RAPPAN ATHUK

Expansions

Volume I



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Rappan Athuk: Expansions

Introduction

Welcome to the ongoing adventures in my home-brew mega dungeon, *Rappan Athuk*. This is the first in a (hopefully) long series of additional materials that will be added to what may be, or certainly will become, the world's largest mega-dungeon. I apologize in advance for the delay in the first installments, however I wanted to ensure that the new levels meshed well with the whole, and that continuity was not compromised.

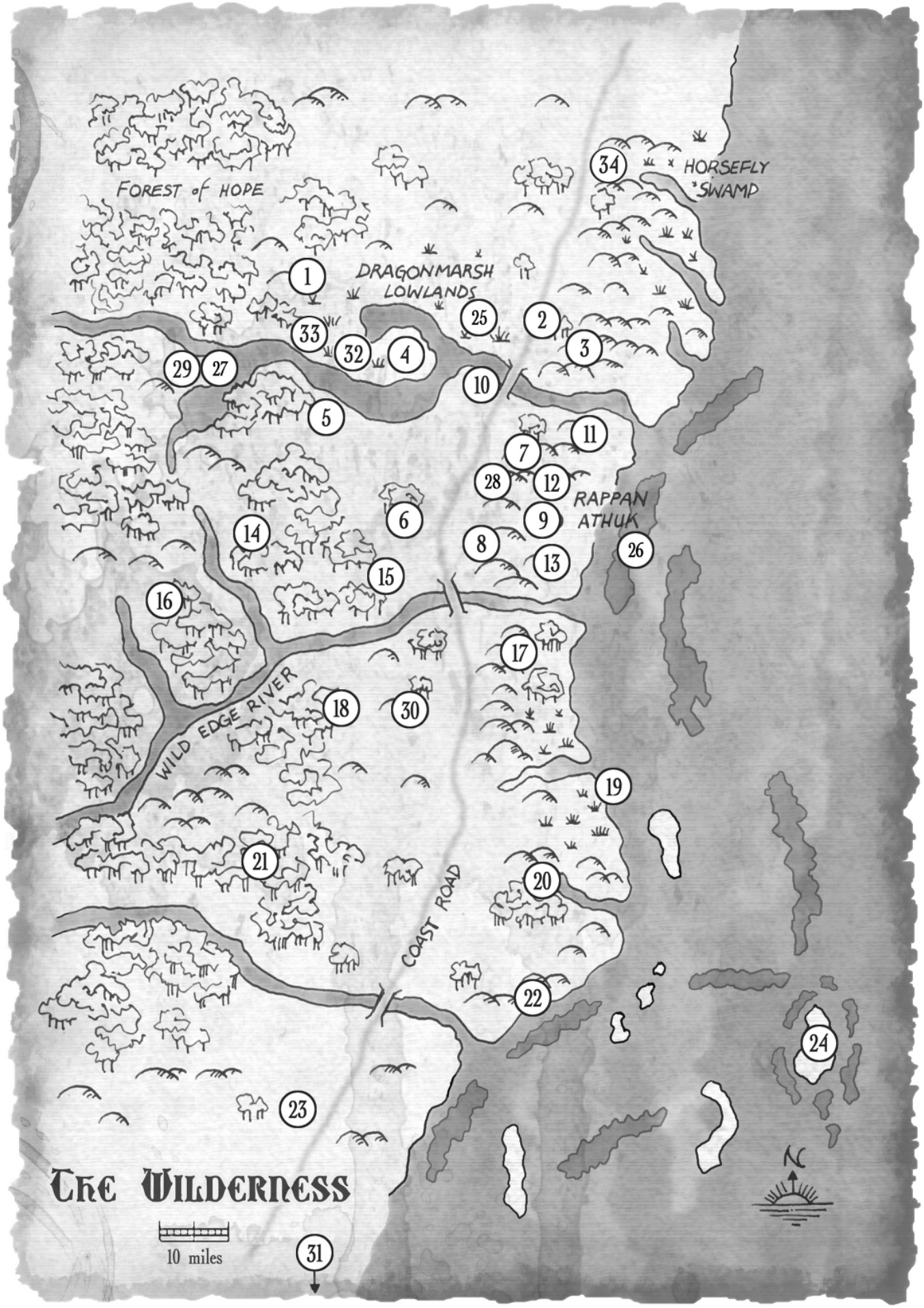
This volume will feature a revised wilderness map, to detail placement of any new wilderness features and surface areas of interest.

What these new levels represent is the additional material I have thought up over the years, and most probably, will feature the actual new areas that I have abused my home players with in many cases. New areas I am currently planning to build include 1) The ancient cave complex that predates even the occupation of the dungeon by the thugs and priests of Orcus, 2) Expansion of the areas being invaded by the priests of the frog god, Tsathogga, in their attempt to wrest control of this evil place away from the minions of Orcus, 3) New upper level areas (by popular demand), to allow use of lower level player characters. These may in cases connect to the Mouth of Madness, the main dungeon itself, or may be "standalone" in that they do not connect to the main dungeon until they get to deeper levels, and 4) Lost Deep levels do exist both in my cranium as well as in my game at home. These areas will add additional challenges for mid and high level player characters and promise to be every bit as deadly as what the main dungeon has prepared you for.

For a flavor of what is to come, the following is what I have planned (and outlined). For 2013, I have written a new low level area known locally as "***The Tunnels of Terror***". This work represents several early levels that I wrote in 1977–1978 that just never quite got finished (until now). In the past few years, my home game has revolved around lower level play, and the old "***Tunnels***" have been reborn for that purpose.

This new entrance to the dungeon is designed for character levels 1–3. The first chapter represents the first level of the complex (which of course ties into the main dungeon). Also planned for later is a lost deep level, known as "*Caves and Caverns of the Elder Gods*", found only once in the history of the dungeon, which expands on the cryptic references found in Zombieland (**Level 13B**) that a far older and more terrible evil than the minions of Orcus once lived here. This level may explain why the evil demon-worshippers were drawn here in the first place. These levels also contains more cryptic references to the deep levels (the ***Cyclopean Deeps***) far below the main dungeon, and even a passage there.

Additional rumors will be available, as well as the locations of tie-ins to surrounding adventure areas (such as Zelkor's Ferry or the Cloister of the Frog God).


FOREST of HOPE
DRAGONMARSH LOWLANDS
HORSEFLY SWAMP
RAPPAN ATHUK
WILD EDGE RIVER
COAST ROAD
1
2
3
4
5
6
7
8
9
10
11
12
13
14
15
16
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34
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The Wilderness
10 miles

Part 1
Wilderness Area 29: Castle Calaelen

Forward

This chapter represents a joint collaboration between myself and Alex Clatworthy. One of the main requests I have received is for additional low level material, training grounds if you will for the "main event" that is the huge complex itself. To this end, I have asked Alex to help me pull together a series of many low level delves and side tracks, with a goal of fleshing out the surrounding environs and wilderness area. We may even add a few waypoints and villages to provide respite between expeditions into the dungeon.

Evil is drawn to evil, and to truly have any chance at cleansing it, one must first clear the above ground areas to prevent the whole area from dropping into a Mordor-like state, full of creatures of darkness and providing a too-hostile environment for adventurers to reach their destination. Conveniently, this also provides opportunities for the lower level parties of adventurers to make their way, gather information and gain the requisite experience to take on The Well.

Bill Webb
March 2013

Co-Author's Forward

I wrote Castle Calaelen both to serve as a base of operations, and also as a plot hook. The idea that rests at its core is the foolishness of the whole thing. Rappan Athuk does well to be a dangerous, creepy and foreboding place, but the Castle was designed to mock the idea that people would choose to seek their fortune here. In my home campaign, one player was given the deed, which also stated they were "Lord of The Forest of Hope and its surrounds", a lofty sounding title but functionally useless. The players (having no idea what they were getting into) planned to loot the dungeon, and use their wealth to start a kingdom of their own. The goblins pretending to be 'nobles' and the generally crummy nature of the castle let them know just how far away that dream was, and also a subtle dig at Maybeth's foolishness.

As for mechanics, the castle should be easily adjustable. The lovely thing about goblins is how versatile they are. While this is designed for a party at level 1, adding extra goblins and even class levels could suit a party up to level 8 without much trouble. Afrit could easily use any other base creature, although the twisted, tough crow made for an imposing figure that the party had to learn to live with (and placate) for quite some time.

Thank you for taking the time to read my work. I enjoy writing additional content for established works, and Rappan Athuk has been the most fun to play around with.

— Alexander Clatworthy

Introduction

Castle Calaelen (Cah-lay-lan) sits in ruin, built into the side of a small hill, west of Zelkor's Ferry and north of the Mouth of Doom. Its construction was ordered by an elven noble with more coin than sense. It pre-dates the fall of Tsar and the Sunken Graveyard, although time has not been kind to it. More a fort or manor than a proper castle, it has been home to anyone who wanted a roof over their heads — even if the roof looked like it was ready to fall in at any moment. The pale stone bricks of the walls have begun to crumble or roll down the hill, and the main building does not look to be in good shape; the entire structure leans to the east in a worrying way. Recently it has become home to a tribe of goblins who have decided to stay, however a few discarded objects from previous owners have given these goblins an edge over anyone who would dispossess them of their estate.

Currently, the castle is inhabited by a small tribe of **9 goblins**, who have found that the castle makes a good base of operations. They're lead by **Jedra**, a clever goblin who found a book of Orcus' rites and rituals (left over from a previous occupant) and has set about learning to create and enslave undead in the hope of bolstering her raiding parties.

The goblins are making a nuisance of themselves, raiding nearby farms and particularly undefended caravans once or twice a fortnight, and have done well enough to hire **5 gnolls** lead by **Gorl** to defend the castle while they're away. Their general pattern is to have three goblins scout a farm or caravan traffic along the road, and when they've found a good target they send for the rest of their number. They're also having some luck fishing at a river to the north and have amassed nearly a week's worth of food, and are generally in high spirits.

The goblins are having the time of their life in Calaelen. They're spending their time pretending to be 'society', holding 'banquets' in the dining hall, satirical religious services in the chapel and generally making fun of their dim idea of human high-society. On occasion they can be seen wearing clothes looted from the old master bedroom (although they don't fit), and some of the goblins encountered should be found wearing oversized shirts, or using socks as hats.

Mechanically, Castle Calaelen provides a starting point or plot hook for an adventuring party looking to begin the campaign at first level. That is not to say that the castle is safe — this is Rappan Athuk after all — but it serves as a good first adventure and possibly a base of operations for a company of adventurers foolish enough to think they can make their fortunes plundering the Dungeon of Graves.

The party could hear about the castle in Zelkor's Ferry, or perhaps one character could inherit the deed to the place and try and reclaim what is rightfully theirs.

News has reached the townsfolk of Zelkor's Ferry that travelers have been increasingly assaulted by marauding humanoids. It seems that a new brigand group has taken up residence in a small castle to the west of town, one that only a few years ago housed elves. The elves either died or fled

the area, leaving the place abandoned and in a state of disrepair. Recently, a group of travelers noticed that the broken bridge across the moat had been messily repaired, and investigated. They were greeted by a flight of arrows, and being wise rather than brave, retreated, leaving one of their number dead, and two others grievously wounded.

