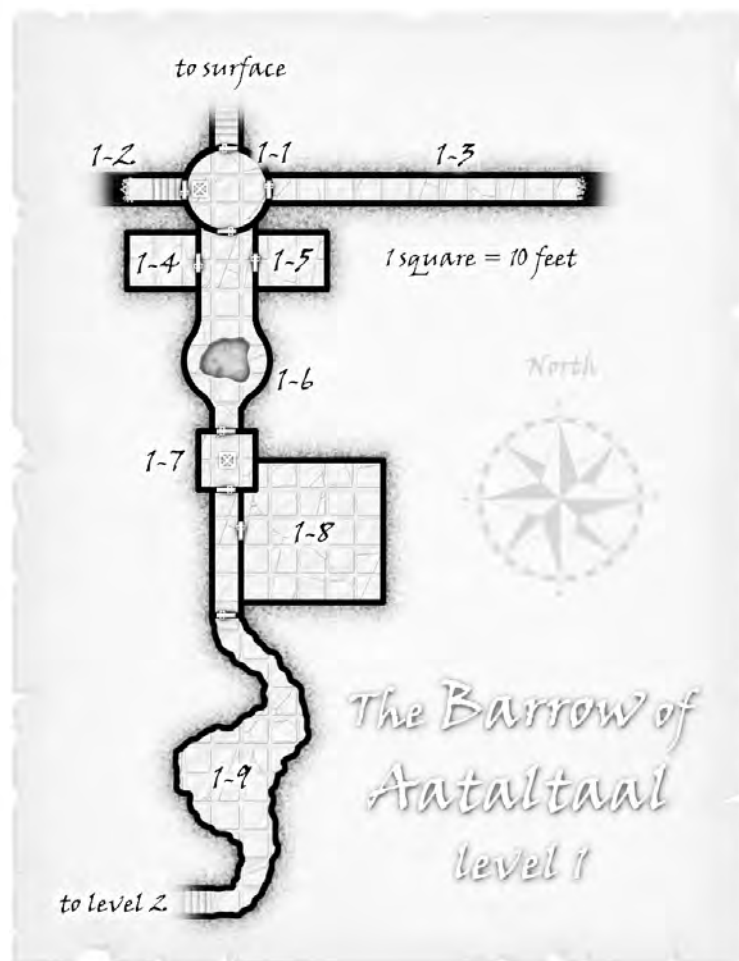
Poison (Ex): Bite, Fort DC 21; 2d6 hp and 2d6 temp Str/2d6 hp and 2d6 temp Str.

* Nightbane serpents use the same stats as dawnbane serpents.

1-3. The Excavation [EL 9]

The long hall is filled with the mixed smells of freshly dug earth and old dust, much like an open grave. The walls and ceiling are packed earth rather than rock, and wooden braces make archways every ten feet or so. The floor is stone, but shows signs of extensive damage—large sections have collapsed into holes and pits, some several feet deep.

A faint scraping sound comes from the far end of the tunnel.



This is the current site of further excavations, as the Unseen seek to tunnel into other deep barrows. Shade believes the Barrow of Aataltaal must be nearby, either under or beside Lady Delailith's. The main diggers of the Unseen are muddites and burynai, though orcs are commonly set to work hauling off dirt and rock. New excavations are the sole domain of the burynai, though, who have a deal with Shade promising them any treasure marked with the sign of Brell Serilis (their god) in return for their services.

There are 3 burynai working in this tunnel at all times, digging in 8-hour shifts. They assume anyone they don't recognize is an intruder, likely trying to steal their god's gifts.

Due to the broken ground in the tunnel, anyone moving more than half-speed in this area (must make a Balance check (DC 10) or fall prone. This includes the burynai, although they gain a +4 circumstance bonus on such checks due to their familiarity with the terrain.

Tactics: Given their ultravision and scent ability, the burynai are likely to detect characters coming before they are themselves spotted; they automatically give away their presence with the sound of their digging, however.

Once they notice foes, the burynai immediately buff themselves with *grim aura* (increasing their melee attacks by +2). A burynai tries to bull rush early in the fight if it sees a chance push a foe past one of its allies, thereby causing the pushed character to suffer attacks of opportunity from the burynai's fellow(s). If obvious arcane spellcasters are nearby, the burynai use *siphon strength* on those targets, then resort to melee attacks.

Treasure: Each burynai on duty here has a *ring of shadows* (those encountered as wandering monsters do not have such a ring). One of the burynai miners here has a scrap of parchment that lists the things Shade is particularly interested in (see sidebar).

Burynai Miner's Parchment

The parchment scrap in the possession of the burynai reads as follows:

Report to Shade—
 - All sigils with anchors, especially those with anchors and shields
 - All rods
 - Anything that appears to be of Combine or elven manufacture.
 - Anything bearing the name Aataltaal
 - Anything else must be taken to Karnik, to be brought to the eyes for further examination

Burynai (3): CR 7; SZ Large monstrous humanoid; HD 10d8+60; hp 113, 108, 101; Init +1 (Dex); Spd 30 ft., burrow 5 ft.; AC 25 [flat-footed 24, touch 10] (–1 size, +1 Dex, +12 natural, +3 armor); BAB +10; Grap +19; Atk +15/+9 melee (2d8+7, Huge greatclub), or 2 claws +14 melee (1d6+5); Face 5 ft. by 5 ft.; Reach 10 ft.; SA spell-like abilities; SQ

heightened senses; AL OE; SV Fort +11, Ref +8, Will +8; Str 20, Dex 12 (11), Con 22, Int 13, Wis 12, Cha 13.

Skills: Channeling +11, Knowledge (mysticism) +6, Listen +8, Meditation +6, Sense Heading +9, Search +14, Spot +8.

Languages: Burynai (4), Common (4), Orc (4).

Feats: Great Fortitude, Improved Bull Rush, Power Attack, Weapon Focus (greatclub).

Spell-Like Abilities (mana cost): *Grim aura* (4), *lifetap* (2), *siphon strength* (1). Caster level 3rd; save DC 11 + spell level.

Mana Pool: 12.

Heightened Senses (Ex): Ultravision, scent, and sense traps (as rogue ability).

Possessions: Large studded leather armor, Huge greatclub, ring of shadows.

1-4. The Lady's Old Quarters

This room's air is even more stale than the rest of the tomb, though the scent of dirt is much weaker as well. A bed sits in the far corner of the room, with yellowish sheets covering even its headboard and footboard. A desk is next to it, drawers ajar and obviously empty. Four decrepit chairs sit by a small round table upon a rug with the faded pattern of an eagle holding an anchor. Next to the table stands an empty bookcase.

This used to be Lady Delailith's room. It was entirely emptied of valuables and personal effects after her death. The crest on the rug was one symbol used by the people of Landing before it became Freeport. It is also found on the headboard of the bed, though not until the sheets are pulled away, and on the back of each chair.

The Unseen do not come in here. If a random encounter is rolled, it represents creatures moving by in the hallway. As long as the characters are quiet, they won't be discovered here.

1-5. Unseen Barracks [EL 8 to 10]

Read the following only if the PCs walk directly into the room. Otherwise, paraphrase what is necessary and alter the rest to suit the circumstances of the encounter.

This room is totally clean of rubble and dirt. A crude iron stove sits in the far corner, and pallets rest against the walls. Symbols of eyes and axes and the outlines of rough humanoid figures adorn the ceiling and walls. A number of orcs turn to face you, and one in back begins screaming orders in their harsh tongue.

This is a barracks room used by the (formerly Crushbone) orcs of the Unseen. They keep little here but some food and sleeping cots; anything they have of value is in the garden of stone (Area 1–8) or the vault (Area 2–4). There are always from 4 to 6 Unseen orc centurions and 2 orc legionnaires found here, and — if he hasn't already been encountered elsewhere — their prophet, Pikenose.

Pikenose is the leader of all the orcs within the Unseen (see “The Unseen” near the beginning of this chapter for an explanation of his presence here). He has been a loyal servant to Shade for almost a year, although he is still a shaman in service to Rallos Zek as well. Pikenose believes firmly in the goals of the Unseen, and sees himself as Shade’s successor (though many others in the Unseen would disagree). He is responsible for maintaining order among the orcs, as well as running operations on this level of the tomb.

Tactics: If Pikenose has received any warning that invaders are in the barrow (including hearing fighting elsewhere), he buffs himself as noted below. He also has these spells in effect at all times if encountered patrolling the barrow as a wandering monster. If he finds himself in a fight without warning, he casts only *turtle skin* before moving into combat.

If he can, Pikenose allows the centurions to engage in melee and fires off *insidious fever* and *affliction* on ranged attackers (including spellcasters), and/or *waking sleep* at armored melee combatants. He always keeps at least 22 mana in reserve, though, so that he has enough to cast *gate* and *healing* on himself. His bind point is at Area 1–9, and on arrival he warns the creatures there of attack, heals himself, and sends a warning to others elsewhere in the barrow.

Unseen Orc Centurion (1d3+3): CR 3; SZ Medium-size humanoid (orc); HD 5d8+10; hp 32; Init +1 (Dex); Spd 30 ft.; AC 18 [flat-footed 17, touch 11] (+1 Dex, +1 natural, +4 armor, +2 shield); BAB +3; Grap +7; Atk +7 melee (1d8+4, crit x3, spear), or +8 melee (1d10+4, broad sword), or +7 melee (1d3+4, crit 19–20, dagger), or +4 ranged (1d8+5, 20 ft., spear), or +4 ranged touch (*entanglement*, 10 ft., weighted net); SQ ultravision; AL DE; Fac the Unseen; SV Fort +6, Ref +2, Will +2; Str 19, Dex 12, Con 15, Int 11, Wis 12, Cha 11.

Skills: Intimidate +2, Knowledge (warcraft) +2, Listen +5, Spot +5, Wilderness Lore +3.

Languages: Orc (4), Common (2).

Feats: Power Attack, Weapon Focus (broad sword).

Possessions: Chain shirt, large steel shield, spear, broad sword, dagger, weighted net, war horn, toothband, 2d4+1 gp.

Orc Bodyguards (2), Former Crushbone Legionnaires: CR 6; SZ Medium-size humanoid (orc); HD 5d8+15 plus 3d12+7; hp 79, 62; Init +1 (Dex); Spd 30 ft.; AC 19 [flat-footed 18, touch 11] (+1 Dex, +1 natural, +4 armor, +3 shield); BAB +6; Grap +11; Atk +12 melee (1d10+7, broad sword), or +11/+7 melee (1d3+5, crit 19–20, dagger), or +7 ranged touch (*entanglement*, 10 ft., weighted net); SQ berserking, Taunt bonus +2, ultravision, +1 electricity and magic saves; Res ER 4, MR 4; AL NE; Fac Crushbone; SV Fort +10, Ref +3, Will +3; Str 21, Dex 12, Con 16, Int 11, Wis 12, Cha 11.

Skills: Alcohol Tolerance +5, Climb +3, Intimidate +4, Jump +2, Knowledge (warcraft) +3, Listen +5, Spot +5, Taunt +3, Wilderness Lore +3.

Languages: Orc (4), Common (3), Elvish (2).

Feats: Cleave, Power Attack, Weapon Focus (broad sword), Weapon Specialization (broad sword).

Possessions: Chain shirt, shiny brass shield, broad sword, dagger, weighted net, large toothband, 3d6 gp.

Pikenose, Male Unseen Orc Prophet, Shm 4 (always buffed with *spirit of bear* [totem spirit]); CR 8; SZ Medium-size humanoid (orc) [6

ft., 4 in.]; HD 5d8+20 plus 4d8+16; hp 73; Init +1 (Dex); Spd 30 ft.; AC 19 [flat-footed 18, touch 11] (+1 Dex, +1 natural, +4 armor, +3 shield); BAB +6; Grap +12; Atk +14 melee (1d10+7, masterwork broad sword) or +8 ranged; SA spells; SQ spirit mastery (totem spirit), ultravision, +1 electricity and magic saves; Res ER 4, MR 4, PR 3; AL DE; Fac the Unseen; SV Fort +11, Ref +3, Will +9; Str 22 (21), Dex 13, Con 19 (15), Int 11, Wis 18, Cha 12.

Skills: Alcohol Tolerance +5, Channeling +10, Intimidate +6, Knowledge (mysticism) +3, Knowledge (religion) +3, Knowledge (warcraft) +3, Listen +8, Meditation +13, Spellcraft +8, Spot +8, Swim +7 (weight modifiers not inc.), Trade Skill (alchemy) +8, Wilderness Lore +5.

Languages: Orc (4), Common (3), Teir’Dal (1).

Feats: Combat Casting, Power Attack, Weapon Focus (broad sword).

Shaman Spells Usually Prepared (mana cost): *Affliction* (13), *gate* (12), *healing* (10), *insidious fever* (5), *root* (5), *talisman of the beast* (4), *turtle skin* (8), *waking sleep* (10). Caster level 9th; save DC 14 + spell level.

Mana Pool: 72.

Possessions: Chain shirt, shiny brass shield, masterwork broad sword, imbued deity of Rallos Zek, enhancement potion (Dex +2), toothband, 19 gp.

Pikenose (also buffed with *endure fire* and *turtle skin*, and with Dex +2 potion): Init +2 (Dex); AC 20 [flat-footed 18, touch 12] (+2 Dex, +1 natural, +4 armor, +3 shield); SQ damage reduction 5/–, +1 electricity and magic saves, +2 fire saves; Res ER 4, FR 8, MR 4, PR 3; SV Fort +11, Ref +4, Will +9; Dex 15.

1-6. Mud Pool [EL 9]

The heavy scent of wet earth, mud, offal, and slime fills your nose as you pass through the doorway. A large room is clearly visible in the pale light shed by odd mushrooms clinging to the walls and ceiling. Probably 20 paces across, its center is entirely covered by a great pool of muddy scum. The remains of food, ruined equipment, and bodily waste are visible in piles near the doorway, mixing in with the muddy lake. As your eyes take in this disgusting site, a mound of mud surges at you!

The muddy pool is a natural drainage pit, built into the tomb to prevent water from flooding the rest of the level. A careful examination reveals tiny trickles of water leaking in from the ceiling (creating the damp needed by the glowing fungus) and a slight downward slope to the hallway. A successful Knowledge (construction and engineering) check (DC 12) can determine the function of the room. The Unseen have taken to using it as a place to dump garbage — any wandering monsters encountered here are most likely bringing more trash to dump.

Moving through the mud-pool is difficult at best. It’s roughly 7 feet deep, so Medium-size or smaller creatures must make a Swim check (DC 15) to proceed, and even then they are limited to 5 feet per round. (This does not count as a 5-foot step, but is a move action that can provoke an attack of opportunity.) Large creatures can just barely touch bottom, allowing them to move 10 feet per round with no Swim check required. In either case, characters in the mud-pool lose any Dex bonus to AC.

The room has been inhabited by the Unseen's muddites. Shade made a deal with them to search the area for more tomb entrances, desiring them for their ability to ooze into the ground to gain initial entry to such tombs. The muddites don't particularly mind the garbage thrown in with them, but they do keep an eye on anyone approaching (detected by tremorsense) to ensure it is a member of the Unseen. Assuming the PCs aren't all orcs, trolls, and similar creatures, the muddites see them as intruders and attack immediately.

The muddites can move at full speed through the mud.

Tactics: The muddite leader charges intruders immediately, bringing 3 of the others with him. (The leader uses Power Attack for 10 points on the initial charge if his target wears medium or lighter armor, or for 5 points if the foe wears heavy armor.) The remaining 4 muddites stay back and throw mud globules, targeting obvious archers and spellcasters. Anyone blinded is targeted for a bull rush by the melee muddites, seeking to shove the victim into the mud.

If no one ends up in the mud after 3 rounds of combat, the remaining muddites rush into melee. They attempt to surround invaders (gaining flanking bonuses), and all of the muddites use mud globules whenever they can if not currently engaged in melee.

Muddites (7): CR 4; SZ Small elemental (earth, water); HD 8d8+40; hp 76; Init -1 (Dex); Spd 20 ft., burrow 10 ft. (wet earth only); AC 16 [flat-footed 16, touch 11] (+1 size, -1 Dex, +6 natural); BAB +6; Grap +4; Atk slam +7 melee (1d8+3); SA mud globule; SQ damage reduction 4/-, elemental, fast recovery, immunities, tremorsense; Res CR 10, FR 10; AL NE; Fac The Unseen; SV Fort +11, Ref +1, Will +2; Str 15, Dex 8, Con 20, Int 10, Wis 11, Cha 6.