New rumors to be added to the table of available rumors for this installment include:

- "We lost six friends when we went near that old elven castle! Full of giants throwing rocks it was!" (False)
- "I heard that old elf lord went crazy, something about swords and princes!" (True)
- "Those green priests told me that the death head priests were moving into the castle to the west. Don't know about you, but I think it's time to leave this place." (Possible)
- "I heard a giant black dragon was seen in the hills to the west. They say it serves a demon!" (False in a sense, but see the next installment!)
- "The elves have returned to the castle to the west, but I hear they shoot first and ask questions later. I always hated elves." (False)

Multiple ways of introducing the castle to the campaign exist. Castle Calaelen was built some time before the fall of Tsar and the Righteous March by an elven noble named Orlinde Calaelen who was rich but not terribly clever. Maybeth, a descendant of hers, decided to make use of the castle and set up an adventuring group named The Great Downwards Engineering Company. The purpose of this group was to systemically purge Rappan Athuk of evil, and in doing so profit from the process. After a first, highly successful expedition, Maybeth became obsessed with "finding the missing prince and princess" (due to her finding the *Sword of Kings and Queens*, and falling under the influence of its *geas*). She sold everything she owned, including the deed to the castle and set off on a second journey (meeting her fate in ***Rappan Athuk*, 12C-9**).

One way to get players interested in the castle is through ownership. The deed has passed through many hands, gradually losing all it's worth. At the start of this story, one character could inherit or purchase the deed to the castle, and the rights to run an adventuring company (free from any taxes). Clearing the castle should allow the party to find Maybeth's journal in **Area 0D-21**. From there it should direct the party to the Mouth of Doom and beyond, driven by a combination of righteousness, greed and curiosity.

A second way to have the players find this place would be random chance. The characters, either after fleeing Rappan Athuk for their lives, or exploring the countryside before making their first foray into the mega-dungeon, crest a small hillock and notice a dwelling perhaps a few hundred yards in the distance. From this range, it is difficult to determine the exact type of structure, but from the size it must be at least a fortified manor of some kind. Perhaps the owners would be willing to offer shelter?

It could even be something simpler. The party stumbles upon a dilapidated keep while travelling. With the threat of rain (or worse) on the horizon, it sure would be nice to find somewhere dry to stay the night. If no one owns this place, why not stay a while and regroup?

Level 1

Difficulty level: 1
Wandering Monsters: None.
Standard Features: Unless otherwise noted, all doors in Castle Calaelen are made of rotting, iron-reinforced wood. All windows are boarded up with planks of wood unless otherwise noted.

Castle Approach

On the edge of the Forest of Hope near the town of Zelkor's Ferry sits a large, angular hill, rising above the surrounding trees. The hill is too steep to walk up except on the south face where it rises steeply for 50ft, then flattens out before rising again to its peak. The flat area provides a good view of the surrounds, and someone has tried to squeeze a structure onto the small plateau which stands 25ft tall, partially in the shadow of the rest of the hill.

The castle is in a terrible state of disrepair, its outer walls crumbling into a dry moat now nothing more than a muddy pit. Rotting planks nailed together bridge the pit, and **two gnolls** stand guard in the shadow of the gatehouse at **A**. Occasionally a goblin can be seen wandering the courtyard behind them.

The northern face of the hill is in fact a cliff. It's quite possible to traverse unaided, and pitons and ropes would make it quite simple, although it would be hard to do so without making enough noise to alert the castle occupants. Once up, the party can make a 10ft drop onto the roof of the castle and climb down into **Area 0D-18** or **Area 0D-19.**

Gnolls (2): HD 2; **HP** 10, 12; **AC** 5[14]; **Atk** bite (2d4) or battle axe (1d8); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** none.
Equipment: ring mail, shield, battle axe, 3d4 sp.

Tactics: The gnolls have been hired as guards, although they have no love of being outnumbered. If they're attacked they bark an alarm, summoning two more **gnolls** from **Area 0D-8** who arrive one round later, and giving the goblins in **Area 0D-14**, **16** and **18** time to prepare. The gnolls attempt to capture any characters trying to cross the bridge, or knock them into the pit below. If they find themselves unable to hold the bridge they retreat to **Area 0D-8** to barricade the door and lick their wounds, looking for an opportunity to slip away.

If the characters hide and observe the gnolls for any length of time a loud "caw" will be heard from inside the castle, causing the gnolls to perk up and look at the sky warily. The reason for this is the resident of **Area 0D-6**, which still spooks the gnolls somewhat, and is the main reason for their alertness.

Area 0D-1: Courtyard

The courtyard is a small expanse of mud and overgrown grass. The ground gets muddier in the north-eastern end where the runoff from the bathhouse at **Area 0D-5** soaks the ground.

The goblins don't like spending time in the courtyard much, but the sentries in room **Area 0D-18** keep an eye on it, and fire at intruders in the courtyard if they notice them until the intruders flee.

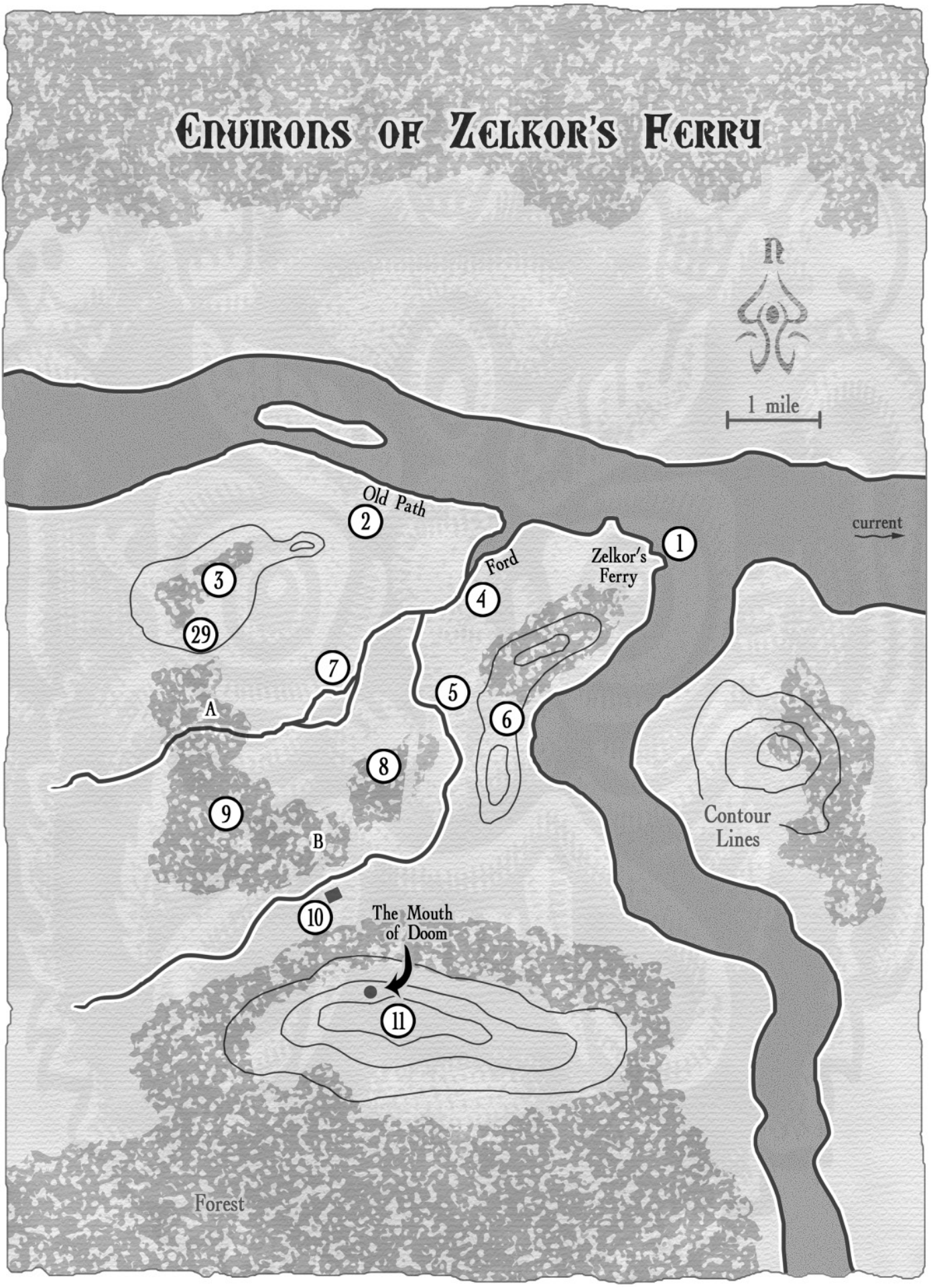
Area 0D-2: The Smithy

The odd shape of this room and slightly neater construction suggests it was built after the main castle. A large forge sits just inside the room against the north wall, with a pile of broken wood to be used as fuel piled next to it, as well as some iron scraps. Half-finished weapons and armor (clearly goblin sized) hang on makeshift hooks and racks around the room. One goblin smith works the forge, not caring if the alarm has been sounded so engrossed is he in his craft. If approached he takes a mostly-finished hammer from the fire and threatens the intruders. The smith is unusually disinterested in fighting, and tells the characters (in goblin) whatever he thinks will get them to leave him in peace (such as the number of goblins in the castle, or the presence of Afrit in **Area 0D-6**).

Gorbaz has no loyalty to Jedra, he is just elated at being able to work at a 'proper' forge for the first time in his life. Gorbaz has already melted down everything in the castle he could find and Jedra has forbidden him from melting down anything else. If the party can convince him that they will allow him to continue to work or supply him with more metal then he allows them to heat their weapons or ammunition in the forge. A simple gift of a metal weapon will also suffice.

If attacked by more than two opponents he is likely to beat a hasty retreat to **Area 0D-18**, scaling the outer wall as he goes (he knows about the trap at **Area 0D-9**, and will therefore avoid the door if the alarm has been raised).

Gorbaz, Goblin Smith: HD 1d6hp; **HP** 6; **AC** 6[13]; **Atk** warhammer (1d4+1 plus 2 fire damage) or shortbow x2 (1d6); **Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; **Special:** –1 to hit in sunlight.
Equipment: leather armor, shield, warhammer, shortbow, 20 arrows, 3d4 sp.


Environs of Zelkor's Ferry
N
1 mile
current
Old Path
2
Ford
Zelkor's Ferry
1
3
4
29
7
5
6
A
8
9
B
Contour Lines
10
The Mouth of Doom
11
Forest

Special: The hammer, hot from the smithy's fire, inflicts an extra 2 points of fire damage for the next 2 minutes. Players may also heat their weapons in a similar manner; heating takes 1 minute of exposure to the flames of the forge. Weapons heated this way are more fragile; during the 2 minutes of additional heat damage, if the character rolls a 1 on any to hit roll, the weapon is broken and useless.

Area 0D-3: Stable stores

Opening the door startles a few rats, nibbling on the contents of this room. A small pile of hay and two bags of oats are the room's only other occupants.

Area 0D-4: The Stable

The stable has been totally gutted, most of the iron rings on the walls have been worked free, and the wood of the stalls has long since been broken down for firewood.

Three **ponies** are tied to the wall here. They are not the property of the goblins but have been stolen from a particularly poorly guarded caravan that passed through Zelkor's Ferry a month ago. The goblins are using them as pack beasts to help them carry the spoils of their raids back to the castle, although the ponies dislike the work and the goblins. If freed, they can be convinced to make a quick and noisy run for the main gate, providing a useful distraction if one is required.

Ponies (3): HD 2; **HP** 7, 5, 6; **AC** 7[12]; **Atk** bite (1); **Move** 18; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** none. (***Monstrosities*** 252)

Area 0D-5: The Bathhouse

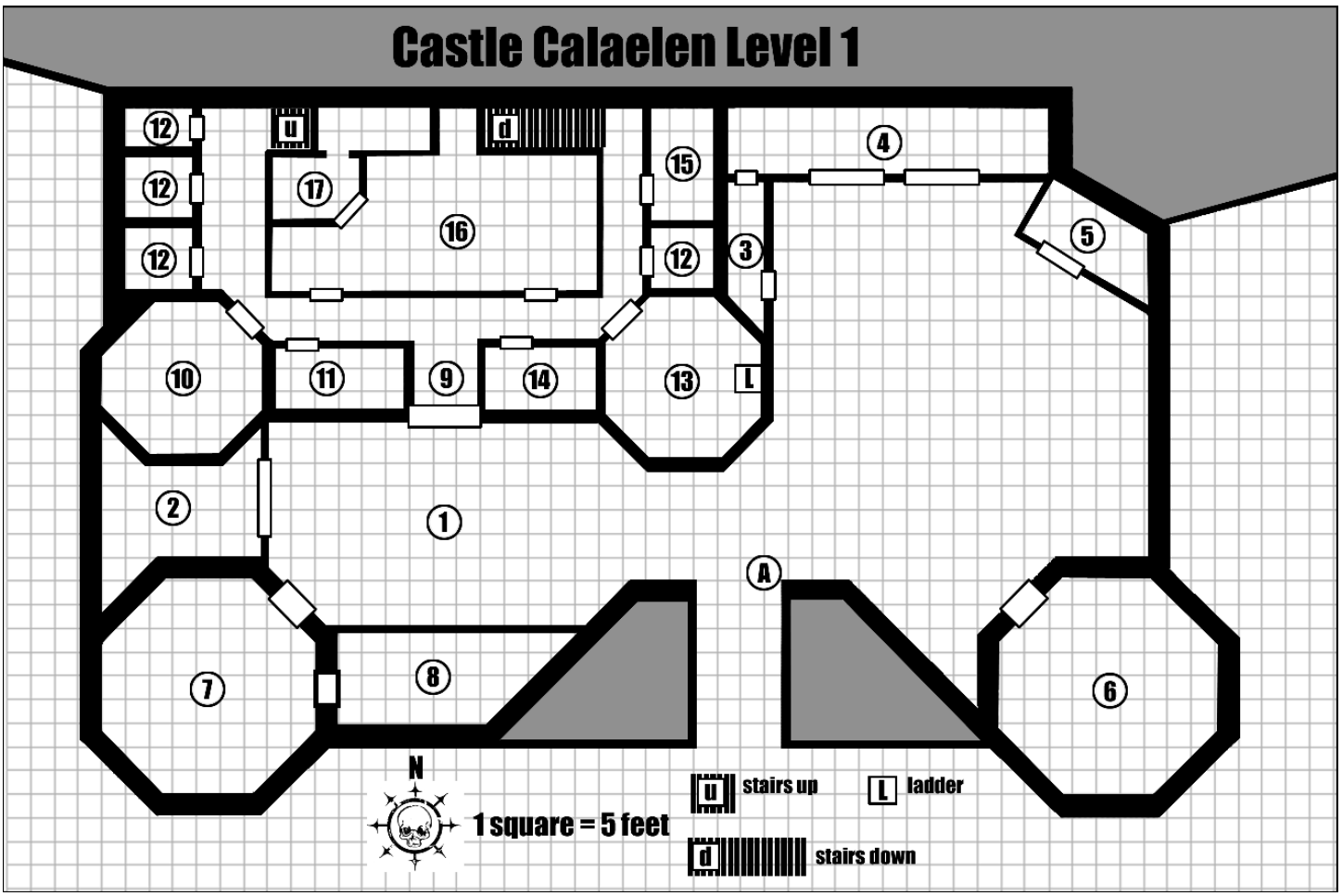
A natural spring flows down the cliff and through a duct to make a small natural reservoir of clean water inside this small out-building. The goblins have not been attempting to keep it clean however and the entire building stinks of waste. Should a character decide to paw through the water a roll of 1 on 1d6 turns up a small gem worth 20gp, although if they do not take adequate steps to avoid contact with the water any character sifting through the bath is exposed to disease (save or one hour later the affected character is –1 to hit for 24 hours).

Area 0D-6: The Occupied Tower

This tower looks in passable repair from the ground, although if viewed from above it's clear that the roof of the tower and its second floor have been broken in, leaving the tower hollow. The tower's ground floor door has been boarded up from the outside, and chalk graffiti written in rough goblin reads *"No go. We let has"*.

The boards can be pried loose with an Open Doors roll, allowing the door to be opened freely. Inside the tower is in ruins with the remains of the second floor, stairs and roof lying in a heap of rubble on the ground; this rubble does not prevent movement but is difficult to traverse (half normal movement rate). Nesting in the middle of the mess is **Afrit**, a large, intelligent demonic raven; in Afrit's nest are two large dark-grey eggs.

Afrit is no ally to the goblins, but made her home in the tower before they arrived. Afrit and the goblins maintain an uneasy peace: the goblins offer Afrit meat taken from their victims and in return the goblins hope Afrit will act as a kind of guard dog, a duty Afrit has no interest in undertaking. Afrit is smart enough to know that the goblins pose little threat to her and is happy with the goblins' occasional gifts. Afrit will occasionally fly off to hunt, and a roll of a 1 on a 1d4 means that on this particular day





Afrit is many miles from the castle.

Tactics: Afrit fights to the death to defend her nest, but will not actively bother the characters unless they enter her tower. If the party tries to open the door to her tower Afrit screams in an attempt to scare them off. If all else fails (or she hears someone plotting outside) she casts *darkness* in her tower, then grabs a block of stone in each talon and takes to the air to drop bits of stone on anyone in the courtyard. She fights to the death to defend her eggs.

Afrit, Demonic Raven: HD 2; **HP** 13; **AC** 7[12]; **Atk** 2 talons (1d4+1), bite (1d8+1); **Move** 3 (fly 24); **Save** 16; **AL** N; **CL/XP** 4/120; **Special:** half damage from acid, cold, electricity and fire, immune to poison, magic resistance (25%), magical abilities, silver or magic weapon needed to hit.

Magical Abilities: 3/day—*darkness*

Treasure: On top the debris is Afrit's cache of shiny gems (5 large but rather common gems worth 50gp each). The true treasure is actually part of the rubble, a *+1 shield* that was inside when the tower collapsed (a roll of 1 on 1d6 notices it). It takes 10 minutes of noisy digging to free it, however.

Area 0D-7: Gnolls' Tower

This tower has mostly collapsed in on itself. If the party engages the gnolls from **Area 0D-8** in this tower the rubble is difficult to travel through (half normal movement rate). A cursory check of the tower reveals that the room is close to falling down anyway; with care the tower's remaining supports could be collapsed, taking out rooms **Area 0D-8** and **2** along with them. If anyone is in rooms **Area 0D-8** or **2** when the roofs collapse they take 4d6 points of damage from falling masonry and materials; any creature standing near an exit can attempt a save for half damage.

The second story has mostly rotted away, and it is not possible to reach the roof without scaling the dilapidated walls. Anyone on the roof trying to get down can attempt to carefully jump down along the broken support beams with a save at –1 to land on some of the remaining structure; failure to land on the beams (or to grab hold of them) results in a 20ft fall to the rubble below.

Area 0D-8: Gnolls' Bedroom

There are five gnolls employed by the goblins to defend the castle. Two are on duty at all times, and a third will be down in **Area 0D-23**. Unless the alarm was sounded at the front gate the **remaining two** can be found here. When the characters arrive the gnolls are equally likely to be engaged in one of their three favorite pastimes: sleeping (on a roll of 1–2 on a d6), eating (on a roll of 3–4) or mock-fighting (on a roll of 5–6). Determine the gnoll's current activity before resolving their chance to notice the characters arrival; mock-fighting is raucous and so lowers the chance of the gnolls noticing the approaching characters but they are already armed even if they do not hear the characters approach.

If the room is searched, the characters unearth the gnoll's cache on a roll of 1–2 on 1d6 (hidden under a floorboard in the back). Inside is a *scroll of hold monster*. The gnolls know what it is; although they cannot use it themselves they plan on selling it to the goblins if Afrit starts to threaten them. The cache also contains their pay from the goblins, 560 sp.

Gnolls (2): HD 2; **HP** 9, 11; **AC** 5[14]; **Atk** bite (2d4) or battleaxe (1d8); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** none.

Equipment: ring mail, shield, battle axe, 3d4 sp.

Area 0D-9: Main Entrance

The great doors to Castle Calaelen have survived, although they do not open smoothly. If the goblins have heard the alarm the door is locked and they will have armed **a pair of arrow traps,** set to fire whenever the doors are pushed open. The arrows fire at the characters as an 8 HD creature, doing 1d6 points of damage each, with a range of 60ft.

Note: The stairs up at **A** have been blocked; it takes an hour's work for a group of four strong man-sized creatures to clear them. The stairs down at **B** are unobstructed.

Area 0D-10: Guard Tower

This tower is in good repair, with a ladder leading up to **Area 0D-19**. The room is otherwise unoccupied. A door in the western wall is secured with a chain and a lock which looks imposing, but is rather simple to open (Open Doors roll). Due to the way in which it has been attached it would be difficult to open the door without making a lot of noise removing the heavy chain.

Area 0D-11: The Armory

The armory has clearly seen better days. There are enough racks, stands and cases to hold gear sufficient to equip a battalion, although they are nearly all empty and what little is left is either in disrepair or made for goblins. In the racks are 4 spears, 4 short swords, 4 shields and 100 arrows. These are the supplies the goblins use for raids, as the spears are less suited for indoor use. There are also 2 wooden shields hung for decoration. A box of parts is actually a disassembled heavy crossbow that the goblins have overlooked. Four hours of careful work will see it fully functional again, although there are no bolts among the parts.

Area 0D-12: Guest Rooms

These rooms have been stripped of whatever furnishings they once contained. Some of the goblins are using these as sleeping areas or bathrooms but are currently deserted.

Area 0D-13: The Rotting Tower

While the whole castle is showing signs of decay, this tower is seeing the worst of it. The spongy wooden floor gives a little when stepped on.

There is a ladder against the far wall that is still traversable by a smaller than man-sized creature (such as a halfling), but it cannot bear the weight of a creature of man-size or larger; should such a creature attempt to cross the ladder there is a one in three chance it will crumble in their grasp, and a larger than man-sized creature would certainly break it; even so anyone climbing the ladder can tell it's rotted through.

The ladder leads to **Area 0D-18.** Since this is the goblins only easy route to the second floor they have been careful with the ladder; if it's broken they will need to spend a day clearing the stones at **A**.