Skills: Listen +8, Profession (miner) +14, Search +7, Spot +8.

Feats: Improved Healing, Power Attack, Skill Talent (Profession [miner]).

Mud Globule (Ex): Once every 1d4 rounds, 30-foot range. Target must make Reflex save (DC 13) or be blinded for 2d6 rounds or until he takes a full-round action (provoking an attack of opportunity) to wipe the mud from his eyes. Targets without discernible visual organs are immune to this attack.

Immunities (Ex): Muddites are immune to acid and disease damage.

Tremorsense (Ex): Muddites are blind, but they can sense perfectly the location of anything within 30 feet that is in contact with the ground.

Muddite Leader (1): CR 7; SZ Medium-size elemental (earth, water); HD 20d8+120; hp 210; Init -2 (Dex); Spd 20 ft., burrow 10 ft. (wet earth only); AC 14 [flat-footed 14, touch 8] (-2 Dex, +6 natural); BAB +15; Grap +19; Atk +21/+16/+11 melee (1d8+4, *iron club*); SA mud globule; SQ damage reduction 4/-, elemental, fast recovery, immunities, tremorsense; Res CR 10, FR 10; AL NE; Fac The Unseen; SV Fort +18, Ref +4, Will +6; Str 19, Dex 6, Con 22, Int 10, Wis 11, Cha 6.

Skills: Listen +14, Profession (miner) +17, Search +14, Spot +14.

Feats: Cleave, Improved Slam, Improved Healing, Power Attack, Skill Talent (Profession [miner]).

Mud Globule (Ex): Reflex DC 18.

Possessions: *Iron club* (see Appendix Two).

1-7. Falling Down [EL 8]

This square room is empty; the floor is clean, and there is no sign of the dirt common elsewhere in the tomb. A lone door sits directly opposite you.

This room was originally a storage room, with a shaft in it designed to move large things easily between the tomb's two levels. When Lady Delailith was put to rest, the shaft was converted into a pit trap, meant to drop tomb robbers into an oubliette. The trap is located in the center of the room and covers a 10-foot square area, as noted on the map. Anyone placing more than 50 pounds of pressure on it is dropped down 30 feet to Level Two (Area 2-5).

All members of the Unseen know to move around the outside of this room, avoiding the trap.

Pit Trap: CR 8; no attack required (6d6); Reflex avoids, DC 18; Search DC 18; Disable Device DC 18. The damage occurs both from hitting the jagged rock along the sides of the shaft and from crashing into the shaft's bottom, which is padded with spider silk (it is thus both blunt and slashing damage). Read the description for Area 2-5.

1-8. Garden of Stone [EL 12]

Read the following when the PCs are at the door to this area.

A stout, iron-bound wooden door sits in the hallway, resembling those found elsewhere in the tomb. This door has been altered, though — there is a small window in the center of the door that appears to have been roughly cut out, covered over by a wooden flap, latched on this side.

Read the following description only when the PCs look through the door (assuming they can see in the dark or have a light source), or once they enter the area. (Be sure to make Spot checks for the PCs opposed to the cockatrices' Hide checks, as noted below, and to modify the read-aloud text based on the result.)

A large room stretches out in all directions, though beyond the first few feet into the room its ceiling is only about 4 feet high. The smooth, polished stone floors and ceiling show cunning stonework, with burnished tiles creating geometric patterns. Small stone statues of cats, toads, birds, and fish sit in natural poses randomly across the floor, and larger statues are visible further in. Silver and gold coins are strewn across the floor, glittering brightly.

Shade has 4 captured cockatrices locked up in this room, and uses it to store petty cash (more important valuables are stored in Area 2-4). He has an evil eye enchanter look into the room through the door to mesmerize the cockatrices whenever he needs to get in.

The cockatrices have a Hide skill bonus of +8 normally (+4 Dex, +4 size), but they gain a +4 circumstance bonus due to the cover offered them by the various statues in the room. Each character looking into the room who is capable of seeing into the chamber's darkened recesses (i.e., likely only those PCs with infravision or ultravision) should make a Spot check to notice the creatures.

This chamber was originally a storehouse for materials left to honor Lady Delailith at her funeral. The low ceiling is a problem for Medium-size and Large characters, who cannot move quickly or conveniently in the room. (Tall Huge creatures simply don't fit into this room, while long Huge ones are affected as if they were Large.)

Medium-size characters can move half-speed through the room and cannot run or charge; they must bend over uncomfortably to get around. Large creatures must crawl, losing their Dex bonus (if any), moving only one-quarter speed, and suffering all penalties for being prone. With a successful Escape Artist check (DC 17 for Medium-size characters, 24 for Large), the character may ignore these penalties for 1 round; if the Escape Artist check fails, however, the character is effectively *entangled* and *checked* for the round instead.

Tactics: The cockatrices aren't smart enough to have tactics *per se*. They are underfed, territorial, and angry, though, causing them to attack anyone who enters their lair. They have learned that, when they hear activity at the door, approaching it before it opens generally results in discomfort (when they are mesmerized), so they do not charge toward the slightest noise. If the door opens, however, they immediately attack anyone who enters (making a flying charge of up to 120 ft.), and escaping outside if possible.

Unlike most cockatrices, these stop attacking a petrified target. This is not out of any cunning, but simply because they are angry and want to attack moving, breathing targets. They scatter to attack different targets, and strive to make it outside their room, although once in the hallway they continue to attack rather than fleeing, unless reduced to 15 or fewer hit points.

Treasure: Scattered around the room are 2,000 cp; 10,000 sp; and 6,000 gp (but no bags or chests to carry them in). There are also 10 pieces of amber (1d10+20 gp each); a black sapphire (1,200 gp); 5 emeralds (1d100+90 gp each); and 102 pieces of malachite (1d8+1 sp each) strewn across the floor.

Cockatrices (4): CR 8; SZ Small magical beast; HD 10d10+20; hp 87, 79, 77, 65; Init +4 (Dex); Spd 20 ft., fly 60 ft. (poor); AC 17 [flat-footed 13, touch 15] (+1 size, +4 Dex, +2 natural); BAB +10; Grap +5; Atk bite +10 melee (1d6+1 plus petrification); SA petrification; SQ infravision, petrification immunity; AL N; Fac None; SV Fort +9, Ref +11, Will +4; Str 8, Dex 18, Con 14, Int 1, Wis 13, Cha 10.

Skills: Listen +6, Spot +7.

Petrification (Su): Bite; Fort DC 17, turn to stone. Effective caster level 10th.

Petrification Immunity (Ex): Immune to the petrification effects of other cockatrices, though not those from other sources.

1-9. Dread Temple [EL 11]

Read the following as the characters approach the cavern at 1-9.

This twisted corridor is of rough-hewn rock, lacking any of the finishing touches previously found in the barrow. Small, fresh bones and refuse litter the floor, sign that vermin have nested here recently. The center of the corridor is clear, indicating that larger creatures move through here regularly, as well.

The smell of strong incense wafts up from the dark air ahead. Your line of sight is limited by the bends and turns of the tunnel, hiding whatever lies ahead.

This area is the link from the upper barrow to Lady Delailith's tomb. It was filled in with earth and rubble when she was buried, but cleared again recently by the Unseen. The chamber between the twisted corridor and the stairs down has been turned into a kind of shrine by 4 sarnak clerics the Unseen call "the Dread Priests." These four sarnak — Dragoneye, Firetongue, Ironscale, and Swiftclaw — were among the first creatures Shade recruited. Like most sarnak, they have a great desire to rule an empire, but unlike most they are unwilling to wait for the Sarnak Collective to move from its mountain home and take on the world.

The Dread Priests worship most gods equally, treating them as aspects of a single divine force, and take the fact they receive divine power as tacit approval of this belief. The Priests therefore accept the different religions of all members of the Unseen, and hold nondenominational service for the order at least once each month. Each sarnak carries a small scroll in a case around his neck. Written in Dragon, the scroll contains the "Litany of the Unseen" (see "The Unseen" earlier in this chapter), which the Dread Priests use as a sort of mantra at Unseen gatherings. Not all the other Unseen are as fervent as the Dread Priests.

Along the southern wall of this room is a concealed door (Search DC 15) leading to a stairwell down to Area 2-1.

Tactics: The Dread Priests are used to working as a team. Before a combat, if possible, or during the first round if not, Dragoneye and Firetongue buff themselves for melee combat with *symbol of Transal* and *yaulp*. They engage the strongest fighters of their opponents, leaving the other two sarnak to deal with casters and ranged combatants. Ironscale stays back to target opposing arcane spellcasters with *stun* spells, and Swiftclaw focuses on healing his comrades.

The Dread Priests are smart and flexible, though, able to adapt to a situation and take advantage of opportunities. If they can focus their damage on a single target until it drops, they do so. If they can take out an enemy healer or powerful spellcaster, use flanking, force foes to come at them one at a time from around a corner, they do so. They also use their reach to best advantage, never getting closer to a foe than they must. If overpowered by fighters that have no reach, they take a 5 foot step back after making a full attack at arm's length, thus forcing the foe to move 10 feet towards them (both provoking an attack of opportunity and preventing a full-attack action).



Note that Pikenose may also be here if he *gated* from Area 1–4. He works with the Dread Priests as best he can; if he has enough mana left he casts *talisman of the beast*, targeting himself and his sarnak allies, just before combat begins.

Dread Priests (4), Male Sarnak Clerics: CR 7; SZ Large monstrous humanoid; HD 10d8+30; hp 83, 78, 75, 70; Init +1 (Dex); Spd 40 ft.; AC 21 [flat-footed 20, touch 10] (–1 size, +1 Dex, +5 natural, +4 chain shirt, +2 shield); BAB +10; Grap +16; Atk +13/+7 melee (2d6+2, crit 19–20, masterwork greatsword [I–H]) and gore +6 melee (1d8+1), or 2 claws +11 melee (1d4+2) and gore +6 melee (1d8+1); Face 5 ft. by 5 ft.; Reach 10 ft.; SA spell-like abilities; SQ damage reduction 3/–, divine power (receive divine aura), SR 15, ultravision; Res AR 5, CR 5, DR 20, ER 5, FR 5, MR 10, PR 10, SoR 5; AL OE; Fac The Unseen; SV Fort +6, Ref +8, Will +10; Str 15, Dex 13, Con 17, Int 14, Wis 17, Cha 8.

Skills: Channeling +13, Heal +8, Knowledge (local lore [Hills of Shade]) +6, Knowledge (religion) +7, Listen +10, Meditation +10, Spot +10.

Languages: Dragon (4), Iksar (4), Common (3).

Feats: Alertness, Combat Casting, Power Attack, Weapon Focus (longsword).

Spell-Like Abilities (mana cost): *Cancel magic* (5), *furor* (3), *light healing* (5), *stun* (6), *symbol of Transal* (9), *yaulp* (1). Caster level 7th; save DC 13 + spell level.

Mana Pool: 42.

Dragoneye and Firetongue (buffed with *symbol of Transal* and *yaulp*): hp 107, 102 (with ave. roll of 7d6); AC 22 [flat-footed 21, touch

11] (–1 size, +1 Dex, +5 natural, +4 chain shirt, +2 shield, +1 deflection); Grap +18; Atk +15/+9 melee (2d6+4, crit 19–20, masterwork greatsword [I–H]) and gore +8 melee (1d8+2), or 2 claws +13 melee (1d4+4) and gore +8 melee (1d8+2); Str 18.

Level Two: Delailith's Sepulcher

The lower level of the burial mound is the true resting place of Lady Delailith, as well as the stronghold of the shadowed man ecclesiast called Shade. Only Unseen members are allowed to know of the secret door that leads to the stairs to Area 2–1, and even these are allowed to enter the second level only when reporting to Shade. The shadowed man is aware of the secret door in Area 2–8, but he never uses it. (It's his emergency escape, and he fears that using it to gain entrance to the lower level might reveal its presence.) None of Shade's agents are aware of the latter door.

In addition to being Shade's stronghold, the bottom level is used by his organization as a vault, library, and laboratory. The Unseen's treasures are kept down here, and all their experiments are conducted here. Because of this, they keep the traps active, and reset them quickly if they are activated. Members of the Unseen never enter Lady Delailith's burial chamber (Area 2–6) for fear of her wrath. They otherwise move freely on this level.

Barrow of Aataltaal:

Level Two

Difficulty Level: 10–13.

Entrances: Stairs from Area 1–9; pit trap from Area 1–7.

Exits: Secret door in Area 2–8.

Random Encounters: Check once every 10 minutes (roll 1d20):

1. Shade and 2 minotaur guards (from Areas 2–7 and 2–8)
- 2–4. Evil eye enchanter (as the one in Area 2–3)
- 5–7. 3 Unseen orc centurions and orc prophet (from Area 2–3)
- 8–20. No encounter.

Detections: None.

Shielding: None.

Continuous Effects: None.

Standard Features: Unless otherwise noted, all doors on this level are locked and constructed of iron (2 in. thick; Hardness 10, 30 hp; Break DC 25; Pick Lock DC 35).

2-1. [EL 11+]

The stairs open into a long hallway about 10 feet wide and perhaps 15 or 20 paces long. Four engaged columns are set into the wall along each side, their rounded, bright marble glowing with enough light to fully illuminate the hallway. The air smells dusty and dirty, as though rock was recently excavated, although there is no sign of such work. At the far end of the hall sits an ornate iron door, its complex carving barely visible at this distance.

This whole room is a trap original to Lady Delailith's tomb, designed to prevent looters from ever entering the lower level. The trap is triggered by anyone weighing 50 pounds or more stepping on the floor 20 feet from the southern door (marked by a 'T' on the map). This causes wall sections on either side to turn 90 degrees at the four pairs of glowing pillars, changing the long hallway into five separate rooms (as shown on the map for Level Two).

Normally, anyone in the path of a wall as it pivots is simply swept into the section of the room nearest to where they were standing when the trap was sprung. A character wishing to jump into an adjacent section (so to end up with a comrade, for example) before the trap locks must make a successful Reflex save (DC 18) to do so. It is not possible to jump into a room more than 10 feet away as the trap closes (unless a character is very agile and under a haste effect, for instance, in which case GM's discretion should be used).

The stone walls that separate the newly formed rooms are very strong (Hardness 8, 80 hp; Break DC 30). They can, however, be pushed open by strong characters: As a full-round action, a Strength check (DC 18) can force a wall to

enough for characters to pass through for 1 full round; if this check exceeds the DC by 10 or more (i.e., a result of 28 or more), the character may push the wall back to its starting position, where it catches and thus remains until the trap is sprung again. Of course, characters may work together to move a wall in this way (see "Combining Skill Checks" in the *EQ: Player's Handbook*, p. 107).

To make matters worse — and quite possibly lethal — 2 earth elementals appear in each of the four southernmost room sections (i.e., all but the first section) and attack immediately.

The Unseen are aware of the trap here, and avoid it simply by walking along the eastern wall of the chamber.

Tactics: Once they appear, the earth elementals attack any creature they see. If they kill or incapacitate all opposition in their own room section, they move back to their starting positions and disappear into the walls. If trapped behind walls that are pushed back in place, they make no effort to get free or pursue characters.

Pivoting Walls Trap: CR 1; no damage; Reflex DC 18 allows target to move to an adjacent section of the walled-off chamber (see above); Search DC 30; Disable Device DC 25. Even if the trap is reset, any elementals destroyed do not reappear when the trap is sprung again.

Earth Elementals (8) [as Type 7 Elemental Pets]: CR 6; SZ Large elemental (earth); HD 12d8+72; hp 126; Init –1 (Dex); Spd 20 ft., burrow 20 ft.; AC 20 [flat-footed 20, touch 8] (–1 size, –1 Dex, +12 natural); BAB +7; Grap +22; Atk slam +17/+11 melee (2d10+13, plus *root* proc); Face 5 ft. by 5 ft.; Reach 10 ft.; SA magic attack +3, *root*; SQ damage reduction 10/+2, disease immunity, elemental, fast recovery, sluggish, ultravision; AL N; Fac None; SV Fort +14, Ref +3, Will +4; Str 29, Dex 8, Con 23, Int 6, Wis 11, Cha 11.