Area 0D-14: Goblin Tea Party

Three goblins make this room their own if the alarm has not been raised. What was once a tea room is now is a mess of half-broken furniture and shattered crockery. The goblins are having fun pantomiming with the remains of a tea set and laughing raucously.

There is a rope against one wall, attached to a pulley, running up through a hole in the ceiling. This is the remains of a dumbwaiter, though for man-sized creatures movement will be halved. The gap leads into room **Area 0D-18.**

If the alarm has been sounded the goblins have gone to room **Area 0D-15** to stage a defense. Before they leave however they will arm an **explosive trap** and cover it in crockery shards, all the better to deal with intruders. The trap is set to go off if anyone touches the pile of shards. The trap deal 3d4 points of damage to all characters in a 10ft square (save for half damage)

Treasure: The crockery is of good quality, and if it could be reassembled it could be sold for 35gp as a set, assuming the trap is not set off.

Goblins (3): HD 1d6hp; **HP** 3,2,5; **AC** 6[13]; **Atk** short sword (1d6); **Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; **Special:** –1 to hit in sunlight.

Equipment: leather armor, shield, short sword, 2d4 sp.

Area 0D-15: The Library

The door to this room is unusual; it is entirely neatly worked iron and is **locked** and **magically trapped.** The trap on the door has prevented even the most curious from ever plundering the room. Anyone opening the door receives a powerful shock (2d6 electrical damage, save for half). The goblins, after learning that the trap resets itself, have steered clear of it. Attempting to pick the lock also triggers the trap. The key has long since been lost, and the room is intact.

Inside the room the extra support beams and thick walls hint that this may once have been a safe room of some kind, however it was last used as a library, with wooden shelves and scroll-racks still supporting many tomes that have escaped the ravages of moisture elsewhere.

The books are yellowing, relics of the original inhabitants of the castle. Many are dry historical books with a focus on the history of noble families and the local aristocracy.

The remaining books are notes and diaries from the original owners, and of little use. The scroll cases likewise contain nothing useful, but one hides a *scroll of cure disease* mixed in with other notes. Another case contains a scroll of *bless* and *protection from evil*. They can be found on a thorough search of the library.

Area 0D-16: The Dining Room

Three tables and crude chairs give enough space for a dozen goblins to all eat at the same time. **Jibjack** and **two goblins** spend their time in this room when not otherwise occupied.

The tables have been laid out by someone who has heard of formal dining, but clearly didn't understand it. Knives are the only cutlery, one on each side of each plate. In the center of each table a candle has been placed in a gravy-boat. The goblins make a great show of sitting in chairs and calling each other "good sir", a ritual that delights them.

If the alarm has been sounded, the goblins in room **Area 0D-14** and **Area 0D-17** will join Jibjack in defending this room, hoping that Afrit and the gnolls will deal with any intruders before they reach them.

Tactics: The goblins use the tables as barricades to jam the east door and provide themselves with cover, and Jibjack orders shortbow volleys at anyone coming through the east door.

Jibjack uses his nets before wading into melee, believing his "necklace" will keep him safe.

If the goblins are caught unawares, they start by upending the table furthest from the door and getting behind it.

Some of the goblins may still have cloth scraps tied around their necks as napkins when the fighting starts.

Jibjack, Goblin Leader: HD 2; **HP** 12; **AC** 5[14]; **Atk** net (entanglement) or short sword (1d6); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** –1 to hit in sunlight.

Equipment: ring armor, shield, net (entangled; –2 to hit and damage, –2 to saving throws, one quarter movement), short sword, *necklace of protection +1* (as a *ring*), 2d4 sp, 2d4 cp.

Goblins (2): HD 1d6hp; **HP** 4, 3; **AC** 6[13]; **Atk** short sword (1d6); **Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; **Special:** –1 to hit in sunlight.

Equipment: leather armor, shield, short sword, 2d4 sp.

Area 0D-17: The Kitchen and Pantry

The kitchen has been totally wrecked. Goblins, not known for their love of fine dining, have taken away all the pots and utensils to be melted down in the smithy. The pantry is now home to some half-dried fish. Interestingly the spices have been left untouched, although it looks like a few goblins have at least gnawed at everything to see if it was tasty. A trained alchemist or a magic-user could salvage 10gp worth of untouched minor ingredients. A **goblin** wearing a crude apron is happily cutting the half-dried fish into small chunks with a cleaver, clearly enjoying himself.

Goblin: HD 1d6hp; **HP** 3; **AC** 7[12]; **Atk** meat clever (1d6); **Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; **Special:** –1 to hit in sunlight.

Equipment: leather armor, meat clever, 2d4 sp.

Second Floor

Note: Both the outer towers (**Areas 0D-6** and **7**) no longer have intact second floors.

Area 0D-18: The Lookout

Three goblins spend much of their time here. The rope from **Area 0D-14** comes up through a small gap in the floor here; the other end is tied to a spike in the wall. A thick wooden cabinet in a corner contains a few chess sets and similar games, which the goblins alternatively hoard, trade or chew on. On a table a chess set is covered in pieces, and goblins take turns putting on a broken pair of reading glasses and attempting to throw other pieces at it, and counting how many they were able to knock down. They can see the courtyard below, and if the alarm is sounded they try to snipe at any intruders in the courtyard with their shortbows. If they lose sight of their targets they wait (relatively) patiently, either for a chance to shoot at them some more, or ambush anyone who tries to enter the room. If the party tries to climb up from room **Area 0D-14** the goblins attempt to remain silent, hiding behind tables and the cabinet before leaping out to surprise the first person to have pulled themselves into the room and then dropping flaming oil into the room below**.** If they hear intruders on the second floor two goblins hide and one goblin climbs down the rope and makes a disturbance. If a creature looks

down the hole to investigate the noise, the remaining goblins push the heavy cabinet down on top of them (dealing 2d4 damage and hopefully surprising them).

A few children's books with what must have been expensive illustrations are piled up on the floor here, and all the drawings have been torn out and put in a small pile. Some come from a book about castle life and have simple drawings of a banquet, a cook, and two aristocratic figures playing chess. Others have pictures of children playing japes and seem to have delighted the goblins, probably inspiring the use of the cabinet as a weapon.

Goblins (3): HD 1d6hp; **HP** 4, 3, 5; **AC** 6[13]; **Atk** short sword (1d6), flaming oil (1d4 or 1); **Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; **Special:** –1 to hit in sunlight.
Equipment: leather armor, shield, short sword, flask of oil, tinderbox, 3d4 cp.

Area 0D-19: The Storage Loft

A few crates and bundles of cloth are roughly stacked in here. The crates were once filled with spare fittings and supplies, leftovers from the castle's construction, but anything of value has long since been pilfered. The centerpiece of the room is a long, four-man canoe suspended by ropes from the ceiling and running the length of the room. It's unclear how the boat got in here or what its purpose was, the river being a considerable distance from here.

A **giant spider** has made this loft its home, perhaps explaining why the boat hasn't been smashed up for firewood. Any character climbing up to have a look inside the boat is in for a nasty surprise!

Giant Spider (4ft diameter): HD 2+2; **HP** 14; **AC** 6[13]; **Atk** bite (1d6 plus poison); **Move** 18; **Save** 16; **CL/XP** 5/240; **Special:** 5 in 6 chance to surprise prey, lethal poison (+1 save).

Area 0D-20: The Chapel

This chapel was once in honor of Muir but has been horribly defiled. Bones litter the floor and black cloth has been nailed to the walls. The odor of rotting flesh and dried blood is thick and the air is stale and smoky. At the far end of the room a statue of a bloated demon with a ram's head and bat's wings has been crudely constructed from stones and wood.

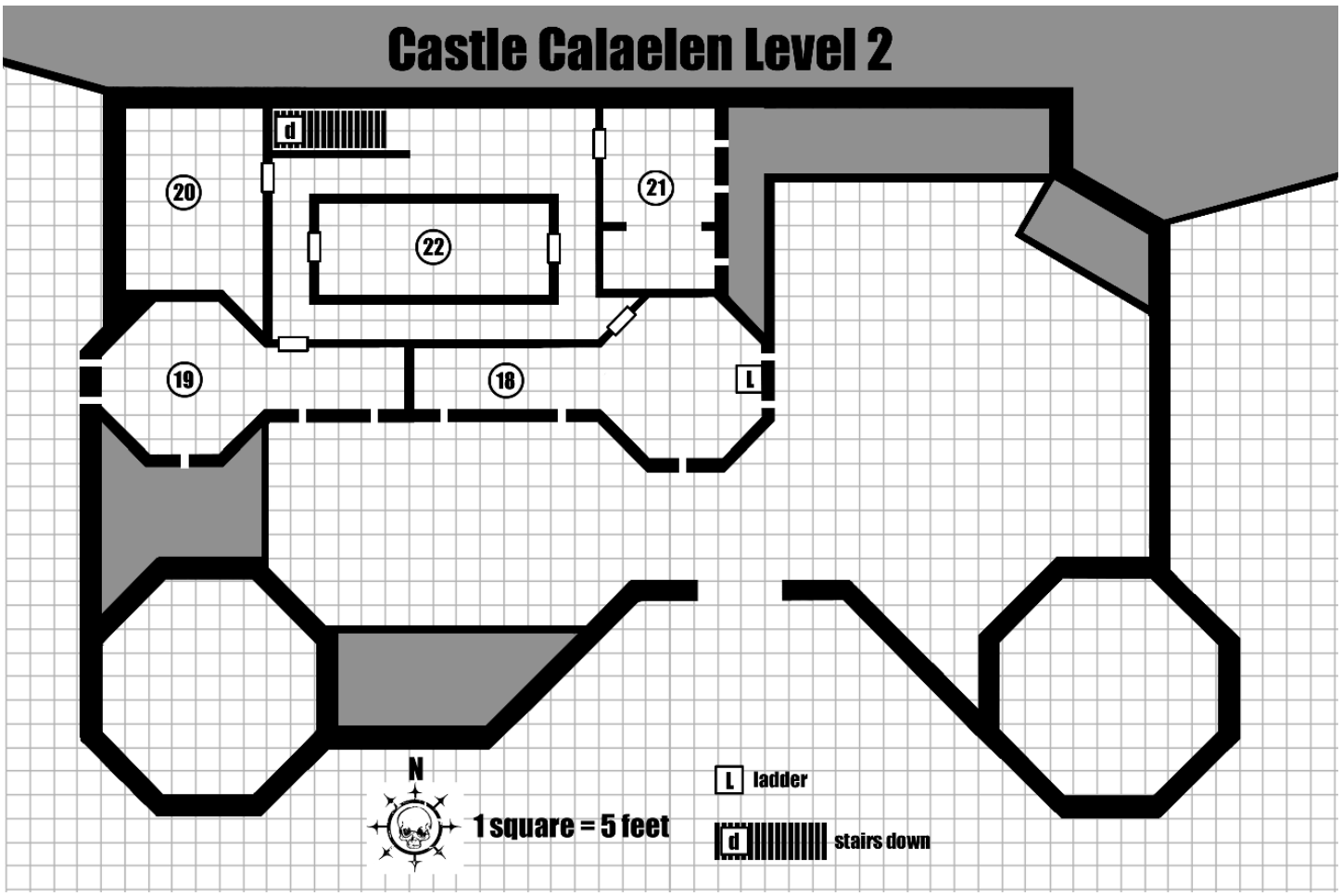
The 'priest' of this foul place is the goblin **Jedra,** who found a book about Orcus left here by a previous inhabitant. Jedra rather liked the idea of Orcus and built this chapel to honor him. Orcus was amused by this and granted Jedra some limited power which she is using to learn to raise undead. She hopes one day to replace her raiding parties with teams of undead lead by goblins, to supply them with all the food they could want.