Skills: Intimidate +9, Listen +8, Spot +8, Taunt +7.

Feats: Cleave, Power Attack, Sunder.

Root (Su): Proc DC 17. The victim must make a Reflex save (DC 22) or be immobilized as per the *root* spell for 1d8 rounds.

2-2. Little Tomb [EL 11]

The center of this room is dominated by three large sarcophagi lying flat on the floor, their heads pointed towards each other and their feet pointing east, west, and south, respectively. Each of the corresponding walls has a door in the middle of it, thickly carved with figures of animals.

The correct way through this room is to open a sarcophagus lid, revealing a narrow set of stairs leading into a cramped tunnel. Each tunnel leads to one of the adjoining rooms (Areas 2–3, 2–4, and 2–5). Shade and the other Unseen on this level learned the hard way of this: Originally, opening the doors released more elemental guardians (similar to those in Area 2–1). Shade and his allies destroyed these when they first penetrated into this area. The apparent doors conceal tiny lead-lined chambers (the lead prevents anyone from scrying or sensing into them with magic), and are linked so that when one opens they all open, releasing the chamber's guardians.

To keep the defensive mechanism of the chamber working to protect his interests, Shade replaced the destroyed

elementals with extremely old and powerful dry-bone skeletons from the volcanoes of Ak'Anon. He acquired the skeletons from a shadowed man deathspeaker many years ago. Though he can't quite control them, he has "befriended" them and made them useful as guards with his considerable Undead Empathy ability. The skeletons hate all living creatures, and immediately attack when any of the doors are opened.

Tactics: The dark-boned skeletons are not smart, but they are old and cunning creatures that have worked together for many centuries. They know to flank opponents who are difficult to hit, and to use their *shock of fire* attacks against spellcasters and heavily armored foes, but not nimble, fast-moving targets. Anytime one of the skeletons is prevented from engaging a foe in melee, it uses its *shock of fire*, generally on a foe who is already damaged.

The skeletons always target, as a group, any foe using magic or abilities specifically designed to harm undead. If they cannot reach that target without exposing themselves to attacks of opportunity by defenders, they instead concentrate on it using their fire attacks.

Dry-Bone Skeletons (6) [advanced HD]: CR 7; SZ Medium-size undead; HD 16d12; hp 104; Init +5 (+1 Dex, +4 Improved Initiative); Spd 40 ft.; AC 18 [flat-footed 17, touch 11] (+1 Dex, +3 natural, +4 chain shirt); BAB +8; Grap +12; Atk 2 claws +13 melee (1d6+4); SA *shock of fire*; SQ damage reduction 10/+1, infravision, resistances, see invisible, undead; Res CR 4, FR 30, MR 10, SR 10; AL DE; Fac None; SV Fort +5, Ref +6, Will +10; Str 18, Dex 12, Con —, Int 4, Wis 10, Cha 1.

Skills: Jump +8, Listen +18, Spot +18.

Feats: Alertness, Improved Initiative, Resistance (cold), Weapon Focus (claws).

Shock of fire (Su): 8/day — as the spell; Reflex half, DC 18. Caster level 16th.

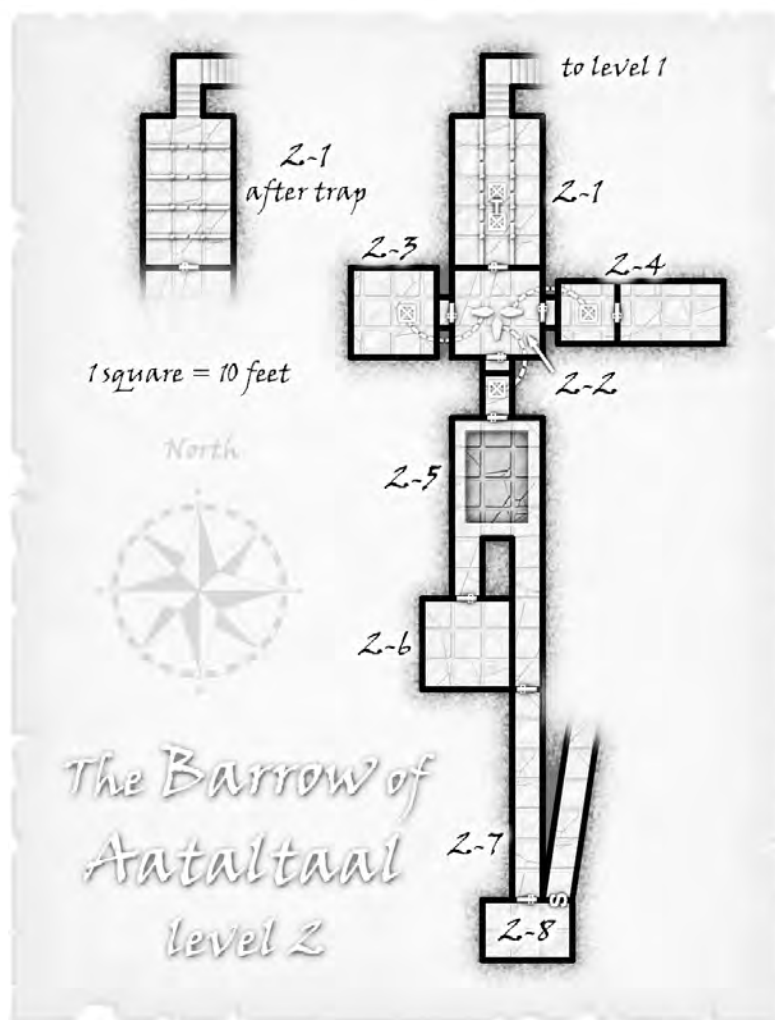
Resistances (Ex): Half damage from slashing and piercing attacks.

2-3. Eye Lab [EL 11]

Read the following as the PCs approach this chamber along the short, narrow tunnel from Area 2-2.

As you climb up the steep stairway at the end of the tiny tunnel, an overpowering smell fills the air, assailing your nostrils with the acrid stench of bleach and acid. Vapors sting your eyes and make them water. From what you can see, the worked stone walls and floor of the room are stained and acid-etched. The ceiling above you is covered in thin, ragged cloth hangings, making it impossible to see the stonework there.

This chamber is the lab where the evil eye enchanter in Shade's employ do their research. A long, low table runs the length of the western wall, and numerous magic texts



have been placed in racks to hold them open along the north and south walls. The ceiling is actually 15 feet high, but swaths of black cloth hang down 5 feet, making it seem as if the ceiling is the same height as in the rest of the tomb. Any creature flying among the cloth has nine-tenths concealment (40% miss chance) from those below. The reverse is also true, however, unless those on the ground have a light source, in which case anyone within its illumination can be seen through the silky material and has only one-quarter cover (10% miss) from creatures at the ceiling.

Because the evil eyes have no hands of their own, they have commandeered the services of 6 Unseen orcs (5 centurions and Blukab, a prophet) as lab assistants. These orcs are under the orders of Pikenose, and are extremely upset at doing such menial work. If they learn that Pikenose has been slain, the orcs here might revolt (GM's discretion); otherwise they remain loyal to Blukab and Pikenose, if somewhat surly.

The room's most dangerous opponent is Snaval'Afigus, an evil eye enchanter, who floats among the cloth swags on the ceiling (Spot DC 27 to notice movement near the ceiling before the orcs attack). This is just one of several evil eyes who have been seduced by Shade's promises and been engaged in arcane research for him. The evil eye dislikes working with the orcs, and spends as much time as possible resting above the silk, so it doesn't have to look at

them. Only when it needs their hands does it deign to come down and talk with them.

Tactics: The orcs immediately attack any non-Unseen entering the room; Blukab immediately casts *talisman of the beast* on all of them. He then uses ranged spells until he's low on mana, then casts *fleeting fury* and charges.

The evil eye makes no effort to help the orcs, in particular, using them to buy time to cast *Shalee's animation* and then *endure magic*. If possible, it allows its pet to fight while it remains hidden, but if that clearly isn't working, it targets melee warriors with *mesmerization* and then picks a single fighter to hit with *enthrall*. It then resorts to *sanity warp* on foes with ranged attacks (including spellcasters). The evil eye fears Shade's wrath, so it fights to the death.

Treasure: The books in the room include both the left and right sides of pages 23, 24, and 390 from *Tarasin's Grimoire*, and the left and right of page 60 of *Salil's Writ* (all are enchanter research components; see *EQ: Game Master's Guide*, p. 175).

Unseen Orc Centurions (5): CR 3; SZ Medium-size humanoid (orc); HD 5d8+10; hp 32; Init +1 (Dex); Spd 30 ft.; AC 18 [flat-footed 17, touch 11] (+1 Dex, +1 natural, +4 armor, +2 shield); BAB +3; Grap +7; Atk +8 melee (1d10+4, broad sword), or +7 melee (1d3+4, crit 19–20, dagger); SQ ultravision; AL DE; Fac the Unseen; SV Fort +6, Ref +2, Will +2; Str 19, Dex 12, Con 15, Int 11, Wis 12, Cha 11.

Skills: Intimidate +2, Knowledge (warcraft) +2, Listen +5, Spot +5, Wilderness Lore +3.

Languages: Orc (4), Common (2).

Feats: Power Attack, Weapon Focus (broad sword).

Possessions: Chain shirt, large steel shield, broad sword, dagger, toothband, 2d4+1 gp.

Unseen Orc Centurion (buffed with *talisman of the beast*): Grap +9; Atk +10 melee (1d10+6, broad sword), or +9 melee (1d3+6, crit 19–20, dagger); Str 22.

Blukab, Unseen Orc Prophet (buffed with *talisman of the beast*): CR 4; SZ Medium-size humanoid (orc); HD 5d8+10; hp 35; Init +1 (Dex); Spd 30 ft.; AC 18 [flat-footed 17, touch 11] (+1 Dex, +1 natural, +4 armor, +2 shield); BAB +3; Grap +8; Atk +10 melee (1d10+5, masterwork broad sword); SA spell-like abilities; SQ ultravision; AL DE; Fac the Unseen; SV Fort +6, Ref +2, Will +5; Str 21 (18), Dex 12, Con 15, Int 11, Wis 18, Cha 12.

Skills: Channeling +10, Intimidate +7, Knowledge (warcraft) +4, Listen +6, Meditation +10, Spot +6, Wilderness Lore +5.

Feats: Combat Casting, Weapon Focus (broad sword).

Spell-Like Abilities (mana cost): *Drowsy* (3), *fleeting fury* (2), *sicken* (5), *tainted breath* (7), *talisman of the beast* (4). Caster level 5th; save DC 14 + spell level.

Mana Pool: 40.

Possessions: Chain shirt, large steel shield, masterwork broad sword, toothband, 3d4 gp.

Snaual'Afigus, Evil Eye Enchanter: CR 10; SZ Large aberration; HD 10d8+20; hp 67; Init +6 (Dex); Spd fly 40 ft. (good); AC 30 [flat-footed 17, touch 11] (–1 size, +6 Dex, +15 natural); BAB +7; Grap +10; Atk slam +5 melee (2d4–1); Face 5 ft. by 5 ft.; Reach 5 ft.; SA spell-like abilities; SQ flight, Greater Specialization (alteration), SR 17, ultravision; AL OE; Fac The Unseen; SV Fort +5, Ref +9, Will +11; Str 9, Dex 22, Con 14, Int 23, Wis 14, Cha 15.

Skills: Channeling +23, Knowledge (mysticism) +16, Meditation +23, Search +14, Sneak +18, Spellcraft +18, Spot +12.

Feats: Dodge, Flyby Casting, Iron Will, Mental Clarity, Mobility, Quicken Spell-Like Ability, School Specialization (alteration), Spell Focus (alteration).

Spell-Like Abilities (mana cost, modified fro Greater Specialization): *Bind sight* (3), *cancel magic* (5), *chase the moon* (11), *endure magic* (7), *enthrall* (8), *eye of confusion* (4), *invisibility* (5), *lull* (2), *mesmerization* (14), *reclaim energy* (1), *sanity warp* (13), *see invisible* (4), *Shalee's animation* (14). Caster level 10th; save DC 16 + spell level, or DC 18 + spell level for alteration; for mind-affecting spells, save DC 12 + spell level, or DC 14 + spell level for alteration).

Mana Pool: 120.

Snaual'Afigus' Pet, Type 5 Animation: CR —; SZ Medium-size construct; HD 7d10; hp 38; Init +0; Spd 20 ft.; AC 12 [flat-footed 12, touch 10] (+2 shield); BAB +5; Grap +7; Atk +7 melee (1d8+2, crit 19–20, longsword); SA magic attack +2; SQ construct, hardness 8; AL N; Fac None; SV Fort +2, Ref +2, Will –3; Str 15, Dex 10, Con —, Int —, Wis 1, Cha 1.

2-4. The Unseen Hoard [EL 11]

Read the following as the PCs approach this chamber along the short, narrow tunnel from Area 2–2.

As you climb up the steep stairway at the end of the tiny tunnel, the thick smell of carrion and rot billows forth. Dark shapes suggest shelves and chests in the darkness, but before you can see them clearly a chattering noise fills the room. Swift shapes swim through the air, and gnashing teeth swarm to attack you!

This dual chamber was originally used to store offerings buried with Lady Delailith as a sign of respect. Its stout doors and many-shelved walls make it a fine storage area, and the Unseen have adapted it as their vault. Any treasure the group digs up, steals, or extorts is kept here when not being counted, divided up, or invested in other operations.

Of course, since the Unseen is largely a group of thieves and brigands (aside from the individual agendas of its members), Shade does not trust any of his people to guard the treasure they have taken. Instead, he has trapped 3 large, ferocious insatiable gnawers in the room. If he needs to get in or out of the room, he simply brings a few small animals with him — since he's invisible and his boots mask his scent, the gnawers ignore him in favor of the obvious prey he brings. Anyone else who opens the door is almost certainly the largest source of visible food, and is attacked immediately.

Tactics: The gnawers are very hungry, and immediately attack any creature they see opening the door. They attack the largest creatures first, preferring to take massive morsels from targets such as ogres and trolls before bothering with bite-sized gnomes and halflings. They are not completely mindless, however, and if some smaller target proves more dangerous, a gnawer attacks it in favor of tastier foes.

If possible, the gnawers all concentrate on a single foe at an entryway, where only one enemy can get at them. If a

large target proves difficult to grapple, the gnawers work together to immobilize it, then bite until it's unconscious. Once a target is down, the gnawers move to active targets. If a foe flees, the gnawers only chase it if they can do so without leaving an enemy unengaged.

Treasure: The two rooms of this area contain 10 small chests in total, all unlocked, each with roughly 1,000 gp worth of coins and valuables; the exact contents are left to the GM's discretion, but should be a mix of copper, silver, gold, and platinum coins, along with a few moderately valuable collector's items and art pieces — no magic items. In all, a group of four PCs should be able to carry it, but the treasure should weigh them down considerably.

There is also a small, locked lead coffer (Hardness 10, 75 hp; Break DC 31; Pick Lock DC 35) inside one of the chests, and it contains a pair of *terror gauntlets* and a 1,000-gp sapphire.

Insatiable Gnawers (3) [advanced HD]: CR 9; SZ Large aberration; HD 17d8+85; hp 184, 163, 152; Init +2 (Dex); Spd fly 40 ft. (good), swim 40 ft.; AC 22 [flat-footed 20, touch 11] (–1 size, +2 Dex, +11 natural); BAB +12; Grap +24; Atk bite +19 melee (2d6+8) and 2 tentacles +14 melee (1d4+4); Face 5 ft. by 10 ft.; Reach 5 ft.; SA improved grab; SQ damage reduction 20/+1, ferocity, malleable body, scent; AL N; Fac None; SV Fort +10, Ref +7, Will +9; Str 27, Dex 15, Con 20, Int 3, Wis 8, Cha 5.

Skills: Escape Artist +14, Listen +11, Spot +15, Swim +16, Wilderness Lore +7.

Improved Grab (Ex): To use this ability, a gnawer must hit with either a bite or tentacle attack.

Ferocity (Ex): Insatiable gnawers are such tenacious combatants that they continue to fight without penalty even while *disabled* or *dying*.

Malleable Body (Ex): Gnawers have an extremely flexible anatomy due to their cartilaginous bone structure, and thus may squeeze their bodies through openings up to two sizes smaller than their actual size would normally allow.