At any time Jedra will be in the chapel, praising Orcus or experimenting on any bodies on which she can get her hands. She has so far carefully managed to raise a pair of skeletons, and is working on a corpse, this time attempting to make a zombie. The skeletons are under Jedra's command.

Tactics: Jedra uses her skeletons to fight with her. She fights to the death, cursing her attackers in Orcus's name.

Jedra, Goblin Disciple of Orcus (Clr2): HD 2; **HP** 8; **AC** 5[14]; **Atk** heavy mace (1d6); **Move** 9; **Save** 14; **AL** C; **CL/XP** 2/30; **Special:** Gift of Orcus (*animate dead*, 1/day), –1 to hit in sunlight, spells (1).
Spells: 1st—*cause light wounds.*
Equipment: ring mail, shield, heavy mace, unholy symbol of Orcus.

Skeletons (2): HD 1; **HP** 8x2; **AC** 8[11]; **Atk** strike (1d6); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** immune to *sleep* and *charm*.



Note: These skeletons have been prepared with great care, and as such have 8 hp.

Treasure: None of Jedra's wealth is stored here; she instead keeps it in room **Area 0D-20**. She does however carry the key to that room on a loop of string around her neck. On the altar is a very well bound and detailed tome, praising Orcus and including prayers to him and some basic necromantic rites of which Jedra has been making use. The book itself is probably worth up to 200gp to a budding necromancer or collector, although any Lawful creature would seriously consider burning it.

Area 0D-21: The Bedroom of Skulls

Jedra has an understandable concern that her new-found faith in Orcus may raise an eyebrow within her tribe, and so limits her new taste in interior decorating to just this room and the Chapel. This was once two rooms, perhaps a drawing room and master bedroom, but the adjoining wall has collapsed, leaving a large room that Jedra has claimed as her own. She has taken to filling the room with all the skulls she can find — rat, human and other. They decorate every available flat surface. A few crude chalk drawings of Orcus adorn the walls, along with some rather fanciful portraits of Jedra herself.

Besides the bed and some spartan furniture, there is an iron chest in one corner that Jedra uses to store her personal possessions. Inside, among spare clothes and cloth scraps, is 33gp in a small leather pouch, along with a pretty silver necklace worth another 120gp for its workmanship.

There is also a book of exceptional quality, written in the elven language (which Jedra cannot read). It is the journal of Maybeth Calaelen, the castle's last legal owner, and documents her early explorations of the Mouth of Doom and Rappan Athuk. Roll four times on the Rappan Athuk rumor table to determine its contents. In addition, the book notes the Mouth of Doom and its relative safety compared to the Sunken Graveyard and the main entrance to Rappan Athuk. The book also mentions the "wealth of the healers" deep within the Mouth of Doom. Finally, on the last page is written in shaky handwriting:

> *"Having recovered from our tragic loss, it is my stern opinion that no quest nor threat will convince me to descend into the well."*

The true prize is the chest itself; a careful study of the chest reveals that the base contains a hidden compartment containing 2 gold bars (worth 200gp each) that have escaped Jedra's attention. Anyone attempting to move the chest may also notice how surprisingly heavy it is, even when emptied.

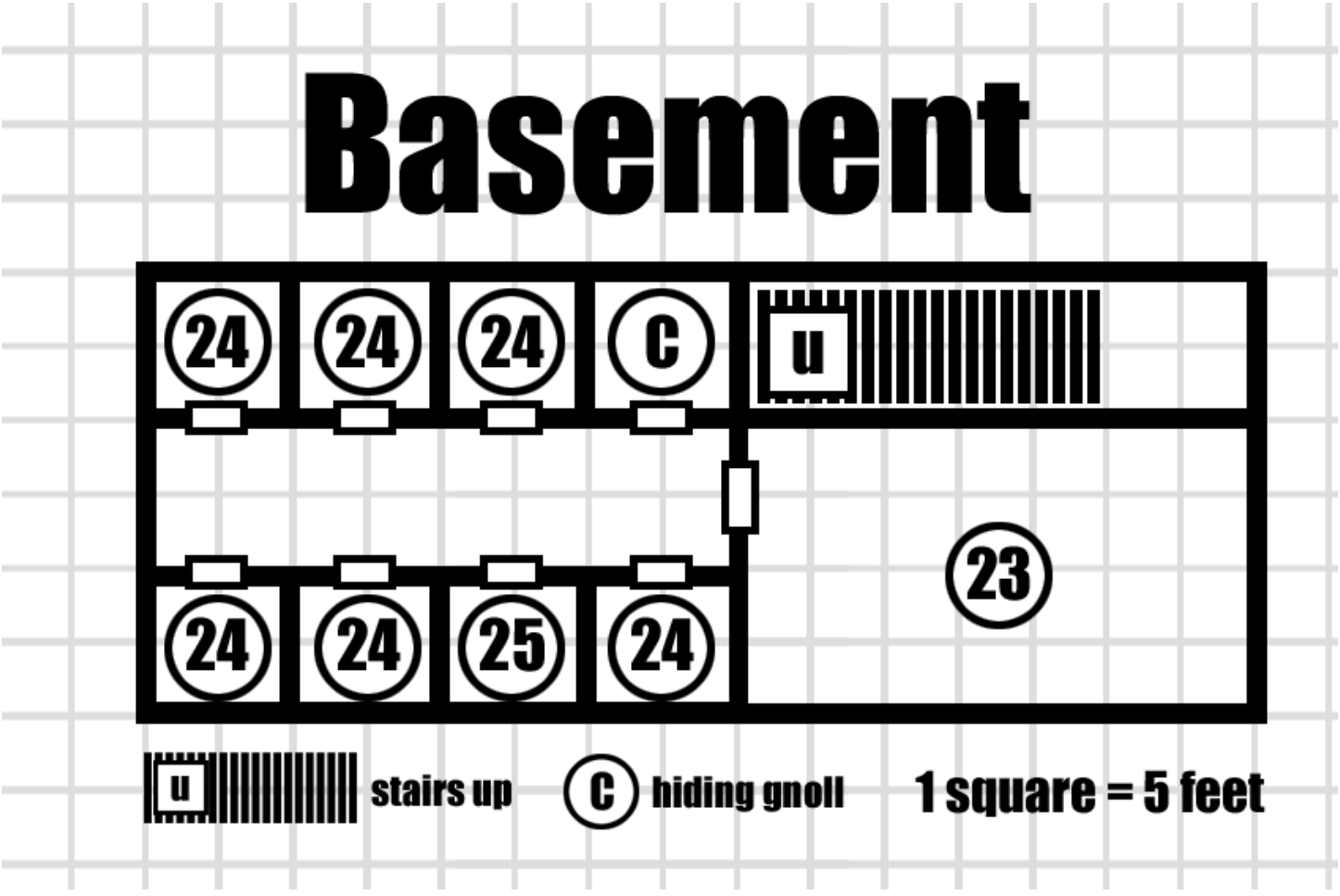
Area 0D-22: Servants' Quarters

This room was perhaps once divided up into four small spaces, but broken timber struts are all that remain. The goblins use this as a communal sleeping room or party room, as the mood takes them.

Basement

Area 0D-23: Guard Room

This room has been emptied except for a desk, a chair and a pile of skins made up into a crude bed. The only occupant of this room is **Gorl the gnoll**. Gorl leads the gnolls that are elsewhere in the castle, but he is lazy and so assigns himself the job of "prison guard" every day, which al-



lows him to take as many naps as he chooses. Gorl is a very capable fighter, but at any time there is a 40% chance he is asleep on the pile of skins, unless the alarm has been raised in which case he is hiding in the first cell (**C**), ready to burst out and surprise the first intruder that passes by.

Gorl is a coward and if the fight doesn't go his way he attempts to make a deal for his life (although with gestures, as he does not speak more than a few words in Common). He also has the keys to the cells.

Treasure: On the table is a small collection of things Gorl has taken from previous prisoners. These include a scythe, a compass, a wooden holy symbol to Dwerfater, an empty scrollcase and a few other personal items that are worthless except for sentimental value, including a snapped longbow that Gorl accidentally broke while playing with it.

Gorl, Gnoll Leader: HD 3; **HP** 16; **AC** 5[14]; **Atk** bite (2d4) or two-handed sword (1d10+1); **Move** 9; **Save** 14; **AL** C; **CL/XP** 3/60; **Special:** none.

Equipment: leather armor, two-handed sword, 2d6 gp.

Area 0D-24: Empty Cells

The goblins keep victims (alive and dead) from their raids here. Currently all bar one of the cells are unoccupied, as the bodies from the last raid are currently receiving Jedra's attentions.

Area 0D-25: Mortimer's Cell

The door to this cell is locked (the key is in the possession of Gorl). Inside the cell is an elderly gentleman named **Mortimer** (HD 1d6hp; 3 hp)**.** Mort was a farmer who was captured by the goblins a week ago while on a trip to a nearby town to sell his crop. He is keen to escape and return to his farm, but bears the goblins and gnolls a grudge. If he is armed he could easily be convinced to help fight.

During his captivity he has carved himself a small holy symbol of Telophus out of stone, which he places on the ground reverently when he is once again a free man.

The scythe in **0D-23** is his, and he can wield it proficiently enough as a weapon.

Castle Calaelen

Castle Contents tracker:

- 9 Goblins
    - 1 Gorbaz
    - 1 Jibjack
    - 1 Jedra
    - 6 Standard
- 5 Gnolls
    - 1 Gorl
    - 4 Standard
- 2 Skeletons
- 1 Afrit (See **Area 6**)
- 1 Giant Spider
- 3 Ponies
- 3 Traps

Castle Calaelen as a base of operations

Rebuilding the castle can provide an interesting sub-plot alongside Rappan Athuk. At first it provides somewhere free to stay, but with coin it could become a place to defend once the players inevitably kick the hornet's nest that is the martial might of Orcus' army.

There is a week's worth of work in cleaning the castle and washing away the mess left by its previous occupants, but the party should be free to hire labor (skilled and otherwise) from any nearby towns (such as Zelkor's Ferry, or one of the Referees devising).

- 400gp worth of repairs and a stable boy would see the stables operational again, taking care of the character's horses while they're off adventuring.
- A cleric could re-sanctify the temple, and be available to tend to sick or injured characters.
- 1200gp would see the gatehouse and drawbridge repaired, making the castle far more defensible against attack.
- The party could begin to hire guards, soldiers, cooks, cleaners or other staff and play more of the 'castle life' angle.
- A trophy room could contain keepsakes of victories or the toughest monsters the party has slain.