2-5. The Oubliette [EL 13]

Read the following as the PCs approach this chamber along the short, narrow tunnel from Area 2–2.

As you climb up the steep stairway at the end of the tiny tunnel, you find that it opens into a large room. A pit fills the center of this room, with only a five-foot-wide ledge running around it. On the far side of the room you can see two hallways, both heading southward. A few strands of thread or rope seem to trail out of the pit; you cannot see how they are anchored to the walls they touch.

If a character falls into this encounter from the pit trap in Area 1–7, read the following instead.

The ground opens up beneath you, and suddenly you're falling. You are dashed against jagged rock as you fall, and you reach for a ledge as it flashes past, but you plummet down past it, landing in a pit. You land hard, but not as hard as you expected. The ground around you is soft and silky, though a few hard bits dig into your side. The ground swings, it seems, as if you were in a hammock, and a chattering noise comes down from above you.

This room was once a vertical shaft to a lower level of the tomb, which was never completed. Now, the pit in the center of the room serves as home to a large shade spider, which has lined it with soft webbing. The spider cannot see or smell Shade, and thus ignores him. If he needs to get someone through here (such as his guards), he first throws the spider live, wounded food, and then they rush through while it wraps up the unfortunate victim.

Tactics: The spider attacks anything it can see or smell, targeting anything in its web first, then moving on to targets based on size (largest first). Any foe using a ranged attack on the spider more than once is targeted by a web attack. It instinctively crawls on walls and across the ceiling to avoid being flanked or surrounded, but otherwise has few tactics. If a foe stops moving, the spider ignores it as long as there is more active prey. The spider doesn't actually eat a downed foe until there are none others active.

Treasure: Among the thousands of bones of snakes and small burrowing creatures found in the pit are the remains of a few humanoid victims. A Search check (DC 25) reveals 10 gems (5d100+100 gp each; type determined by GM) and several sacks holding various coins with a combined value of 4,000 gp.

Shade Spider (1) [as crystal spider, advanced HD but not size]: CR 13; SZ Large vermin; HD 21d8+84; hp 177; Init +5 (Dex); Spd 60 ft., climb 60 ft.; AC 24 [flat-footed 19, touch 14] (–1 size, +5 Dex, +10 natural); BAB +15; Grap +25; Atk bite +20 melee (2d6+7 plus poison) or +19 ranged; Face 10 ft. by 10 ft.; Reach 5 ft.; SA poison, web; SQ scent, transparent, vermin; AL N; Fac None; SV Fort +16, Ref +12, Will +11; Str 23, Dex 21, Con 19, Int —, Wis 19, Cha 13.

Skills: Climb +15, Hide +7, Jump +12, Sneak +11, Spot +10, Wilderness Lore +4.

Poison (Ex): Bite — Fort DC 24; 3d6 temp Con/3d6 temp Con plus 5d6 hp.

Web (Ex): 8/day — as net attack (p. 154, EQ: *Player's Handbook*), max range of 50 ft., 10-ft. range increment. Entangled creatures are immobilized and cannot move unless they make an Escape Artist check (DC 26). Break DC 32; 12 hp.

Transparent (Ex): Shade spiders are nearly transparent, colored like thin smoke, making them very difficult to see. Even in bright light, seeing one requires a Spot check (DC 15); a Spot check made against a shade spider's Hide check in low-light conditions suffers a –10 circumstance penalty.

2-6. The Lady's Resting Place [EL 15]

This room is cold, and a fine mist clings to the walls and floor. Bright mosaic tiles cover the ceiling, in the image of a golden eagle, arms outstretched, hovering over a port city. A large coffin sits at the far end of the room, the masterwork-quality obvious in the rich, golden wood and gleaming brass hinges.

This is the final resting place of Lady Delailith, though her spirit does not rest easily. The civil war in Freeport has brought her ghost back to haunt her tomb, but her promise to Aataaltaal not to interfere in the people of Freeport's efforts to rule themselves prevents her from doing anything about a purely internal conflict. So her spirit stays here,



ignoring intruders elsewhere in her tomb, but guarding the treasures within her coffin: the *Journal of Aataltaal* and the *eagle talisman*, preserving them for a citizen of Freeport.

Lady Delailith's skills as an enchanter are terribly reduced in unlife. Similarly, her form has changed drastically — she appears as a misty 10-foot-tall column in the vague shape of an eagle, with glowing blue eyes staring out like small stars of cold light. She cares only about the wellbeing of Freeport, and is uninteresting in discussing anything else.

Lady Delailith's spirit does not materialize at all if at least one member of the PCs' group has a faction rank of +3 or higher with any faction based in Freeport (see *Realms of Norrath: Freeport* for more information on Freeport factions). Instead, the *Journal* and the *eagle talisman* simply sit atop her coffin, glowing lightly with a bluish light. If a group with Freeport connections takes the items from this room, her spirit fades away, returning only if some new threat to Freeport arises.

However, if no such person is in the group, the spirit appears and demands that the intruders leave. She does not attack unless she is attacked first or the PCs try to open her coffin (which contains the amulet and the journal, as well as her mummified remains). If the group claims to be trying to recombine the *Rod of Command* or to recover the *Journal of Aataltaal* for any Freeport-related group or individual, they can convince her to give them up with a successful Bluff or Diplomacy check opposed to her Diplomacy or

Sense Motive, respectively. Failing that, they must overcome her spirit through force.

Tactics: The spirit of Lady Delailith is considerably more dangerous than anything else in the tomb, and only the fact that she does not press an advantage on retreating foes lowers the EL of the encounter to its current value.

Treasure: The only two items of value in the room are the *eagle talisman* (see Appendix Two) and a bundle of pages from the *Journal of Aataltaal* (see sidebar).

Lady Delailith's Spirit*: CR 16; SZ Large undead (incorporeal); HD 32d12; hp 208; Init +7; Spd fly 30 ft. (good); AC 22 [flat-footed 15, touch 22] (–1 size, +7 Dex, +6 deflection); BAB +16; Grap —; Atk incorporeal touch +22/+17/+12/+7 melee (1d4 Con drain); SA spell-like abilities; SQ damage reduction 10/+5, Greater Specialization (alteration), incorporeal, infravision, see invisible, SR 22, turn resistance +4, undead; AL N; Fac Aataltaal; SV Fort +10, Ref +17, Will +20; Str —, Dex 25, Con —, Int 18, Wis 15, Cha 22.

Skills: Channeling +38, Diplomacy +13, Knowledge (history) +16, Knowledge (local lore [Landing/Freeport]) +28, Knowledge (mysticism) +20, Listen +12, Sense Motive +13, Spot +12.

Feats: Alertness, Dodge, Improved Initiative, Improved Dodge, Mobility, School Specialization (alteration), Soulless Mesmerization [see *Realms of Norrath: Freeport*, p. 26], Spring Attack, Whirlwind Attack

Spell-Like Abilities (mana cost, modified for Greater Specialization): *Beguile* (18), *enstill* (9), *mesmerization* (14), *tepid deeds* (16). Caster level 16th; save DC 16 + spell level.

Mana Pool: 192.

* This spirit uses the basic stats for a spectre (see *Realms of Norrath: Freeport*, p. 122), with some modification.

Journal of Aataltaal

A few pages from this precious book remain in the possession of Lady Delailith. They are written in Elder Elvish, and read as follows:

Final Entry—

It is with heavy heart on this long night that I write what I know to be my last entry here. I have deliberated on this issue, and always I come to the same conclusion. These are a brave people in Landing—noble, able, determined. Yet as long as I stay, they shall defer to me out of respect for what I have done in these early years. I would simply pass on the rulership to another, but any whom I favor shall be treated with the same thoughtless deference, and these people must have a ruler they have chosen from among themselves. For this to happen, I must be gone entirely, beyond any hope of their finding me.

Of course, in a matter of hours the question may be moot. An army of the Deathfist unlike any I have seen marches toward our walls, and at this moment a band of accursed Teir'Dal assassins positions itself beneath our feet. I am confident, with the warning I have received from these strange scientists of the arcane, that I have plotted a course through these troubles. But my sense that the city and its people shall endure is no guarantee that I myself shall live through this night. The paladins of Marr have sworn to lay down their lives to protect mine, but a stray blade or spell of death may always find me. Still, I must be the bait, and only a complete victory over the Teir'Dal allows my remaining forces to reinforce the walls and defeat the Deathfist.

After that, the city is safe. Difficult years may lie ahead, but these people deserve a chance to plot their own destinies. I cannot in good conscience bring the entire city along on the dread road I must travel. Lady Delailith shall return to Landing should it require help, but my heart tells me that she will never need to do so. A finer people I have not known on Norrath, and I love them enough to set them free of my shadow.

Tonight, even if he sees the end of it, Aataltaal dies to the mortal world. At least until such a time as events may require me to reveal myself again.

By Mine Own Hand,
Aataltaal

An addendum:

The deed is done, the Teir'Dal smashed, the Deathfist lay in ruins. I take this journal, along with all else that has been entrusted into my care, to depart from this free port back to my homeland a continent away. After living unfettered on this rough land, I can never again accept the policies and obligations of Felwithe. But for the same reasons Aataltaal must go, so too must I. Already they turn to me, asking his fate—and why not ask a sage to find such knowledge? Even if I can hold their questions off until they relent and remit, I foresee they will choose me to fill his place. I am too clearly associated with him, and his memory cannot fade until mine has.

Already I have removed my name from the battle-lists, burned all correspondence, and sworn my agents never to speak my name again. In one human generation, I will be a myth. In ten, I will be forgotten.

I mourn to never see the Academy built, to never again know the smell of the market and feel the warm, relentless sun on my face. But I shall find a new place in the unexplored wilds of Faydwer and there spend my last days. When my last breath gives forth, I shall be buried there, in whatever new home I have made. My agents can bring me word of Landing's progress, and, as my master wishes, I shall return should it ever have need, Rod in hand, to aid it. Yet I have had a Moment of Truth, and have perceived that there shall be no such trouble until I am long gone, when Lucilin shall be buried in Norrath.

But enough. This truly shall be the last entry into this journal, which I must take away as I remove myself.

By Mine Own Hand,
Delailith

2-7. The Final Guard [EL 15]

The door opens into a long, narrow hallway, containing two hulking brutes with horns curving from their heads and giant axes in hand.

Shade cleared this room out before making the area beyond it his quarters. If he has a problem with a member of the Unseen it is handled here, with his two loyal bodyguards to support him. The minotaurs Krosh and Grunch are powerful but simple beasts who know their duty well: They attack to kill anyone other than Pikenose, the Dread Priests, or Shade himself who enters this room. Shade doesn't necessarily expect them to stop a foe that has penetrated this far into the tomb (and thus, logically, defeated all of the Unseen throughout), but he does depend on them to slow attackers down and to make enough noise to warn him.

Shade doesn't come to help the minotaurs if he hears fighting, and if he perceives that the combat is going very badly for them, he is likely to flee through the secret door in the back of his room (see Area 2-8, below).

Tactics: The two minotaurs begin near the door to Shade's chamber, and they start any fight with a charge if they can. After that, they bellow and scream as loudly as possible while doing their best to keep foes from getting past them. They attack separate foes if possible, and concentrate on whatever foes have dealt the most damage. Any attempt by an opponent to Taunt one of them is sure to succeed if made by a target not already fighting the other minotaur.

Krosh and Grunch, Male Keddar Minotaurs* (2), War 4: CR 13; SZ Large monstrous humanoid; HD 12d8+60 plus 4d12+20; hp 162, 156; Init +1 (Dex); Spd 40 ft.; AC 24 [flat-footed 23, touch 10] (-1 size, +1 Dex, +11 natural, +3 armor); BAB +16; Grap +30; Atk +27/+21/+15 melee (2d8+17, crit 19-20/x3, masterwork Huge greataxe) and gore +20 melee (2d6+5), or +25/+19/+13 melee (2d8+17, crit 19-20/x3, masterwork Huge greataxe) and gore +18 melee (2d6+5) and slam +23 melee (1d6+10); SA charge; SQ berserking, scent, Taunt bonus +2, ultravision; Res CR 5, DR 5, MR 5, PR 5; AL NE; Fac the Unseen, Clan Keddar; SV Fort +15, Ref +10, Will +10; Str 30, Dex 13, Con 21, Int 8, Wis 12, Cha 5.

Skills: Climb +14, Intimidate +19, Jump +15, Listen +12, Sense Heading +15, Spot +11, Trade Skill (blacksmithing) +7.

Languages: Minotaur (4), Common (2).

Feats: Brutish, Cleave, Combat Reflexes, Great Fortitude, Improved Critical (greataxe), Power Attack, Slam, Weapon Focus (greataxe), Weapon Specialization (greataxe).

Charge (Ex): Minotaurs gain a +4 bonus to attack rolls on a charge (rather than the normal +2) when they gore, and suffer only the normal -2 penalty to AC. If Krosh or Grunch hits with a gore charge, he deals 4d8+15 points of damage.

* See the "Keddar Minotaur" sidebar in Chapter Four.

2-8. Shade's Quarters [EL 15]

Beyond the door is an area cluttered with shabby comfort. Overstuffed chairs and pillows from a dozen different styles run along every wall, some with obvious signs of damage. A dozen spicy scents assault your senses, wafting up from a score of stained rugs. A single bed sits in the center of the room, piled high with filthy blankets and quilts. The walls are covered in chalk writing, the words running together in scrawls of all sizes and at all angles.

This was originally the chamber reserved for Lady Delailith's agents from Landing on those rare occasions when they were forced to visit. It was entirely empty when Shade found it, and he has since filled it with every luxury that the Unseen have dredged up; he has little care for the condition of things here. The walls are covered in his writings, most written in the shadowed men's language (a dialect of Elder Dragon that they call the Hidden Tongue); these ravings mention Aataal, the "Lord of the Hills," buried secrets, enemies in the shadows, and the Unseen, but they make no sense to anyone but Shade himself.

The northern wall of this room includes a secret door (Search DC 20) that opens into a long tunnel. This passage runs several miles with no light, no side passages, and no furnishings, and then exits at the bottom of a small rocky hill overlooking the northern ocean. This is the secret entrance to the barrow, and the outside entrance is cunningly hidden in the side of its hill (Search DC 40). Made of thick stone, it is also considerably stronger (12 in. thick; Hardness 12, 240 hp; Break DC 38), although once located it can be opened easily, as it is not locked.

Shade spends much of his time brooding here. He is convinced that the burial room of Lady Delailith (Area 2-6) holds either the secret route to Aataal's actual tomb (it doesn't), or that Aataal is actually buried there, and the *Rod of Command* with him (not quite true, but close). Shade has sent orcs and evil eyes into the room, but the ghost of Lady Delailith has driven them away or defeated them easily. He is unwilling to risk fighting so powerful a creature himself, and is thus foiled.

Shade has sent word to the ghoul magus Plaguemaker (see Chapter Three) and even to Mayong Mistmoore himself in an effort to gain some means to defeat Delailith's ghost. However, he is unwilling to actually ally himself with either Plaguemaker or Mistmoore, for fear they will turn on him and take the *Rod of Command* for themselves. He has not told them the exact location of the spirit he wishes to defeat, and as a result has not received any reply. Shade has seriously begun to consider kidnapping necromancers from Exile and forcing them to face the ghost. Of course, no necromancer he can kidnap is likely to be able to overcome Lady Delailith, and their disappearance might do little more than convince Dagin Evenes that Shade must be found and stopped (this might be the reason the heroes were sent here to begin with).

If the heroes attack Shade and lose or are brought to him as prisoners, he queries them regarding their ability to overcome undead. A cleric able to turn undead or a necromancer might well convince Shade they can defeat the ghost, and thereby gain a reprieve from his punishment. Shade is not the trusting sort, though, and insists on keeping any valuables the PCs have, and perhaps even one member of their party, but the opportunity may give the heroes enough time to escape or to form a plan to defeat him.

Tactics: If he hears a fight in the hallway outside his room, Shade is already buffed by the time the PCs enter, and even if surprised he first buffs himself before entering combat. He uses his great speed to keep away from melee fighters, meanwhile blasting his swiftest foe with spells. If low on mana or cornered, he may resort to melee (but only

if he thinks he stands a good chance of winning), but otherwise flees as soon as possible.

If Shade is clearly losing a fight in his inner sanctum, he flees through the secret door. Once he reaches the outside, he moves along the rocky hills in a random direction. Since he has a base speed of 90 feet and never tires, he can run constantly, effectively allowing him to escape at 360 feet per round — he is nearly impossible to catch if he gets even a small head start.