There is much more the castle could do without shifting the game's focus from dungeon-diving to town planning, and provides an interesting way for the party to spend their money, and perhaps lend itself to the beginning of a greater arc, to keep give characters an ongoing reason to venture into Rappan Athuk.

Part 2
Wilderness Area 30: Hell's Hamlet

Author's Note

Rappan Athuk works wonderfully as a tale of good versus evil, where great men and woman hold their ground and nobly brave those dark halls in the names of Mitra, Thyr and Muir.

While this is certainly great fun, how else might one approach this dungeon? The *Demonbane*, a legendary weapon forged by the arch-devil Baalzebul shows that Orcus has made enemies on many fronts, and may have a fight on his demonic hands that he is not fully expecting.

This module lets you take the power of Law into your hands and serves as a base from which to build a party of hobgoblins, devils and more to march on the Dungeon of Graves. If, however, your heart is set on goodly adventurers, then Mitchrod is a dangerous scar on the land that threatens anyone who would fight the Hells.

Introduction

This chapter covers the predominantly evil town of Mitchrod. The town is built into an existing cave system and serves as a good place for a Chaotic party or a group of monsters to call home. The town is in opposition to the followers of Orcus and nearby human settlements. Mitchrod could also serve as a place for a party to try to raid, assuming they have some troops of their own. Although not part of the Rappan Athuk dungeon system, Mitchrod should be every bit as challenging and deadly as the Dungeon of Graves.

How to use this module

The biggest differences between running this scenario as a friendly town and as a dungeon level are the random elements. While at peace, it makes sense that people are free to move about the town, and travelers can come and go as they please. However, when run as a dungeon, all rolls on the **Travelers Encounter Table** and activity areas (such as **Area 0F-13)** should be made in advance, if possible, to give the Referee a chance to familiarize himself with events and to make sure the level is cohesive. Finally, refer to the "alerts" section at the end of the adventure to see what Mitchrod's inhabitants do in the event of an attack.

History

Roughly 10 years ago, the Hells dispatched a small group of clever and inconspicuous devils to the Stoneheart Valley to quietly assess the strength of Orcus' forces in Rappan Athuk. **Komm the bearded devil** led the group, and he was accompanied by **Salish the chain devil**, **Tivsaran the rakshasa**, and **Orthus, a magically enhanced hell hound**. Along with some native mercenaries, they explored some of the local landmarks such as the *Sunken Graveyard* (**Wilderness Area 9**), *The Cloister of the Frog God* (**Wilderness Area 25**) and *The Goblin Bastion* (**Wilderness Area 11**). They met heavy resistance at each location, quickly realized they were outmatched, and retreated to a cave in the south. Komm contacted the Hells and reported what he found. He was ordered to wait and prepare, and prepare he has. The cave is now the thriving hamlet of **Mitchrod**, and has attracted local kobolds and hobgoblins, and some stranger things as well. Tension between Komm and the other devils is mounting slowly as they debate whether to continue waiting or ready a strike force. For now, the town is ready to march at a minute's notice and is a haven to all who count themselves friends to the devils.

Mitchrod

The town of Mitchrod is a predominantly Chaotic settlement inhabited by **20 hobgoblins** and **15 kobolds**, and led by the bearded devil Komm and his associates.

Notable NPCs

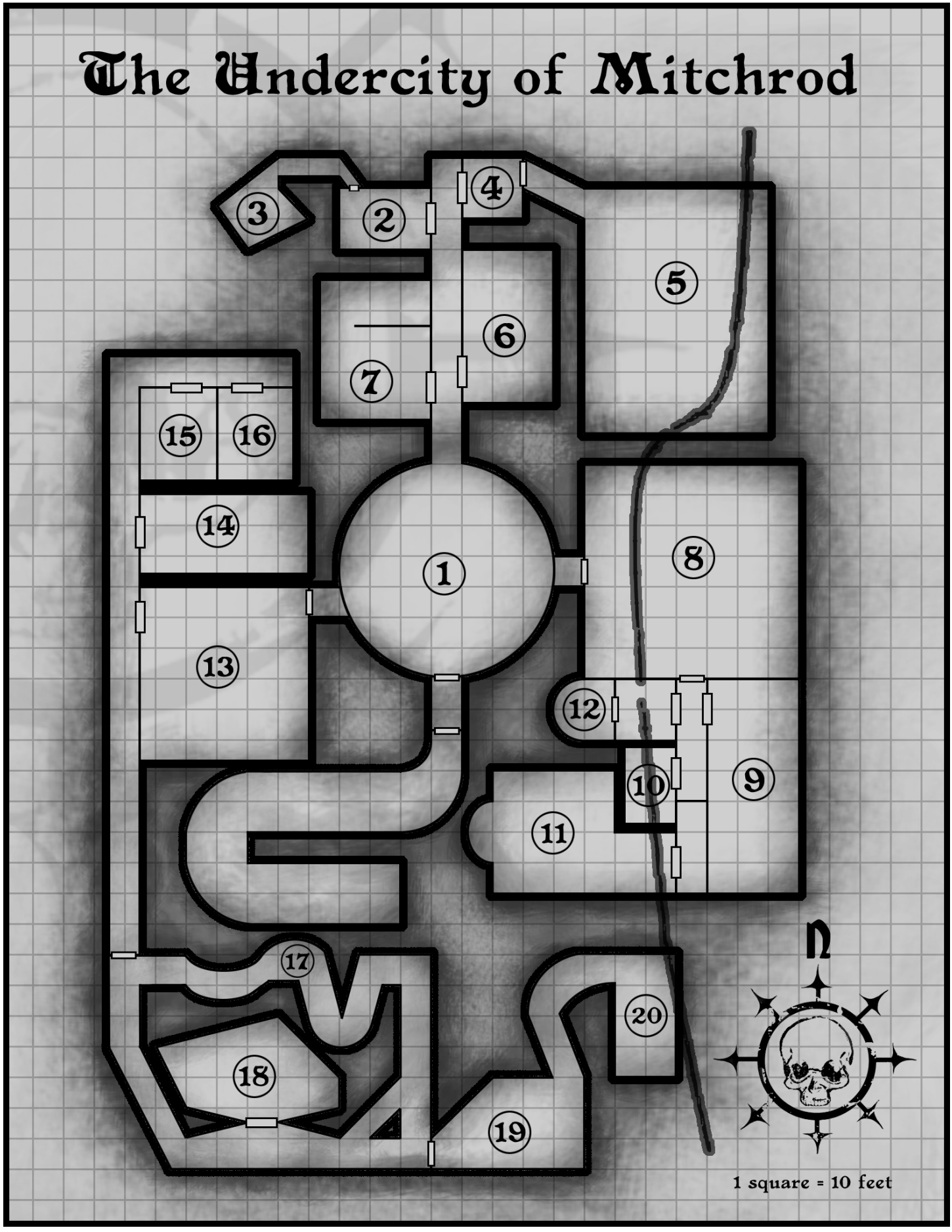
Komm, the leader (bearded devil)
Salish, the surgeon (chain devil)
Siggrun, the troop leader (hobgoblin Ftr6)
Tivsaran, merchant (rakshasa)
Orthus, spiritual adviser (hell hound)
Esker, priestess (female Clr5)
Roam, the blacksmith (imp)

Level oF: The Outskirts.

Rappan Athuk has been a place of evil for as long as it has existed. While it is presently the seat of Orcus' power and home to many denizens of the Abyss, other evils flock to it like moths to a terrible lantern.

Twenty-five miles south of the sunken mausoleum and then another ten mile's trek inland to the edge of the Forest of Hope is a small, ordered community containing creatures that'd be happy to see Orcus and the goblin city of Greznek fall. In a natural cave, dozens of kobolds, hobgoblins and stranger things have worked together to form a ruthless and efficient society.

An exposed stone on a hillside is in fact a *permanent illusion* that hides a serviceable path winding downward into a water-worn cave. This natural stone slowly changes into neat, serviceable carvings before finally flattening out and opening into a wide, artificial cavern. This is the en-


The Undercity of Mitchrod
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1 square = 10 feet

trance to Mitchrod, a handy infernal word meaning "fortress" or "impale," depending on its context.

Within the fortress itself, gold coins are accepted as currency. The town leader is a bearded devil named **Komm** who keeps things running smoothly. While rank-and-file monsters are generally well-behaved — or, at least, all grievances are settled in a controlled manner in the dueling ring — some divisiveness exists between the influential members of the society.

Komm would like Mitchrod to keep a low profile. If given the order to attack by his superiors, he would proceed to methodically destroy the surrounding human settlements. **Orthus** — and by extension the priestess **Esker** — favor a crusade focusing on Rappan Athuk so they can force their deity's will on their enemies and recruit more monsters to their cause. **Tivsaran** would lift the veil of secrecy from Mitchrod and open trade with all in the region to amass wealth and spread corruption. While the existence of Mitchrod is a secret in theory, word has leaked out for many years, and it has attracted (mostly friendly) groups from the surrounding area.

Tensions are always high in the fortress as Mitchrod prepares itself for the next phase of its existence.

Cultist of Hecate, Male or Female (Ftr2): HD 2; **AC** 4[15]; **Atk** longsword (1d8) or longbow (1d6); **Move** 12; **Save** 13; **AL** C; **CL/XP** 2/30; **Special:** multiple attacks (2) vs. creatures with 1 or fewer HD.

Equipment: chain mail, shield, longsword, longbow, 20 arrows, a medallion with a half-silvered disc on a cheap chain (2 gp value), 1d6gp.

Ettercap: HD 5; **AC** 6[13]; **Atk** 2 claws (1d3) and bite (1d8 plus poison); **Move** 12; **Save** 12; **AL** C; **CL/XP** 6/400; **Special:** poison bite, traps. (***Monstrosities*** 161)

Evil Sorcerer, Male or Female (MU7): HP 19; **AC** 9[10]; **Atk** dagger (1d4); **Move** 12; **Save** 9; **AL** C; **CL/XP** 9/1100; **Special:** spells (4/3/2/1).

Spells: 1st—*charm person, detect magic, magic missile, read magic*; 2nd—*invisibility, levitate, web*; 3rd—*hold person, suggestion*; 4th—*fear.*

Equipment: dagger, *wand of speak with animals* (birds only) (2 charges) with an attached tag written in the common tongue that reads "*Mystery wands! 10gp each!!!*", *potion of healing* (x3), 50gp in a small pouch inside right boot.

Hobgoblin: HD 1+1; **AC** 5[14]; **Atk** weapon (1d8); **Move** 9; **Save** 17; **AL** C; **CL/XP** 1/15; **Special:** none.

Hobgoblin Sergeant: HD 3; **AC** 4[15]; **Atk** longsword (1d8) or longbow x2 (1d6); **Move** 9; **Save** 14; **AL** C; **CL/XP** 3/60; **Special:** none.

Equipment: chain mail, shield, longsword, longbow, 20 arrows, 3d6gp in a belt pouch

Imp: HD 2; **AC** 2[17]; **Atk** sting (1d4 plus poison); **Move** 6 (fly 16); **Save** 16; **AL** C; **CL/XP** 6/400; **Special:** immune to fire, poison tail, polymorph, regenerate. (***Monstrosities*** 263)

Kobold: HD 1d4hp; **AC** 6[13]; **Atk** weapon (1d6); **Move** 6; **Save** 18; **CL/XP** A/15; **Special:** none.