If Shade gets away, he should make periodic reappearances in the PCs' lives. He doesn't try to take back the barrow even if the PCs leave it (he's too paranoid to believe they wouldn't trap it), but does rebuild the Unseen in due course, and makes the destruction of those who defeated him his first priority. If the PCs somehow manage to get the *titan's rivet* from Shade and construct the *Rod of Command*, the shadowed man makes stealing the rod an even higher priority than destroying the PCs — but of course these two goals may go hand in hand.

Shade, Shadowed Man Ecclesiast, Clr 1/Exp 3: CR 15; SZ Medium-size aberration; HD 13d8+39 plus 1d8+3 plus 3d6+9; hp 119; Init +3 (Dex); Spd 90 ft.; AC 28 [flat-footed 25, touch 13] (+3 Dex, +10 natural, +5 armor); BAB +11; Grap +14; Atk +15/+9 melee (1d10+4, *Combine morningstar*) or +14 ranged; SA spells; SQ divine powers (receive divine aura, turn undead), personal invisibility, scentless [*boots*], tireless, ultravision; AL NE; SV Fort +9, Ref +8, Will +19; Str 16, Dex 16, Con 17, Int 14, Wis 22 (21), Cha 19.

Skills: Channeling +19, Knowledge (local lore [Hills of Shade]) +9, Knowledge (mysticism) +8, Knowledge (religion) +10, Listen +10, Meditation +23, Search +6, Sneak +7, Spellcraft +14, Spot +10, Undead Empathy +12.

Languages: Hidden Tongue (4), Common (4); Combine (2), Elder Dragon (4), Elder Elvish (4).

Feats: Combat Casting, Dodge, Mental Clarity, Mystic Capacity, Power Attack, School Specialization (alteration), Spell Focus (evocation).

Cleric Spells Usually Prepared (mana cost): *Bravery* (12), *cancel magic* (5), *endure magic* (7), *enstill* (10), *greater healing* (25), *holy might* (10), *inspire fear* (13), *smite* (12), *spirit armor* (12). Caster level 14th; save DC 16 + spell level, or DC 18 + spell level for evocation spells.

Mana Pool: 168.

Personal Invisibility (Ex): Naturally and permanently invisible, including items that stay within an inch of his body (clothing, armor, etc.). Items that are too large to be

within an inch (books, weapons, etc.) are not invisible; thus, because of Shade's morningstar, his location can easily be established in rough terms. He retains all other advantages of invisibility. (See "Concealment" in Chapter 12 of the *EQ: Player's Handbook* for rules on handling invisibility.)

Tireless (Ex): Immune to fatigue and exhaustion.

Possessions: Chain shirt (acts as +1 chain shirt due to *titan's rivet*), *Combine morningstar*, *horned boots*, *titan's rivet* (see Appendix Two), *small wisdom deity*.

Shade (buffed with *bravery*, *endure fire*, *endure magic*, and *spirit armor*): hp 154; AC 30 [flat-footed 27, touch 15] (+3 Dex, +10 natural, +5 armor, +2 divine); SQ damage reduction 7/—, +2 fire and magic saves; Res FR 8, MR 8.

What Now?

The Barrow of Aataltaal is not in fact the resting place of the founder of Freeport, but that doesn't mean the adventure must end here. There may be many unfinished tunnels dug by the Unseen from Lady Delailith's tomb to other barrows deep in the Black Tombs. A GM could have adventurers finish digging these shafts out to find other dungeons of her own design. These other tombs might even have further clues on what actually happened to Aataltaal (but be cautious about this point — that famous elf may yet show up in a forthcoming *EverQuest* book...).

Even without further literal digging, the PCs may not be done here. Those Unseen who were out on patrol nearby have surely survived (have the heroes dealt with Bakhing yet?) and they might try to mob the heroes, essentially besieging the tomb. Or they might seek to have less scrupulous characters join them, or even assume command of the tattered Unseen. If the heroes are very ambitious, they may decide to make the tomb a base of operations as they seek to become lords of the Hills of Shade themselves.

Even if the characters leave, they may run into elements of this adventure again in their future; surviving members of the Unseen may return and repopulate the area, as may powerful undead, necromancers, or brigands. The people of Exile and Therege may have to call the heroes back to clear out the tomb again after they have gained a few levels. Survivors of the Unseen might even gather together with other foes the heroes have made throughout their careers, and these united enemies may then seek to destroy them.

Appendix One: Creatures of Faydark

Arborean

	Arborean
	Medium-Size Plant
Hit Dice:	7d8+28 (59 hp)
Initiative:	-1 (Dex)
Speed:	40 ft. (can't run)
AC:	19 (-1 Dex, +10 natural)
BAB/Grapple:	+5/+8
Attacks:	2 slams +8 melee
Damage:	Slam 1d8+3 and <i>daze</i>
Face/Reach:	5 ft. by 5 ft./5 ft.
Special Attacks:	Spells
Special Qualities:	Damage reduction 1/-, fey traits, fire vulnerability, infravision, low-light vision, regeneration 3, resistances, plant
Saves:	Fort +9, Ref +1, Will +7
Abilities:	Str 17, Dex 8, Con 19, Int 12, Wis 17, Cha 6
Skills:	Animal Empathy +4, Channeling +13, Hide +0*, Knowledge (nature) +13, Listen +12, Meditation +10, Sense Motive +10, Spellcraft +8, Spot +12, Wilderness Lore +11
Feats:	Alertness, Improved Slam, Iron Will
Climate/Terrain:	Greater Faydark
Organization:	Solitary, pair, or cluster (3-6)
Challenge Rating:	7
Treasure:	Standard
Alignment:	Always orderly neutral
Advancement Range:	8-12 HD (Medium-size); 13-14 HD (Large)
Faction:	Arboreans of Faydark

Truegrain

Large Plant, Druid 15

Hit Dice:	14d8+126 plus 15d8+135 (398 hp)
Initiative:	+3 (-1 Dex, +4 Improved Initiative)
Speed:	40 ft. (can't run)
AC:	20 (-1 size, -1 Dex, +12 natural)
BAB/Grapple:	+21/+32
Attacks:	2 slams +27 melee
Damage:	Slam 2d6+7 and <i>daze</i>
Face/Reach:	5 ft. by 5 ft./10 ft.
Special Attacks:	Spells
Special Qualities:	Damage reduction 2/-, fey traits, fire vulnerability, infravision, low-light vision, regeneration 7, resistances, plant, wilderness mastery (root mastery)
Saves:	Fort +25, Ref +8, Will +23
Abilities:	Str 25, Dex 8, Con 28, Int 15, Wis 26, Cha 9
Skills:	Animal Empathy +9, Channeling +34, Hide +3*, Knowledge (local lore [Faydark]) +20, Knowledge (nature) +20, Listen +24, Meditation +37, Sense Motive +20, Spellcraft +20, Spot +24, Wilderness Lore +26
Feats:	Alertness, Improved Slam, Improved Initiative, Iron Will, Mystic Capacity (x2), Power Attack, School Specialization (alteration), Silent Spell, Still Spell, Track
Climate/Terrain:	Greater Faydark
Organization:	Solitary (unique)
Challenge Rating:	29
Treasure:	Standard
Alignment:	Orderly neutral
Advancement Range:	By character class
Faction:	Arboreans of Faydark

Description

Arboreans are a race of tree-folk who live in Greater Faydark. Their ancestors, the Woodkine (known in other parts of Norrath as treants), were the original guardians of the forest, and were even larger and more powerful, more attuned to the earth. But most of the Woodkine sacrificed themselves to protect the land, and those who survived hid from the new races entering the forest. As generations

passed, the Woodkine became smaller and less powerful, until they had become the arboreans.

A mature arborean resembles a small tree with two thick roots and two thick branches. The roots are its legs and feet, and the branches its arms. An arborean's skin is thick brown bark, and its hair is leaves. A typical arborean stands anywhere from 5 to 8 feet tall.

The arboreans still consider themselves guardians of the forest, and they spend their lives wandering throughout

Greater Faydark, tending to the trees and making sure none of the native wildlife is in danger of extinction. Normally they shy away from humans, elves, and dwarves, but bold young arboreans have been known to make contact with druids, and they are well known to the fey. The arboreans hate orcs, and attack them whenever they can (if the orcs are too many for the arboreans present, they hide and watch instead).

Although they can be deadly to those who destroy the woods, arboreans are not violent by nature, and spend much of their time simply standing among trees and communing with the forest. They need little to live beyond the limited sunlight of the forest, a little rainwater, and nutrients from the soil (which they draw up through their toes for an hour or two each day).

Arboreans speak their own language, closely related to the Woodkine tongue, Ancient Entish, but most also know Common and/or Fey, and a smattering of Elvish and Orc.

Combat

Arboreans prefer to watch before attacking, both to make sure the attack is warranted and to gain information about their foes. Once they feel confident, the arboreans start hurling spells at their foes, then stride into their midst, laying about them with their strong arms. They are faster than most creatures their size, although their odd legs are not designed for running, and they take advantage of this in combat.

Spells: An arborean casts spells as a druid, its caster level equal to its HD. A typical arborean has the following spells prepared (mana cost as noted): *Camouflage* (2), *cascade of hail* (10), *endure fire* (3), *grasping roots* (5), *harmony* (4), *light healing* (5), *spirit of wolf* (7), *strength of earth* (7). Save DC 13 + spell level. Mana Pool: 42.

Fey Traits: Although arboreans are technically plant creatures, they gain skills and feats as if they were fey.

Fire Vulnerability (Ex): Arboreans take double damage from fire, except on a successful saving throw.

Regeneration (Ex): Arboreans take normal damage from acid, disease, and fire. They regenerate a number of hit points each round equal to half their HD. Although they cannot reattach severed limbs, they can grow a new limb in just a few weeks.

Resistances (Ex): Arboreans receive racial bonuses of cold resistance (5) and magic and sonic resistance (10). They take only half

damage from blunt or piercing attacks (halve the damage before applying the arborean's DR).

Skills: Arboreans receive a +4 racial bonus on Animal Empathy and Wilderness Lore checks, and a +8 racial bonus on Channeling and Knowledge (nature) checks. *When standing motionless among trees, an arborean receives a +12 racial bonus on Hide checks.

Truegrain

Truegrain is the leader of the Arboreans. He is tall, close to 14 feet from root to crown, and is both clever and wise. He pays close attention to his fellows, and also understands the other races of the forest better than most of his kind. Truegrain takes his role as arborean chief very seriously, but even more important to him is the job of guarding Greater Faydark. This is his people's sacred task, and must come before any lesser concerns.

Truegrain keeps an eye on everything that occurs within the forest, and often sends his folk to aid druids or the fey, though he may caution them to remain unseen. Orcs are always targets for attack, but usually only when individuals step away from the safety of their group. Truegrain is patient, and can wait years for an opportunity to strike down a particular foe. He will, however, take immediate steps to stop anyone who is harming the trees or the animals.

Although Truegrain is soft-spoken, the other arboreans listen closely when he speaks; they know that he thinks carefully before he utters a single word, and that his decisions are always well made. Most of the arboreans' daily activities are handled by selected elders, however, since Truegrain often stands meditating for days or even weeks at a time. He can often be found at Forest's Heart.

Combat

Truegrain is not as liable to attack physically as many of his kin; he prefers to attack from a distance, using his spells from hiding. He is usually accompanied by a circle of 4 or 5 Large arboreans.

Spells: Truegrain usually has the following druid spells prepared (mana cost as noted): *Annul magic* (13), *beguile plant* (28), *breath of Karana* (42), *circle of seasons* (67), *egress* (17), *entrapping roots* (33), *foliage shield* (14), *legacy of thorn* (58), *nature's touch* (67), *protection of the glades* (200). Caster level 29th; save DC 18 + spell level. Mana Pool: 464.



WALPOLE '03

Barrow Wolf

Hit Dice:	11d10+44 (104 hp)
Initiative:	+8 (+4 Dex, +4 Improved Initiative)
Speed:	50 ft.
AC:	19 (−1 size, +4 Dex, +6 natural)
BAB/Grapple:	+11/+22
Attacks:	2 claws +17 melee and bite +12 melee
Damage:	Claw 1d8+7; bite 2d4+3
Face/Reach:	5 ft. by 5 ft./10 ft.
Special Attacks:	Drag down
Special Qualities:	Damage reduction 5/+1 and silver, infravision, resistances, scent, slippery mind, spell resistance 15, ultravision
Saves:	Fort +11, Ref +11, Will +8
Abilities:	Str 24, Dex 19, Con 18, Int 5, Wis 17, Cha 10
Skills:	Hide +3*, Jump +22, Listen +12, Sneak +8, Spot +12, Wilderness Lore +6*
Feats:	Alertness, Improved Initiative, Iron Will, Power Attack
Climate/Terrain:	Temperate hills and underground
Organization:	Solitary, pair, or pack (3–10)
Challenge Rating:	7
Treasure:	Standard
Alignment:	Always neutral evil
Advancement Range:	12–23 HD (Large); 24–33 HD (Huge)
Faction:	None

Description

Barrow wolves are dark, vaguely humanoid canine creatures found only in the Hills of Shade. Black-furred beasts nearly the size of a bear, they have powerfully built forearms ending in hand-like paws, huge wolfish heads, and thick barrel chests that slim to narrower hips. Their legs are slightly shorter than their fore-limbs, and they move equally well on two legs or four; they can switch back and forth even while running. Due to the power of these short, muscular hind legs, they can make incredible leaps so long they nearly seem to fly.

Barrow wolves are always heavy set and robust, but many are also covered in scabs and sores, giving them a diseased appearance.

Barrow wolves get their name from their tendency to make dens in the many barrows and tombs of the Hills of Shade. Due to their great strength and agile forepaws, they are easily able to open doors and move heavy stones from tomb entrances. Anywhere from one to ten barrow wolves may nest in a given tomb,

generally hiding in rooms far from the main entrance. Barrow wolves are cunning ambushers, and more than one questing party has died deep in a forgotten tomb at their claw-tips.

As if their cunning and strength didn't make them dangerous enough, barrow wolves have numerous mystic resistances. They are highly resistant to both disease and poison and can shrug off many harmful spells, particularly those that affect the mind.

It's assumed that whatever corruption runs through Lesser Faydark and the Hills of Shade is responsible for the creation of barrow wolves. Some scholars assume the black wolves common in the forest of Faydwer are the root breed from which barrow wolves were created, while others believe their lineage to extend from a larger breed of dire wolves no longer common on the continent.

Combat

Barrow wolves prefer to catch prey by surprise. They tend to lie in wait, leaping into combat from behind cover. Like normal wolves, barrow wolves try to flank targets whenever possible. If attacking a more powerful foe as a group, they attack two or three at a time, the first assailants backing off when wounded to allow fresh wolves to attack.

Barrow wolves are smart enough to focus attacks on healers and spellcasters, but for some reason they have a particular hatred for necromancers. Obviously, they cannot identify necromancers on sight, but any enemy who is surrounded or protected by undead or wearing or carrying skulls, bones, or other symbols of death is assumed to be a necromancer. Barrow wolves run from most fights if they appear to be losing, but they fight to the death if they have the chance to kill a necromancer.

Drag Down (Ex): A barrow wolf may attempt a trip attack as a free action against a target that it bites successfully. The barrow wolf does not provoke an attack of opportunity with this attempt, and its opponent may not try to trip the barrow wolf in response if its trip fails.

Damage Reduction (Ex): To bypass a barrow wolf's damage reduction, a weapon must be crafted of silver and have at least a magical +1 bonus on attacks.

Resistances (Ex): Barrow wolves receive racial bonuses of disease and poison resistance (30). They also have a +7 bonus on saves against disease and poison attacks.

Slippery Mind (Ex): A barrow wolf is able to wriggle free from magical effects that would otherwise control or compel it. If a barrow wolf is targeted by a mind-affecting spell or effect and fails its saving throw, it can attempt a second save 1 round later at the same DC. It gets only this one extra chance to succeed on its saving throw.

Spell Resistance (Ex): A barrow wolf has SR equal to 11 + its Con modifier.

Skills: Barrow wolves receive a +4 racial bonus on Listen and Spot checks; due to their incredibly powerful legs, they also receive a +12 bonus on Jump checks, and their maximum jumping distance is not limited by height.

*When tracking by scent, a barrow wolf receives a +4 racial bonus on Wilderness Lore checks. Because of its grey-black fur, a barrow wolf receives a +6 racial bonus on Hide checks in darkened or foggy conditions, or when hiding motionless against a dark background (such as the shale of the Hills of Shade).

Feats: Barrow wolves receive Improved Initiative as a bonus feat.



WOLF PILE 03

Dread Caller

	Huge Outsider (Evil)
Hit Dice:	22d8+220 (319 hp)
Initiative:	+1 (Dex)
Speed:	40 ft.
AC:	30 (–2 size, +1 Dex, +21 natural)
BAB/Grapple:	+22/+42
Attacks:	2 slams +32 melee
Damage:	Slam 2d8+12
Face/Reach:	10 ft. by 10 ft./15 ft.
Special Attacks:	Fear aura, foul corruption, rampage, <i>root</i>
Special Qualities:	Damage reduction 20/+4, immunities, resistances, rejuvenation, spell resistance 27
Saves:	Fort +23, Ref +14, Will +16
Abilities:	Str 35, Dex 12, Con 30, Int 17, Wis 13, Cha 18
Skills:	Climb +34, Hide +19, Intimidate +26, Jump +34, Knowledge (religion) +25, Listen +27, Search +29, Sneak +27, Spot +27, Taunt +26, Undead Empathy +26
Feats:	Cleave, Dodge, Iron Will, Mobility, Power Attack, Spring Attack
Climate/Terrain:	Any
Organization:	Solitary (unique)
Challenge Rating:	18
Treasure:	Double standard
Alignment:	Neutral evil
Advancement Range:	None
Faction:	Cazic-Thule

Description

For reasons known only to himself, Cazic-Thule, Lord of Fear, wishes to corrupt the Lesser Faydark and twist its creatures into his own dark servants. To this end, he has drawn much of the goodness and joy from the region, replacing it with terror and wickedness, ensnaring and corrupting pure creatures such as unicorns and fae drakes.

Even a god cannot be everywhere at once, however, so to further his designs Cazic-Thule dispatched a fearsome shadow of himself to the region, a foul creature known only as the Dread Caller. The entity resembles a smaller version of Cazic-Thule himself and bears some of his own powers.

The Dread Caller's primary task in the Lesser Faydark is to pass on its master's corruption to innocent creatures there. It is said to manifest itself most often in the vicinity of the Pixie Tower, though none is certain why — perhaps this is where Cazic-Thule's power is strongest.

Combat

The Dread Caller has only a fraction of its master's size and power, yet it is nevertheless a terrifying opponent. Its goal when fighting is usually to apply its corrupting touch to transform its strongest foes into corrupted servants of its master. If slain and forced to rejuvenate itself, it will take great pains to find those who destroyed it and visit vengeance upon them.

The Dread Caller is often accompanied by undead and corrupted Faydark creatures.

Fear Aura (Su): At will, the Dread Caller can radiate a fear aura in a 20-foot radius as a free action. A Will save (DC 25) negates the effect. Once a creature successfully

saves, it cannot be affected by the Dread Caller's aura for 24 hours. The power otherwise works as the *invoke fear* spell.

Foul Corruption (Su): Disease — touch or slam, Fortitude DC 25; incubation period 1 hour, damage 1d4 Str and 1d4 Dex. A creature reduced to 0 Strength or Dexterity by this dread disease gains the corrupted template (see *Monsters of Norrath*), at which point its Strength and Dexterity scores return to normal.

Rampage (Ex): Once every 2d4 rounds as a full attack action, the Dread Caller can make 2 slam attacks against every opponent within its reach (15 feet).

Root (Sp): 3/day — As the *root* spell (Reflex negates, DC 25).

Immunities (Ex): The Dread Caller is completely immune to ability damage or drain, level drain, and mind-affecting spells or effects; to natural environmental conditions; to fatigue or exhaustion; and to disease and poison damage. It is also immune to any spell or effect that would halt or hamper its movement, and to any spell or effect that would give it a buff penalty.

Resistances (Ex): The Dread Caller has divine bonuses of cold resistance (20), acid, electricity, magic, and sonic resistance (30), and fire resistance (50).

Rejuvenation (Su): While it can be killed (its body disappearing when this occurs), the Dread Caller is nevertheless tied to its immortal creator, and if slain it returns in 2d4 days.

Skills: The Dread Caller receives a +4 bonus on all Hide, Listen, Search, Sneak, and Spot checks.



Giant Spider (Faydark Wood Spider)

	Adult
	Medium-Size Vermin
Hit Dice:	3d8+6 (19 hp)
Initiative:	+4 (Dex)
Speed:	30 ft., climb 30 ft.
AC:	18 (+4 Dex, +4 natural)
BAB/Grapple:	+2/+4
Attacks:	Bite +4 melee
Damage:	Bite 1d6+2 plus poison
Face/Reach:	5 ft. by 5 ft./5 ft.
Special Attacks:	Poison, web
Special Qualities:	Tremorsense, ultravision, vermin
Saves:	Fort +5, Ref +5, Will +1
Abilities:	Str 14, Dex 19, Con 14, Int —, Wis 11, Cha 7
Skills:	Climb +11, Hide +11, Jump +5, Sneak +11, Spot +7, Wilderness Lore +2*
Feats:	—
Climate/Terrain:	Temperate forest and hills
Organization:	Solitary, pair, brood (3–5), or nest (6–15)
Challenge Rating:	2
Treasure:	None
Alignment:	Always neutral
Advancement Range:	4–9 HD (Medium-size)
Faction:	None

	Matriarch
	Large Vermin
Hit Dice:	7d8+21 (52 hp)
Initiative:	+4 (Dex)
Speed:	30 ft., climb 30 ft.
AC:	19 (–1 size, +4 Dex, +6 natural)
BAB/Grapple:	+5/+13
Attacks:	Bite +8 melee
Damage:	Bite 1d8+4 plus poison
Face/Reach:	10 ft. by 10 ft./5 ft.
Special Attacks:	Poison, web
Special Qualities:	Tremorsense, ultravision, vermin
Saves:	Fort +8, Ref +6, Will +3
Abilities:	Str 18, Dex 19, Con 16, Int —, Wis 13, Cha 7
Skills:	Climb +13, Hide +7, Jump +7, Sneak +11, Spot +8, Wilderness Lore +3*
Feats:	—
Climate/Terrain:	Temperate forest and hills
Organization:	Solitary or nest (matron plus 6–15 spiders)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	8–14 HD (Large); 15–21 HD (Huge)
Faction:	None

Description

The giant spiders of the Faydark spin webs like others of their kind, but they also hunt, relying on speed and stealth to capture prey. Wood spiders are typically between 4 and 5 feet in diameter. They are dull brown in color, with black and sometimes russet-colored, vaguely leaf-shaped patterns on the backs of their abdomens.

Combat

Giant wood spiders are patient, concealing themselves behind foliage in their webs or among shadows and hollows, emerging to attack foes by surprise, often charging from behind or hunting in pairs to flank opponents. They are deadly, and attack anything that moves.

Poison (Ex): Bite — Fortitude DC 13; initial damage 1d6 Strength/secondary damage 1d6 Strength.

Webs (Ex): Giant wood spiders can spin webs from the spinnerets located in their abdomen. A single strand is strong enough to support the spider and one creature of the same size. They can cast a web eight times per day. This is similar to an attack with a net (see Chapter 7: Equipment, EQ: *Player's Handbook*), but has a maximum range of 50 feet, with a range increment of 10 feet, and is effective against targets up to the same size as the spider. The web anchors the target in place, allowing no movement. An entangled creature can escape with a successful Escape Artist check (DC 20) or burst the web with a successful Strength check (DC 26). A 5-foot section of web has 6 hit points.

Giant spiders gain a +8 competence bonus to Hide and Sneak checks when using their webs.

Skills: Spiders receive a +4 racial bonus on Hide, Sneak, and Spot checks. *They receive a +4 racial bonus on Wilderness Lore checks made to track by scent.

Giant Spider Matron

The oldest, strongest, and most cunning of the giant spiders, matriarchs rule the Silverweb. A wood spider matriarch is larger than her ilk, some of the most ancient reaching sizes of well over 14 feet in diameter. A matriarch's fur is generally a silvery brown color.

Combat

A giant spider matriarch drops down from above onto her prey if possible, but if not she walks slowly toward them—she generally has no need to run after prey, as her brood will bring her food whenever she is hungry. Once she attacks, she leaps upon her foe and bites down hard, using her poison to paralyze. If outmatched, the matriarch takes to the trees, using her webs to slow down her opponents while lesser spiders of her brood rush to her aid.

Poison (Ex): Bite — Fortitude DC 16; initial damage 1d8 Strength/secondary damage 1d8 Strength.

Webs (Ex): Maximum range of 75 feet, with a range increment of 15 feet. An entangled creature can escape with a successful Escape Artist check (DC 20) or burst the web with a successful Strength check (DC 28). A 5-foot section of web has 10 hit points.



Giant Wasp Queen

	Queen
	Medium-Size Vermin
Hit Dice:	8d8+16 (52 hp)
Initiative:	+3 (Dex)
Speed:	10 ft., fly 50 ft. (good)
AC:	17 (+3 Dex, +4 natural)
BAB/Grapple:	+6/+9
Attacks:	Sting +10 melee
Damage:	Sting 1d6+4 plus poison
Face/Reach:	5 ft. by 5 ft./5 ft.
Special Attacks:	Poison
Special Qualities:	Ultravision, vermin
Saves:	Fort +8, Ref +5, Will +4
Abilities:	Str 16, Dex 16, Con 14, Int —, Wis 15, Cha 5
Skills:	Listen +7, Spot +7, Wilderness Lore +4
Feats:	Weapon Focus (sting)
Climate/Terrain:	Temperate forest, hills, and underground
Organization:	Solitary or hive (queen plus 9–36 giant wasps)
Challenge Rating:	4
Treasure:	None
Alignment:	Always neutral
Advancement Range:	9–16 HD (Medium-size); 17–24 HD (Large)
Faction:	None

Description

Giant wasp queens are not uncommon throughout the region of the Hollows in the Greater Faydark. Each rules a hive of giant wasp drones who do her work and warriors who guard her, while she manages the crucial duty of producing eggs.

Queens are considerably larger than their hive-mates, but they rarely leave the hive. They are extremely dangerous if provoked, and all the members of the hive will move to protect their queen.

Combat

Giant wasp queens are similar to their smaller fellows in terms of combat: They simply sting their prey until it stops moving. While other wasps kill and dismember disabled prey for eating, though, the queen uses her victims as hosts to lay her eggs in.

Poison (Ex): Sting — Fortitude DC 16; initial damage 1d4 temporary Dexterity plus 2d6 hp/1d4 temporary Dexterity plus 2d6 hp.

The Matron

	Large Vermin
Hit Dice:	24d8+96 (204 hp)
Initiative:	+4 (Dex)
Speed:	10 ft., fly 50 ft. (good)
AC:	19 (–1 size, +4 Dex, +6 natural)
BAB/Grapple:	+18/+29
Attacks:	Sting +24 melee
Damage:	Sting 1d8+10 plus poison
Face/Reach:	5 ft. by 10 ft./5 ft.
Special Attacks:	Poison
Special Qualities:	Ultravision, vermin
Saves:	Fort +18, Ref +12, Will +11
Abilities:	Str 24, Dex 18, Con 18, Int —, Wis 17, Cha 9
Skills:	Listen +9, Spot +9, Wilderness Lore +6
Feats:	Weapon Focus (sting)
Climate/Terrain:	Temperate forest, hills, and underground
Organization:	Royal swarm (Matron Wasp plus 3–12 giant wasps [each 12-HD])
Challenge Rating:	9
Treasure:	None
Alignment:	Neutral
Advancement Range:	—
Faction:	None

The Matron Wasp

The Matron Wasp is the undisputed mistress of the Hollows, larger, stronger, and faster than any of her fellow queens. While the other giant wasps function simply as part of the hive, though, the Matron has evolved into a vaguely self-aware individual (at least her actions seem to indicate that this is the case), and can apparently think and plan.

The Matron Wasp often flies about the edges of the wasps' territory, a swarm of large warriors from her hive accompanying her. Her eggs are left in the care of the other queens whenever she is away. Normally, the Matron does not risk herself, letting her swarm deal with any intruders or strangers. The one exception to this rule is the giant spiders — the Matron hates the spiders of Silverweb, and attacks them personally whenever possible.

Combat

The Matron Wasp uses her flight speed to attack foes before they are fully aware of her, diving at her foes to sting them and then flying back out of striking range while her poison does its work.

Poison (Ex): Sting — Fortitude DC 26; initial damage 2d4 temporary Dexterity plus 4d6 hp/2d4 temporary Dexterity plus 4d6 hp.

Night Stabber

Hit Dice:	Large Undead 23d12 (149 hp)
Initiative:	+4 (Dex)
Speed:	60 ft.
AC:	24 (–1 size, +4 Dex, +11 natural)
BAB/Grapple:	+11/+22
Attacks:	Horn +21/+16/+11 melee
Damage:	Horn 2d6+13/18–20/x4
Face/Reach:	5 ft. by 10 ft./5 ft.
Special Attacks:	Charge
Special Qualities:	Damage reduction 15/+3, immunities, infravision, magic horn, resistances, spell resistance 23, sense good, ultravision, undead
Saves:	Fort +7, Ref +11, Will +19
Abilities:	Str 25, Dex 19, Con —, Int 13, Wis 23, Cha 24
Skills:	Hide +15, Knowledge (nature) +10, Listen +23, Sense Motive +18, Sneak +15, Spot +23, Undead Empathy +22, Wilderness Lore +13
Feats:	Alertness, Dodge, Mobility, Run, Spirited Charge, Spring Attack, Weapon Focus (horn)
Climate/Terrain:	Temperate forest or hills
Organization:	Solitary or pair
Challenge Rating:	12
Treasure:	None
Alignment:	Always evil
Advancement Range:	24–46 HD (Large)
Faction:	None

Description

Night stabbers are skeletal unicorns with shadowy grey bones found only in the Hills of Shade or, more rarely, in Lesser Faydark. These monsters are created when a corrupted unicorn is killed in a particularly violent and painful way near a widespread source of corruption.

Night stabbers hate the living, but are particularly enraged by creatures of good alignment. They attack any animate creature they see with relentless fury, charging blindly into combat.

Combat

Night stabbers charge the first target they see. They can be led into traps because of this behavior, but are not easily put down even so. A night stabber fights to kill every target it encounters, but is not blinded by its bloodlust — it is smart enough to identify and focus on serious threats and to take advantage of its superior speed and maneuverability.

A night stabber's body (including its horn) fades to nothingness when the creature is destroyed.

Charge (Ex): A night stabber gains a +4 bonus to attack rolls when charging (rather than the usual +2 for a charge), but suffers only the usual –2 penalty to its AC for 1 round; if it hits, it deals 6d6+39 points of damage (due to its Spirited Charge feat).

Immunities (Ex): Night stabbers are immune to any spells or effects that would control, command, hold, or immobilize an undead creature, and to fear effects (even those that target the undead). They are not immune to being turned by clerics.

Magic Horn (Ex): Night stabber horns act as if they were magical weapons with a +3 enhancement bonus; furthermore, they score a critical threat on a roll of 18–20 and deal quadruple damage on a successful critical.

Resistances (Ex): Night stabbers receive bonuses of acid, electricity, and fire resistance (20), and cold, magic, and sonic resistance (30).

Sense Good (Ex): As a full-round action, a night stabber can sense whether any single creature it views is of good alignment.

Skills: Night stabbers receive a +2 racial bonus on Listen and Spot checks and a +8 racial bonus to Undead Empathy checks.