Priestess of Hecate, Female (Clr5): HD 5; **HP** 21; **AC** 4[15]; **Atk** heavy mace (1d6); **Move** 12; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** spells (2/2).

Spells: 1st—*cure light wounds, detect magic*; 2nd—*hold person, silence 15-ft radius*

Equipment: *+1 ring mail armor*, shield, heavy mace, *potion of extra healing*, silver unholy symbol of Hecate, 5 days trail rations, bedroll and kit, a small handwritten book about the rites and ceremonies of Hecate, a medallion with a half-silvered disc on a cheap chain (5 gp value), 2d10x100 gp.

Wandering Monsters

"Monsters" may be a slightly unfair term. These are the travelers who come and go from Mitchrod, and therefore may not be hostile to a group that does not threaten them, although there's no guarantee. Roll once on this table if traveling through the area around Mitchrod at dawn or dusk. This table can also be used to fill the common areas with people, if required, as per an individual room's description.

Travelers Encounter Table

1–7	No encounter
8–9	**2d4 independent hobgoblins** led by a **hobgoblin sergeant** are traveling to sell their mediocre spoils before heading back out.
10–11	**2d6 local kobolds** who came to pray at the church and socialize.
12–13	**4 wererats** in human form who came to Mitchrod to flee persecution and possibly scavenge food.
14–15	**1 priest** leading **5 cult members** from a distant cult of Hecate on a pilgrimage to pay their respects.
16–17	**1d4 sell-swords** looking for work.
18	An **evil sorcerer** petitioning Komm to help find a specific devil.
19	An **imp** serving an evil wizard is here to sell goods and buy hard-to-find components.
20	An **ettercap** looking to buy a slave to serve as a vessel for giant spider eggs.

Sell-Sword, Half-Elf Male or Female (Ftr2/Thf2): HD 4; **HP** 10; **AC** 6[13]; **Atk** short sword (1d6) or dagger (1d4) or longbow x2 (1d6); **Move** 12; **Save** 13; **AL** C; **CL/XP** 4/120; **Special:** backstab (x2), +2 save vs. traps, thieving abilities.

Thieving Abilities: Climb 86%, Tasks/Traps 20%, Hear 3 in 6, Hide 15%, Silent 25%, Locks 15%.

Equipment: *+1 leather armor*, short sword, dagger, longbow, 20 arrows, *potion of slipperiness*, bedroll, mess kit, collection of leathery ears in a small cloth sack, 3d6gp.

Wererat: HD 3; **AC** 6[13]; **Atk** bite (1d3) or weapon (1d6); **Move** 12; **Save** 14; **CL/XP** 4/120; **Special:** control rats, lycanthropy, silver or +1 weapon to hit, surprise.

Area oF-1: The Front Door and Commons

The entrance slopes down through neat but plain carved stone until it flattens out into a 20ft corridor that's 10ft wide.

At the end of the corridor, the area opens up into the Commons, a large circular room that once was part of the original cave. Constant traffic and careful sculpting smoothed it out and stained the limestone walls black. A gutter winds its way through the room, keeping the floor dry.

The Commons has no furniture, but creatures congregate here where the air is fresh (for those who like that sort of thing). Anyone loitering is



quickly moved on by one of the guards. Residents passing through move with disciplined purpose.

The centerpiece of the Commons is the **Tin Man**, a squat iron golem-like creature that sits in the center of the room. It's hard to tell what it once was (its dull iron plates and exposed gears bear no maker's mark), but it now functions as Mitchrod's first line of defense. It was unearthed when the cave was first cleared, and its origin is a mystery. The Tin Man can't move from its spot, but it can swivel at the waist to bring its three light crossbows to bear on a target. Grasping pincers and gears quickly reload the crossbows, allowing for a devastating rain of bolts. The Tin Man has no will of its own, and unquestioningly obeys any order given to it in the cyclopean language. All guards memorize a short list of commands to make the Tin Man attack, fire a warning shot, or stop.

A pressure plate spans the width of the passage 10ft before the end of the entrance corridor. Applying at least 40 pounds of force to the plate causes two hidden portcullises to drop down at each end of the corridor to trap anyone inside, possibly wounding anyone standing underneath them as they fall. Those trapped are in full view of the Tin Man, and the portcullis provides no cover from its attacks. The pressure plate is positioned so that anyone stepping on it is in no danger of being struck by the portcullis unless they enter at a run. Anyone caught under one of the falling portcullises takes 6d4 points of damage.

Both portcullises can be raised by a winch in the west wall of the Commons after the guards are sure that the newcomers are friendly. Residents know where the pressure plate is and leap over it.

Keeping watch in the Commons are **4 hobgoblin guards**. In addition, roll once on the **Travelers Encounter Table**. This person or group recently concluded business and is in the Commons planning a trip home.

The Tin Man (modified Iron Golem): **HD** 16; **HP** 80; **AC** 3[16]; **Atk** 3 claws (1d8 plus rend), 3 spikes (1d6+1); **Move** 0; **Save** 3; **AL** N; **CL/XP** 17/3500; **Special:** +3 or better weapon to hit, healed by fire, immune to most spells, rend (if 2 claws hit target, victim suffers additional 1d8 damage), slowed by lightning (1 spike per round).

Equipment: 30 steel spikes.

The Tin Man fires spikes the size of heavy crossbow bolts. It can be reloaded with any spike or bolt roughly the same size (including magical ammunition) and can fire them without fear of a jam.

The fine pincers on the Tin Man reload its three spike throwers each round. For every 20 points of damage done to the Tin Man, one pincer is destroyed. For each pincer destroyed, the number of spikes the Tin Man can fire each round is reduced by one. The claws can attack and still reload the Tin Man's spike launchers.

The Tin Man does not act unless ordered to in the cyclopean language. If two people give opposing orders, they each must roll 1d20, with the Tin Man following the highest roll. The creature who gave the order first receives a +4 bonus to his roll.

The Tin Man cannot be moved from where it rests with anything short of a *teleport* or by immersing it in an *anti-magic field*.

Hobgoblin Guards (4): HD 2; **HP** 12, 10x2, 11; **AC** 4[15]; **Atk** longsword (1d8) or dagger (1d4) or longbow (1d6); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** none.

Equipment: chain mail, shield, leather bandolier holding *potion of healing* and *potion of heroism,* longsword, dagger, longbow, 20 arrows, tin whistle, 2d10gp.

Tactics: These hobgoblins, like most in Mitchrod, are well-trained and well-equipped. They fight tactically at range, ordering the Tin Man to attack any intruders. They sound an alarm as soon as they are able, and buy as much time as they can for reinforcements to arrive. Siggrun and Komm train all hobgoblins in Mitchrod, and the creatures fight to the death in a great display of teamwork and tactics.

Note: If this fight or others in Mitchrod need to be made more difficult, consider adding more troops or more favorable terrain before increasing the strength of individual soldiers. The large, open spaces of Mitchrod and its focus on charismatic leaders forcing their will on their subjects are more conducive to volume of troops rather than strength.

Area oF-2: The Blacksmith

This room houses the smithy of the town, and for the most part it would not look out of place in a normal village. One of the striking differences is the blacksmith himself, an imp named **Roam**.

Roam is good-natured and friendly, always ready and willing to make a deal. Although he is unaffected by heat, he wears a scrap of leather sewn into a crude apron. The front part of the room is the shop with many wares on display. At any time, Roam has at least 20 normal items hanging on racks or artfully suspended from the ceiling via ropes.

The only signs that something may be off are that Roam refuses to make magic items regardless of how much he is offered (although he trades in such items), and his habit of refusing to talk about his trade. All questions such as "What techniques do you use to fold steel?" or "How do you make full plate fit hobgoblins?" are dodged. Repeatedly asking these questions only elicits vulgar comments.

Roam buys and sells anything from scrap metal to master-crafted items, provided he can afford them (on any given day he has 500gp to trade with). Enquiries for more-expensive items he directs to Tivsaran's shop. He is particularly fond of buying scraps of iron and steel as it is hard to come by, and he can always use more.

The back section of the room is Roam's sleeping quarters and his work area. The forge is lit by a *phantasmal force* image of fire. While the fire is very hot, anyone standing within 5ft of the flames who makes a saving throw notices that the heat stops getting hotter as they approach, and rec-

ognize it as an illusion. A careful study of the tiny-sized tools around the forge shows them to be for show and not fit to do any real work.

The rest of the room contains extra stock, a small bed and a plain-looking safe mounted high up on the back wall. The safe is locked. The inside of the safe is filled with **green slime**, a painful fate for anyone who fails to jump out of the way. Roam's real treasure is hidden in the back of the forge, easily found by anyone standing inside the forge's fireplace. Four silver bars (100gp value each) can be spotted in a hidden cavity inside the forge.

A **secret door** is hidden behind the imp's bed. Its opening mechanism is disguised as a weapon hook mounted to the wall.

Roam (Imp): HD 2; **HP** 10; **AC** 2[17]; **Atk** sting (1d4 plus poison) or dagger (1d4); **Move** 6 (fly 16); **Save** 16; **AL** C; **CL/XP** 6/400; **Special:** immune to fire, magic or silver weapon needed to hit, poison tail, polymorph, regenerate. (***Monstrosities*** 263)

Equipment: leather apron, dagger.

Area oF-3: Roam's Secret

After the heat of the forge, this dark room is cold and miserable. A large workbench dominates the room. Its thick oak planks are scratched and dented, hinting at many years of hard use. Chained up by the bed is **Samwell Bant**, an elven magic-user and craftsman.

Samwell is an elven scholar who was studying the Stoneheart Valley to learn old techniques of crafting magic items. Roam was his familiar. Komm captured the pair and a few of their companions and would have killed the lot if not for Roam. The familiar — loyal to the Hells above Samwell — proposed a deal: Samwell would be imprisoned and all his spells stripped from his spellbook except for *fabricate* (see **Appendix**). Komm agreed and released Samwell's companions, with the stipulation that Samwell spend his days casting *fabricate* to do work ordered by Roam. Komm constantly threatens to hunt down Samwell's companions if the magic-user doesn't comply. Samwell has suffered great physical abuse from Roam and Komm when he looks in on the captive. It was Samwell who restored the Tin Man to working condition.

Samwell is now broken and half mad from torture and starvation. He is resigned to living out the remaining centuries of his life in this freezing room. Roam is careful to keep his former master alive, and is considering seeking magical means to further extend Samwell's life. The only flaw in this plan is that Samwell's ability to fashion armor and weapons diminishes as his mind decays (currently, at –2 on the *fabricate* save).

If Samwell is rescued, it takes at least three months of care to mend his mind and body. Once he finds his feet, he can once again function as a powerful magic-user, although he never takes a new familiar. He also retains a powerful phobia of devils and their infernal language for as long as he lives.

Samwell Bant, Elf Male (MU9): HP 22; **AC** 9[10]; **Atk** fist (1); **Move** 9; **Save** 7; **AL** N; **CL/XP** 12/2000; **Special:** spells (4/3/3/2/1).

Spells: 5th—*fabricate*

Equipment: spellbook (with *fabricate*).