Pixie

Hit Dice:	Diminutive Fey 7d6+7 (31 hp)
Initiative:	+5 (Dex)
Speed:	10 ft., fly 30 ft. (perfect)
AC:	22 (+4 size, +5 Dex, +3 deflection)
BAB/Grapple:	+3/−11
Attacks:	Tiny spear +5 melee; or Diminutive javelin +12 ranged
Damage:	Tiny spear 1d3−2 plus confusion; Diminutive javelin 1d2−2 plus confusion
Face/Reach:	1 ft. by 1 ft./0 ft.
Special Attacks:	Confusion
Special Qualities:	Low-light vision, spell resistance 12
Saves:	Fort +3, Ref +10, Will +6
Abilities:	Str 7, Dex 21, Con 13, Int 10, Wis 12, Cha 16
Skills:	Hide +27, Listen +7, Search +10, Sneak +15, Spot +7, Trade Skill (any one) +7, Wilderness Lore +7
Feats:	Dodge, Flyby Attack, Mobility, Parry
Climate/Terrain:	Any forest
Organization:	Solitary, pair, or band (3–12)
Challenge Rating:	4
Treasure:	Standard
Alignment:	Usually discordant neutral
Advancement Range:	By character class
Faction:	Pixies

Description

Diminutive fey creatures that are closely related to the faeries, pixies are more chaotic, mischievous (often to the point of cruelty), and carefree than their cousins. They do not generally live in fixed settlements, but instead make camps or move nomadically through the forest.

Pixies are similar in appearance to faeries — small, beautiful, elfin creatures — but are somewhat more delicate and slender, with dark hair and fragile-looking antennae. They normally dress in lighter, looser garments, suited to their nomadic ways and to quick escapes into the shadows of the trees.

Often referred to as “dark faeries,” pixies have a more pronounced cruel streak than their fey cousins, tormenting intruders, misleading them and luring them into traps or pits where they are then tormented and teased mercilessly. Non-fey foes who perish at the pixies’ hands are not especially pitied — in fact, the pixies don’t seem to care much one way or the other. The only thing that that concerns them is how much amusement they can derive from a victim’s discomfort.

Combat

Pixies are usually more mischievous than murderous, but they are not above engaging in outright violence against



foes if their homeland (or those of other fey creatures) is threatened. Most of the time, however, they prefer to attack from hiding, flinging their tiny spears at foes, then retreating, allowing their magical confusion abilities to disorient their attackers. (Confused enemies often wander into a ravine or fall in a river, much to the pixies’ cruel amusement.) Those who shake off the effects of the confusion are attacked again, and particularly powerful or determined foes are swarmed by dozens of pixies intent on bringing him down and slaying him outright.

Pixies also like to set annoying or delaying traps, and they are especially fond of tormenting and taunting helpless foes.

Confusion (Su): Anyone hit by a pixie’s attack, melee or ranged, must make a successful Will save (DC 16) or be *confused* for 1d4 rounds (see “Condition Summary” in Chapter 2 of the *EQ: Game Master’s Guide* for details on confusion).

Skills: Pixies receive a +4 racial bonus on Hide, Search, and Sneak checks.

Feats: Pixies receive Flyby Attack as a bonus feat.

Spirit of Malevolence

	Large Outsider (Discordant, Evil, Incorporeal)
Hit Dice:	15d8+75 (142 hp)
Initiative:	+7 (Dex)
Speed:	70 ft.
AC:	20 (–1 size, +7 Dex, +4 deflection)
BAB/Grapple:	+15/—
Attacks:	Incorporeal bite +21 melee
Damage:	Incorporeal bite 2d6+5 (magic) plus blindness
Face/Reach:	5 ft by 10 ft./5 ft.
Special Attacks:	Blinding attack, ferocious charge, fierce howl, incorporeal bite
Special Qualities:	Immunities, incorporeal, resistances, see in darkness, unnatural aura
Saves:	Fort +14, Ref +16, Will +13
Abilities:	Str —, Dex 25, Con 21, Int 16, Wis 18, Cha 19
Skills:	Hide +22, Intimidate +19, Jump +15, Knowledge (nature) +18, Knowledge (planar travel) +18, Listen +19, Search +18, Sense Heading +19, Sense Motive +19, Spot +19, Undead Empathy +19
Feats:	Combat Reflexes, Dodge, Improved Dodge, Mobility
Climate/Terrain:	Temperate forest
Organization:	Solitary
Challenge Rating:	12
Treasure:	Standard
Alignment:	Always discordant evil
Advancement Range:	16–30 HD (Large); 31–45 HD (Huge)
Faction:	Cazic-Thule

Description

Yet another example of the foul corruption that now infests the Lesser Faydark, the Spirit of Malevolence appears as a huge grey-white (but transparent) wolf; when it attacks, it is surrounded by a shimmering nimbus of misty light. It stands roughly 6 feet high at the shoulder, although some reports have claimed that it is considerably larger, and is at least 12 or 13 feet long from nose to tail.

The Spirit of Malevolence is a servant of Cazic-Thule, although whether it is directly controlled by the god or is an independent creature sent to spread death and mayhem is not known. It is greatly feared and hated by the fey of the region, whom it hunts and slays in large numbers. The brownies have attempted several times to band together and bring down the beast, but so far without success.

Only one Spirit of Malevolence has ever been seen, although some believe there are actually more than one of these creatures at large within the darkened recesses of the Lesser Faydark.

Combat

The Spirit of Malevolence prefers to attack from hiding, first deafening foes with its howl. It then rushes through groups of enemies, biting and blinding as it goes, then turning to attack the most badly wounded and disabled on the next round.



Blinding Attack (Su): Anyone struck by the Spirit of Malevolence's bite attack must make a Fortitude save (DC 21) or be *blinded* for 2d4 rounds.

Ferocious Charge (Ex): When making a charge attack, the Spirit of Malevolence gains the benefit of the Riposte feat. This allows the Spirit to make an attack of opportunity against a foe that misses it with an attack of opportunity against it as it charges past toward its target (and keep in mind the 50% miss chance for the Spirit's incorporeality and its Combat Reflexes feat).

Fierce Howl (Su): At will as a free action, the Spirit of Malevolence can unleash a fearsome howl that affects all within a 120-foot radius. All those affected must make a Will save (DC 21) or be *deafened* for 2d4 rounds. A creature that saves cannot be affected by the Spirit's howl for 24 hours.

Incorporeal Bite (Ex): The Spirit of Malevolence's incorporeal bite is treated as a melee touch attack (it ignores armor and shields). The bite deals a number of points of magic damage equal to 2d6 + the Spirit's Con modifier (and see "blinding attack," above).

Immunities (Ex): The Spirit of Malevolence is immune to disease, poison, and sonic attacks.

Resistance (Ex): Even if it takes damage from a physical energy attack, the Spirit of Malevolence receives racial bonuses of acid, cold, electricity, and fire resistance (20), and magic resistance (30).

See In Darkness (Su): The Spirit of Malevolence has the supernatural ability to see perfectly in darkness of any kind, even magical darkness created by spells or items.

Unnatural Aura (Su): Both wild and domesticated animals can sense the unnatural presence of the Spirit of Malevolence at a distance of 60 feet. They will not willingly approach any nearer than 60 feet and become *panicked* if forced to do so; they remain panicked as long as they are within that range.

Appendix Two: Magic Items

The following magic items appear in other chapters in this book either as the possessions of NPCs or as treasure that might be discovered by intrepid adventurers.

Acorn Pouch

Description: This small rawhide pouch is embroidered with leaf and tree designs in traditional wood elfen style. It is based on an ancient Tunarian design known only among senior druids of the Soldiers of Tunare.

Powers: Up to 3 times per day, as a move action, the owner may draw forth a single magical acorn from within the pouch. Each such acorn can be any one of three types: *food*, *light*, or *weapon*. When eaten, a *food acorn* provides the equivalent of 1 full day's sustenance for one Medium-size person. A *light acorn* provides as much light as a torch for 4 hours, but produces no heat or flame. A *weapon acorn* can be thrown with a 10-foot range increment as a grenade-like weapon (or fired from a sling with a range increment of 30 ft.), exploding in a 5-foot radius upon contact with any surface and dealing 2d8 points of fire damage (Reflex half, DC 19) to all in the area.

The type of each acorn is selected by the pouch's possessor immediately before it is drawn from the pouch, and cannot be changed afterward.

Caster Level: 9th.

Market Price: 32,500 gp.

Slot: Miscellaneous.

Weight: 0.5 lbs.

Amulet of Shade

Description: This unusual amulet is a shard of razor-sharp volcanic glass on a thin silver chain. The shard is chipped into a triangle with the tip removed, and it has fine acid etching showing a stonework motif, so that the amulet looks like a small, flat-topped pyramid. When used, the shard glows with a deep purple light.

Powers: Whenever a character wearing this amulet is teleported to his bind point, such as by a *translocate* spell, he may instead choose to be teleported to the ruined pyramid in the Hills of Shade.

Activation: Use Activated.

Caster Level: 3rd.



Market Price: 6,000 gp.

Slot: Neck.

Weight: 0.1 lbs.

Arrialla's Token

Description: This token, worn around the neck, is an imbued amethyst set into intricately worked platinum, designed in an antique high elfen style. An engraving in Elder Elvish on the back reads, "Tunare stand between you and peril in any dark places you must tread."

The token was given to Sir Ariam Arcanum by his sister Arrialla just before he left Felwithe for the distant shores of Antonica (and is the token given to PCs by Sir Ariam's ghost in the adventure *Befallen*).

Powers: AC +1, Str +1, Int +2, Wis +2, Cha +1, all resistances (2).

Bonus types: Ability scores = enhancement. AC = deflection. Resistance = enhancement.

Caster Level: 6th.
Market Price: 28,600 gp.
Slot: Neck.
Weight: 0.4 lbs.

Banded Orc Vest

Description: Created by the wood elf tailor Linadian, this heavily padded vest incorporates pieces of Crushbone orc armor that have been cleaned and refashioned to at least partially disguise their origin. The vest is remarkably good for warding blows and quite durable, even if not particularly appealing to those concerned with fashion.

Powers: Although classified as a shirt, this vest functions as slightly bulky +2 *leather armor* with the *hardness* quality. The armor bonus, max Dex limit, skill check penalty, and arcane spell failure penalty granted do not stack with similar modifiers from other armor worn.

Banded Orc Vest (AC +4, max Dex +6, check -1, arcane 10%; hardness 6, 9 hp, Break DC 23)

Cha -2, disease resistance (2).

Bonus types: Ability score = circumstance. AC = armor. Resistance = arcane.

Caster Level: 2nd.
Market Price: 1,000 gp.
Slot: Shirt.
Weight: 5.5 lbs.

Black Silk Robe

Description: These robes, reputedly first created by senior Crushbone orc thaumaturges, look much like *gossamer robes*, but they are considerably more effective.

Powers: This robe is the equivalent of +2 *raw silk armor*.

Black Silk Robe (AC +4, max Dex +9, check +0; hardness 3, 8 hp, Break DC 22)

Con +1, Int +1, magic resistance (3), poison resistance (3).

Bonus types: None.

Caster Level: 7th
Market Price: 10,250 gp.
Slot: Body.
Weight: 3 lbs.

Bracers of Battle

Description: These heavy iron bracers were crafted by the first Emperor Crush long ago, and the secret of their manufacture long since lost. They are traditionally worn by the Warlord of Clan Crushbone.

Powers: AC +3, Str +1, Dex +3.

Bonus types: Ability scores = enhancement. AC = deflection.

Caster Level: 9th.
Market Price: 33,500 gp.
Slot: Wrist.
Weight: 1 lb.

Bracers of the Forest

Description: This pair of intricately carved wooden bracers resembles elvish work more than orcish, yet it was

created by the Thaumaturge of Crushbone. They were carved from the heartwood of an arborean.

Powers: At will, these bracers allow their wearer to walk through up to 1 foot of solid wood as if it were air; this ability functions with respect to a metal-reinforced door, for instance, but not to any surface or barrier that is at least half composed of some other material or that has even a thin layer of some other material upon or within it.

The bracers also grant the wearer a +6 bonus to AC against wooden weapons (but not weapons with a wooden shaft and a metal head, for example), and SR 19 against any spells of the *root*, *snare*, or *grasping roots* spell lines.

Bonus types: AC = deflection.

Caster Level: 6th.
Market Price: 48,000 gp.
Slot: Wrist.
Weight: 0.5 lbs.

Brass Earring

Description: The only evidence that this simple brass hoop is magical lies in the fact that it never grows dirty or dull.

Powers: AC +2.
Bonus types: AC = deflection.
Caster Level: 6th.
Market Price: 10,000 gp.
Slot: Ear.
Weight: —.

Crushbone Belt

Description: These thick leather belts, with their crude bronze buckles, are worn by every orc warrior in Crushbone.

Powers: These belts grant no powers to their wearers. However, Emperor Crush, while wearing his *helm of the dead*, can detect the presence and location of every one of these belts within one mile.

Caster Level: 3rd.
Market Price: 40 gp.
Slot: Waist.
Weight: 0.7 lbs.

Crushbone Shoulder pads

Description: These heavy bronze shoulder pieces are worn by those orcs who serve on Emperor Crush's Royal Guard, as well as a few other ranking orcs of the clan.

Powers: While the wearer of these shoulder guards does not gain any powers or abilities, he can pass freely through most doors in Crushbone Citadel and can walk safely through the Hall of Blades therein, as well. Emperor Crush can use his *helm of the dead* to locate any pair of shoulder pads within a one-mile radius.

Although technically a shoulder item, these shoulder pads protect their wearer as if they were armor. The armor bonus and penalties granted do not stack with similar modifiers from other armor worn.

Crushbone Shoulder pads (AC +1, check +0; hardness 10, 5 hp, Break DC 23)

Bonus types: AC = armor.
Caster Level: 4th.

Market Price: 210 gp.
Slot: Shoulder.
Weight: 3 lbs (per pair).

Drachnid Harness

Description: This strange item is comprised of a series of belts that are strapped around the wearer's waist and between his legs. Four pairs of giant spider legs are attached to the belts, and normally rest running up the wearer's back and wrapped around his shoulders. When in use, the legs uncurl and propel the wearer, leaving his own legs free of the effort.

These harnesses are made by teams of gnome and Teir'Dal necromancers, crafted from the remains of Mayong Mistmoore's drachnid servants. Such necromantic teams are rare, of course, and it takes them considerable magical (and mechanamagical) effort to produce one of these items. Further, Mistmoore does not appreciate those who turn his agents into tools, and is likely to retaliate against any who would craft such items regularly.

Powers: The wearer of this harness need not tire from walking, marching, or running, since the harness legs can move for him with a base speed of 20 feet — the wearer can theoretically run for an unlimited duration (at a speed of 80 ft.). The harness also grants its wearer a climb speed of 20 feet and a +10 bonus on all Climb checks.

Bonus types: Skill = competence.

Activation: Use Activated.

Caster Level: 8th.

Market Price: 60,000 gp.

Slot: Waist.

Weight: 5 lbs.

Dwarven Ringmail Tunic

Description: This miraculously light armor resembles a chain shirt — while it is cut like a normal long-sleeved tunic, reaching to mid-thigh with slits along the sides for easier movement, it is made of closely interlocked metal rings instead of cloth.

Powers: This armor is the equivalent of a +2 chain shirt.

Dwarven Ringmail Tunic (AC +6, max Dex +5, check +0; hardness 12, 17 hp, Break DC 26)

Acid resistance (3), cold resistance (3), fire resistance (3), magic resistance (3), sonic resistance (3).

Bonus types: None.

Caster Level: 6th.

Market Price: 6,750 gp.

Slot: Body.

Weight: 4.5 lbs.

Eagle Talisman

Description: This simple iron talisman is in the shape of an eagle hanging from a chain of black steel. This object is — along with the *iron club* and the *titan's rivet* (q.v.) — one of three parts, the talisman being the head, of the fabled *Rod of Command* (see "Quests" in Chapter Seven: The Barrow of Aaltaal).

Powers: Cha +2.

Bonus type: Ability score = augmentation.

Caster Level: 6th.

Market Price: 4,000 gp.

Slot: Neck

Weight: 1 lb.

Emerald Bracelets of Takish-Hiz

Description: Created in the elven city of Takish-Hiz, these matching wristbands are all that Maesyn Trueshot has left from that ancient land. Passed down from generation to generation, they have been in the Trueshot family since before the Tunarian Hejira.

While the bands are of simple design, they are by no means plain: Each is fashioned with a reinforced leather binding that has withstood the test of time. Braided into the leather are small emeralds that seem to be the main source of power. Unfortunately, no leather worker or jeweler has been able to duplicate these bracelets.

Powers: Separately, the bracelets each have the following attributes:

AC +4, Str +2, Dex +2, Cha +2.

When worn together, the bracers grant further powers: *flowing thought III* and *spell haste II*.

Bonus types: Ability scores = augmentation. AC = deflection.

Caster Level: 15th.

Market Price: 123,500 gp.

Slot: Wrist.

Weight: 0.6 lbs (total).

Goblineye Ring

Description: This fleshy band of sinew and leather is made from a small goblin's eye, the nerves and veins of which have been dried and twisted into a band. A thin leather lid is attached to the eye, which closes when the wearer is awake and opens when he is asleep. The sinew of the ring tightens or loosens to fit any finger.

These rings are made by evil eye enchanters, who pass them out to trusted guards. The process of constructing them requires the goblin who provides the raw materials to give up an eye willingly — such as when a goblin is found committing a crime and is given the choice of losing an eye or being killed.

Powers: This ring functions only when the wearer is asleep. It causes a small part of the wearer's mind to stay alert and sends its visual impressions to him, effectively allowing him to keep watch while he is sleeping, using his usual Spot check modifier. If he sees anything that would cause him alarm in his normal waking state, he wakes immediately and can act in the following round.

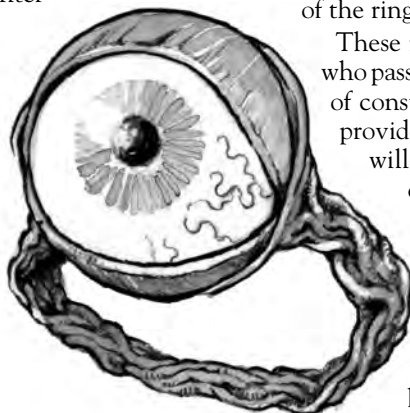
Activation: Use Activated.

Caster Level: 5th.

Market Price: 10,000 gp.

Slot: Finger.

Weight: —.



Helm of the Dead

Description: Crafted by first Emperor Crush, a necromancer of considerable power, this iron helm has surprisingly attractive if simple silver inlays, finished with a gold coronet around the brow. A single dark stone sits in the front spike of the coronet, and when the helm is worn by the acknowledged Crushbone Emperor, this gem gives off a cold bluish light.

Powers: The wearer may invoke powers identical to the spells *sense the dead* and *invisibility to undead* at will, and he gains a +5 bonus on Undead Empathy checks and SR 15 against all spells cast by necromancers.

When worn by an orc, the helm also grants a +4 bonus on Intimidate checks and the wearer's SR increases to 25 against all spells cast by necromancers. The radius of the helm's *sense the dead* ability extends to 1 mile.

When worn by the rightful Crushbone Emperor, the helm grants the power to communicate by telepathy with any undead creature within 1 mile. Further, the Emperor gains the ability to rebuke undead (as the necromancer death mastery of the same name).

Int +1, Cha +1, mana +5.

Bonus types: Ability scores = augmentation. Mana = augmentation.

Caster Level: 24th.

Market Price: 350,000 gp.

Slot: Head.

Weight: 4 lbs.

Horned Boots

Description: These boots are made of fine, waterproof leather. Small ivory horns are attached around the cuff of the boots, each curving down toward the ground. A second set of horns runs down the back of each boot like a horned spine, concealing the boot's seam. The boots constantly glisten as if recently oiled, but are dry to the touch.

These boots were designed long ago by the dwarves of Thurgadin, to protect them from the many predators of Velious when away from their mountain stronghold. The art of their manufacture is a closely guarded secret, and none outside Thuradin knows it.

Powers: The wearer of these boots has no scent. Creatures with the scent ability cannot track or locate him by smell, though they can do so with their other senses.

Caster Level: 4th.

Market Price: 4,500 gp.

Slot: Feet.

Weight: 6 lbs.

Huge Combine Maul

Description: Like most Combine weapons, these huge mauls are of simple iron construction and inlayed with basic enhancing magics. They were clearly designed to be used by ogres or trolls as two-handed weapons. Because of their solid design, those that fall into the hands of giants and similar creatures often become their favored weapons.

Powers: This weapon functions as a +1 *Huge two-handed hammer*.

Huge Combine Maul (2d8+1, delay 5; AC 5, hardness 11, 57 hp, Break DC 30)

Bonus types: Attack = enhancement. Damage = enhancement.

Caster Level: 3rd.

Market Price: 2,340 gp.

Slot: Blunt.

Weight: 32 lbs.

Iron Club

Description: This heavy bar of iron has been twisted into a spiral. Approximately 3 feet long, the lower third of the club is wrapped in worn leather straps, while the far end breaks into a lifelike representation of a three-clawed dragon's hand. A careful examination of the club shows it is of the same style of workmanship as Combine weapons, though its magic enchantment is significantly stronger.

This object is one of three parts — along with the *eagle talisman* and the *titan's rivet* (q.v.) — of the fabled *Rod of Command* (see "Quests" in Chapter Seven: The Barrow of Aataaltaal).

Powers: This weapon functions as a +2 *heavy mace* with the *hardness* quality.

Iron Club (1d8+2, delay 5; AC 7, hardness 14, 29 hp, Break DC 30).

Bonus types: Attack = enhancement. Damage = enhancement.

Caster Level: 33rd.

Market Price: 8,312 gp.

Slot: Blunt.

Weight: 9 lbs.

Ironclad Badge

Description: This small steel badge looks rather like a plain brooch or cloak pin, except that it has no visible catch or fastener. When held against any suit of ferrous armor, however, the badge stays in place so that no one can detach it without the owner's permission. Further, it protects the wearer's armor from corrosion and makes the metal itself more flexible and comfortable to wear.

Powers: As a full-round action, the owner of this badge may attach it to any metal armor he or she wears; the badge may thereafter be removed only by the owner, and only willingly — even magical attempts to coerce the wearer to remove the badge are utterly ineffective.

The armor to which the badge is attached gains the *hardness* quality and the benefit of acid resistance (4) (this resistance is not transferred to the wearer, but protects the armor alone); it also gains an immunity to rust-based attacks or effects, natural or magical. Finally, the affected armor has its associated armor check penalty reduced by 1 and its spell failure penalty (if any) reduced by 5%.

The badge itself is totally immune to rust, acid, natural heat, or the harmful effects of weather or the natural elements; thus, it could sit out in the wind and rain for 1,000 years and be completely unharmed and untarnished. However, it is affected normally by magical fire attacks or other effects that would damage a simple steel object of its size and composition (it can be destroyed by dragon's breath, for instance, but not by exposure to a mundane house fire).

Caster Level: 7th.

Market Price: 7,200 gp.

Slot: Miscellaneous.

Weight: —.

Midnight Cloak

Description: These valuable cloaks are made by the dark elves, and given only to their highest nobles and greatest warriors and mages. The cloak is midnight-black silk on the outside, with a cobalt blue inner lining.

Powers: Although technically a back item, the cloak protects as if it were +4 *raw silk armor* with the *shadow* quality. The armor bonus granted does not stack with similar bonuses from other armor worn.

Midnight Cloak (AC +6; hardness 3, 8 hp, Break DC 22)

Bonus types: AC = armor.

Caster Level: 12th.

Market Price: 59,600 gp.

Slot: Back.

Weight: 3 lbs.

Mirror of Scrying

Description: These large mirrors have beautiful gilded frames in an extravagant archaic style; they are invariably pieces of immaculate workmanship, thought to date back to the time of the Combine Empire or perhaps even further. Anyone looking into the mirror can command it to show an image of any other being, as long as the person using the mirror knows the target in some way or else has a bit of hair or a nail clipping (or some other body part...) of the target in question.

Powers: Once per day, the mirror's user can see some target creature for up to 7 minutes as if through a mobile "sensor" that follows the target, which may be at any distance from the user. Activating the mirror's scrying power takes 10 minutes. If the target succeeds at a Will save (DC 17), the scrying attempt simply fails. The difficulty of the save depends on how well the user knows the target and what sort of physical connection (if any) she has to that creature. Furthermore, if the subject is on another plane, it gets a +5 bonus on its Will save.

Knowledge of Target	Will Save Modifier
None*	+10
User knows of target (anecdotal association, legendary figure, etc.)	+5
User knows target personally	+0
User knows target intimately	-5
* The user must have a part of the target (see below) if she knows nothing of him.	

Part of Target Held	Will Save Modifier
Nail clipping, lock of hair	+0
1 oz. of blood or flesh	-2
5 oz. of blood or flesh	-4
Significant body part	-6

If the target's Will save fails, the user can see (but not hear) the target and his immediate surroundings (approximately 10 feet in all directions of the target). If the target

moves, the mirror's scrying sensor follows at a speed of up to 150 feet.

The mirror's sensor has the user's full visual acuity, including any magical effects; spells or magical effects cannot be cast through the sensor, however. Thus, the user could see with ultravision if she had a *chill sight* spell in effect on herself while using the mirror, but she could not harm the target or cast *eye of Zomm* through the sensor to see beyond the mirror's 10-foot radius.

If the target's Will save succeeds, the user can't attempt to scry on that subject again for at least 24 hours.

Activation: Command Word.

Caster Level: 7th.

Market Price: 35,000 gp.

Slot: Miscellaneous.

Weight: —.

Oakleaf Brooch

Description: This sturdy brooch is strong enough to hold the heaviest cloak closed without breaking, despite the fact that it is apparently fashioned out of a simple oak leaf with a wooden clasp. The wearer becomes difficult to ensnare using plant magic.

Powers: The wearer of this brooch gains the benefit of spell resistance 20 against spells of the *root* and *snares* lines, as well as any other spell or magical effect that would cause plants to entrap or hamper the wearer.

Caster Level: 15th.

Market Price: 10,000 gp.

Slot: Miscellaneous.

Weight: 0.1 lbs.

Ranger's Cloak

Description: These durable, waterproof hooded cloaks — made using some magical process said to involve hemp, nut oils, and fallen leaves of the forest's Broadroot trees — are fairly common among Faydark's Champions. Those who perform valuable services to the rangers are often granted such a cloak as a token of their esteem and gratitude.

Powers: The wearer of this grey-green cloak receives a +5 bonus on Hide checks made in outdoor or underground settings. This benefit does not apply indoors or in otherwise fabricated settings.

AC +1.

Bonus types: AC = deflection. Skill = competence.

Caster Level: 10th.

Market Price: 3,625 gp.

Slot: Back.

Weight: 1.8 lbs.

Robe of the Riftwalker

Description: This robe was created when the Felwithe Arcanist's schools came into being. Each master of the arcane orders — enchanter, magician, and wizard — is said to receive such a robe, each with powers appropriate to its order, when he or she ascends to the position of High Master of the school. The Robe of the Riftwalker is the robe passed on to the guildmaster of the School of Wizardry.

Powers: This robe is the equivalent of +4 *raw silk armor*. Once per day, the wizard who wears the robe may invoke an effect identical to the *Fay gate* spell as an attack action.

Robe of the Riftwalker (AC +6, max Dex +9, check +0; hardness 5, 10 hp, Break DC 23)

Hp +12, mana +10.

Bonus types: Hit points = enhancement. Mana = enhancement.

Caster Level: 12th.

Market Price: 106,000 gp.

Slot: Body.

Weight: 4 lbs.

Shadowleaf Ring

Description: This delicate ivory ring is carved in the form of a circlet of Broadroot leaves. It alters its size to fit the hand of any wearer.

Powers: The wearer of this ring receives a +5 bonus on Hide and Sneak checks in forested surroundings.

Bonus type: Skills = competence.

Caster Level: 10th.

Market Price: 1,100 gp.

Slot: Finger.

Weight: 0.2 lbs.

Tinder Staff

Description: This long wooden staff is surprising slender, more like a wand in girth than a normal staff. Both ends are blackened as if from exposure to flame, and at the top (whichever end the wielder holds upward) a tiny flame flickers constantly.

Powers: This flimsy-seeming weapon can be used as a +1 *quarterstaff*. It also has its own pool of 40 mana, with which an arcane spellcaster can cast *fire flux*, *flare*, or *shock of fire* at will (save DC 15); this mana cannot be used or accessed for any other purpose, and it replenishes itself at a rate of 1 mana every 30 minutes.

Tinder Staff (1d6+1/1d6+1, delay 5; AC 6, hardness 6, 11 hp, Break DC 22).

Bonus types: Attack = enhancement. Damage = enhancement.

Activation: Spell Trigger (arcane spellcaster) [*fire flux*, *flare*, or *shock of fire*], Use Activated [all other powers].

Caster Level: 5th.

Market Price: 59,250 gp.

Slot: Blunt.

Weight: 4 lbs.

Titan's Rivet

Description: This heavy iron ring is rough and irregular, its surface unmarked by time and abuse, but crafted unevenly. Thin veins of silver run through the iron, but the ring's lack of polish makes this very difficult to see without close examination. The inside of the ring is smoother, allowing it to fit comfortably on a bare thumb or index finger, but also grooved as though designed to screw onto a shaft or rod of some kind.

This object is one of three parts — along with the *eagle talisman* and the *iron club* (q.v.) — of the fabled Rod of

Command (see “Quests” in Chapter Seven: The Barrow of Aataaltaal).

Powers: This object, worn as a ring by a Small or Medium-size individual, increases the magical AC bonus of any one suit of armor or clothing on its wearer by +1. Thus, if a character wears *Nathsar armor* and the *titan's rivet*, then the armor effectively acts as +5 *studded leather* rather than +4 *studded leather*. Mundane clothes grant a +1 enhancement bonus to AC when worn with the *titan's rivet* (as long as the character is not wearing any other armor).

Activation: Use Activated.

Caster Level: 33rd.

Market Price: 2,000 gp.

Slot: Finger.

Weight: 0.2 lbs.

Windshield Strap

Description: This small bronze handle looks like the wrist- or hand-strap from a heavy shield. If used as such, it reduces the weight and encumbrance of the shield to which it is attached.

Powers: This small magical device can be attached to any shield as an attack action simply by holding it in place and speaking the proper word (usually the Elvish name “Windshield,” but some use the Elvish words for “lighten” or “ease”). The shield thereafter has its effective weight reduced by one-half or by 8 pounds, whichever is less, and its armor check penalty is reduced to 0. Finally, the bearer of the shield may use the shield hand as if the shield were a mere buckler.

Removing the strap from a shield requires the same command word as attaching it.

Activation: Command Word.

Caster Level: 17th.

Market Price: 136,000 gp.

Slot: Miscellaneous.

Weight: —.

Wolfen Statuette

Description: This small, slightly worn wooden carving of a wolf is of very good craftsmanship, although a non-spellcaster who examined it would likely never suspect that it is magical.

Powers: Once per day when the command word is spoken, the statuette grows and transforms into an actual dire wolf that obeys the speaker's commands (but only to the extent that any well-trained and loyal animal might do so). The statuette remains in its dire wolf form for (1d6)x10 rounds, or until it is slain or its command word is spoken again by its master. However, if the wolf is slain, the statuette cannot be commanded to resume its dire wolf form for one full week.

Activation: Command Word.

Caster Level: 13th.

Market Price: 36,000 gp.

Slot: Miscellaneous.

Weight: —.

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ROLE-PLAYING GAME

Realms of Norrath: Forests of Faydark

**The Forest is Lovely,
Dark and Deep...**

...and the orcs of Crushbone have promises to keep. Namely, doing more than just carving out a home for themselves in a forest swarming with elves, faeries, giant wasps, and spiders — and other, *darker* things as well.

Emperor Crushbone is intent on claiming the whole of Faydark. Forget the two elven cities, Kelethin of the wood elves and Felwithe of the high elves. Pay no heed to the rangers and the druids who protect these woods, as well as the mysterious arboreans. These things may be of little concern, for it is rumored that the orcs have forged an alliance. Is it with the clandestine cult known as the Unseen, hidden within the Hills of Shade? With the dark elf vampire lord Mayong Mistmoore himself? Some elves are concerned enough that they seek visions of the future in the waters of Elizerain Lake... but the images there are more troubling still.

**100% compatible with 3.5 edition
fantasy role-playing rules**

The latest in the “Realms of Norrath” series, *Forests of Faydark* details the central regions of the Faydwer continent, including Greater and Lesser Faydark, the Hills of Shade, and Elizerain Lake, as well as two elven cities and the orc stronghold of Crushbone. This vast amount of source material allows for innumerable stories and adventures, but one ready-to-run adventure is also included: “The Barrow of Aataltaal.”



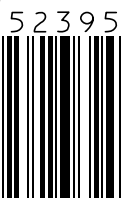
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