Area oF-4: The Mushroom Shop

The smell here is strong and earthy, with a definite undertone of rot. This shop serves as the gateway to the mushroom fields beyond and as an easy way for Mitchrod's denizens to buy food. During lean times, the hobgoblins feed on what they've stockpiled from raids. The town's kobolds buy food here if nothing else is available, especially during winter.

The shop is run by the kobold **Dazran**, her centipede companion **Glory** and her **10 kobold helpers**. At any time, there's a 50% chance Dazran is present as well as 2d4 helpers while the rest are hard at work in the fields. Dazran and her crew are a strange lot, as long-term exposure to mushroom spores does odd things to one's brain. Their fervent worship of Hecate probably doesn't help the matter. It is rumored that Dazran uses Glory to spy on the rest of Mitchrod's populace on Esker's behalf, but no one has caught Glory in the act.

Stems

Ingesting a dose of stems takes one round to chew them up. If the creature taking the stems is doing so against his will, he can make a saving throw to regurgitate them before the start of his next round. On the start of the creature's next turn, roll a 1d6:

1	The creature slips into a happy haze for 6 minutes. During this time, he is weakened and suffers a –4 penalty to hit and saving throws. He can still perceive his surroundings. At the end of this time he suffers a –2 to attacks and saves for an hour.
2–5	The creature feels a jolt as his mind and body begin to work faster. For 1 minute, he gains a +2 bonus to attacks and a –1[+1] bonus to his Armor Class. At the end of this time, he must rest for an hour.
6	The creature enters a trance in a state of mental clarity for 10 minutes. All saving throws are made with a +2 bonus during this time, and any spells are cast as if the caster was one level higher. At the end of this time, he must rest for hour.

Taking another dose of stems while under one of the effects listed above instantly ends the current effect. Roll again to see what effect takes over instead. In this way, a creature with sufficient access to stems can keep the negative effects at bay indefinitely.

The shop sells dried mushroom rations for 5sp each, as well as various minor alchemical ingredients. Dazran also sells an odd blue wood used for building material throughout the fortress for 2cp per pound. Her strangest offering is something called "stems," dried mushrooms the size of matchsticks. These are a potent hallucinogenic sold for 5gp a dose. Finally, she buys fresh corpses to use as fertilizer for 6gp each (3gp for halflings or similarly-sized creatures).

Dazran is studying the mushrooms intently, breeding and crossbreeding them as she discovers new strains. She pays a high price for any strange fungal samples delivered to her, although her enthusiasm and zeal for mushroom breeding is more than a little worrisome. Anyone able to impress or flatter Dazran may be allowed entrance to the fields.

Dazran, Kobold Female Shaman: HD 2; **HP** 8; **AC** 5[14]; **Atk** gold-plated sickle (1d6) or heavy crossbow (1d6+1); **Move** 6; **Save** 16; **AL** C; **CL/XP** 5/240; **Special:** spells (3/3)

Spells: 1st—*purify food and drink, read magic, sleep*; 2nd—*bless, invisibility, web*.

Equipment: gold-plated sickle, heavy crossbow, 10 bolts, *ring of protection +1*, shovel, 5 doses of stems, wooden holy symbol of Hecate.

Glory (small non-lethal giant centipede): HD 1d2; **HP** 2; **AC** 9[10]; **Atk** bite (1 plus poison); **Move** 13; **Save** 18; **AL** N; **CL/XP** 1/15; **Special:** non-lethal poison, +4 save.

Kobolds (10): HD 1d4 hp; **HP** 4x2, 3x4, 2x3, 1; **AC** 6[13]; **Atk** weapon (1d6); **Move** 6; **Save** 18; **AL** C; **CL/XP** A/5; **Special:** none

Equipment: each kobold carries 2 doses of stems.

Area oF-5: A Very Odd Crop

This wide, disc-shaped cavern has a low ceiling, forcing creatures to stoop to fit. Larger than man-size creatures can barely squeeze through.

The area is lit by a few candles spread over the entire cavern, providing light where the fungus needs it. The smell is overpowering.

The cavern is something of a forest, with many types of mushrooms planted in a pattern that makes sense only to Dazran. A few sections of the cavern are home to specific kinds of mushroom. If characters explore the area, roll 1d4 to determine what mushrooms they encounter:

1—The mushrooms here grow much taller, nearly reaching the ceiling. The mushrooms have wide, flat caps with blue highlights and gray stalks. An iron axe hangs from a hook on the ceiling, and several of the taller growths have been cut down, revealing the stems to be a grainy blue. These are spire-caps, although this strain's stem is firm enough to be used as a building material.

2—At first glance, this area is clear of growth, although the ground is covered in the bones of animals and humanoids. A single black candle illuminates the scene with a troubling gray flame. A closer inspection reveals that the bones are a substratum for bone-white mushrooms standing 2 inches tall. Their caps are a bulb that closely resembles a human brain. If the strange mushrooms are so much as brushed, the bulbs explode into a cloud of spores. Anyone within 10ft of the spore cloud must make a saving throw to avoid inhaling the spores. If spores are inhaled, roll twice on the stems table above and take the lower result.

These mushrooms are a species named Opus that Dazran believes is a gift from Hecate to the mortal world. Partly out of piety and partly out of curiosity, Dazran acquired some to grow here. Under her careful care, they began to flourish. If soaked in seawater for a week then dried, they can be sold as the potent drug "stems."

3—Planted here is a patch of **shriekers** that Dazran carefully prunes. When approached, the shriekers scream in short blasts of noise. Different shriekers emit different pitches, creating the faint semblance of painfully loud and discordant music. The noise ceases after 3 rounds although the sound alerts everyone in the fortress. Soon, **4 hobgoblin guards** from **0F–13** come to investigate.

Shrieker: HD 3; **HP** 17; **AC** 7[12]; **Atk** none; **Move** 1; **Save** 14; **AL** N; **CL/XP** 3/60; **Special:** shriek (1 hp/round to anyone within 30ft, save avoids)

4—The smell of rot reaches its peak in this wide area. Any kobolds not currently at the stand are working here on the neat rows of short, fat mushrooms. The kobolds are distributing the mud and "fertilizer," and while gross to human sensibilities, none seems to mind the work. Plenty of mushrooms are always ready to harvest, but Dazran easily spots the theft of even the smallest growth. If attacked, the kobolds scatter and attempt to make their way to the shriekers at **C** to attract attention.

Area oF-6: Korrigan's Bar

This tavern could be the same as any found on the surface. A muscled human male with a scar running from his temple to his nostril stands behind the bar, polishing a glass with a rag. Three girls wait at long oak tables. A truly vicious-looking heavy flail rests on a rack behind the bar, deterring anyone from getting too unruly. The man is the bar's owner, **Korrigan**, whose story is a rather odd one.

Through a series of unfortunate circumstances, Korrigan found himself serving with a small detachment of devils, including Komm, whom he quickly befriended. When their mission was successful, Komm was so impressed with Korrigan's cruelty and devilish nature that he invited Korrigan to join him in setting up Mitchrod. The devil gave the human the bar as a gift.

Komm also had three girls from a nearby village *charmed* to keep Korrigan company. They're nicknamed **Alice**, **Bethany** and **Chel**. The *charm* forces them to be devoted to Korrigan. They serve food and clean up without complaint. Anyone speaking to them notices that they seem airy and oddly focused.

The bar serves mushroom "brew," a very raw ale at 3cp a mug, and mushroom "wine" at 1sp for a mug. For the adventurously peckish, the bar sells surprisingly good-looking sausages for 2sp, a bowl of stew for 1cp, or a loaf of mushroom-bread for 5cp. Korrigan won't reveal what is in the sausages or where he obtains them. The stew is a communal mystery, avoided by all but the very desperate.

At any time, **4 hobgoblin guards** are here as well as two rolls from the **Travelers Encounter Table**. The Referee is encouraged to be creative in customizing this area; it should be a dark parody of the typical adventurers' tavern. One of the rolls on the Travelers Encounter Table could be substituted with **Urovok** (***Rappan Athuk*, Area 4B-7**) on his way to buy supplies.

Hobgoblin Guards (4): HD 2; **HP** 15, 5, 9, 10; **AC** 4[15]; **Atk** longsword (1d8) or dagger (1d4) or longbow x2 (1d6); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** none.

Equipment: chain mail, shield, leather bandolier holding *potion of healing* and *potion of heroism,* longsword, dagger, longbow, 20 arrows, tin whistle, 2d10 gp

Treasure: The heavy flail is a *+1 freezing flail*. In the storeroom behind the bar, six hooks hang from the ceiling. The first supports Korrigan's chain mail while the others hold five cured elf corpses. Also in the room is a small chest containing 314gp that Korrigan never bothers to lock as he rightly assumes no one is brave enough to rob him. Eight barrels of ale are piled around the chamber, and in the far corner is an elegant mincer made of polished iron that is worth 50gp to a serious butcher. It weighs 160 pounds.

Korrigan (Ftr4): HP 29; **AC** 5[14]; **Atk** *+1 freezing flail* (1d8+1 plus 1d6 cold) or spear (1d6); **Move** 12; **Save** 11; **AL** C; **CL/XP** 4/120; **Special:** multiple attacks (4) vs. creatures with 1 or fewer HD.

Equipment: chain mail, *+1 freezing flail*, 3 spears, flask of whiskey (2 swigs), 55gp, 98sp, 23cp.

Area oF-7: Tivsaran's Emporium of Wonders

Tivsaran's shop is quite a sight to behold after the relatively dim and dismal nature of the rest of Mitchrod. Lit by four *continual light* torches (spell cast on a stick), this room has white-painted walls that make the place appear brighter still. Behind the counter is a tall, catlike creature with orange fur and oddly-jointed hands, bedecked in fancy robes and more necklaces than good taste would allow. **Tivsaran** is a **rakshasa**.

Tiv considers Komm's martial prowess and Orthus' deep faith to be very inefficient tools for advancing Hell's agenda. Tiv would much prefer to focus Mitchrod's resources on establishing trade with the surrounding bandits rather than hiding or fighting. She would then use the wealth gained from the town's higher profile to expand and corrupt more mortal souls along the way.

Tiv is a firm believer that mortals corrupt themselves if given enough freedom, so she trades in less-reputable merchandise such as souls, slaves and drugs, even if she does not have much use for them. She cares more for establishing a healthy trade than for making a profit, knowing that her superiors will reward her devotion.

The Emporium of Wonders (as Tiv calls it) is an overstatement, but not by all that much. Unlike Dazran, Tiv does most of her deals with visitors to Mitchrod, happily buying anything for the lowest price she can. She can always spot a customer's greed to leverage better prices for her wares. Her merchandise ranges from general goods and gems to minor magical items. Unlike a typical store, she has very little ability to restock anything rarer than mundane equipment. She cannot order specific items.

The store has a rather large storeroom. Tiv hoards anything she gets her hands on, and has the skill to sell anything to the right person. The store stocks nearly any item worth less than 250gp. Tiv often has to spend a few minutes rummaging around the back of the shop to find some items, however. Tiv also has a 50% chance of stocking any unusual item worth up to 1000gp, as well as 2d4 minor magical items and 1 medium magical

item. Her stock updates monthly.

In addition to these wares, Tiv also has 1d4+1 slaves for sale each month. These slaves are generally humans (hp 3) captured during bandit raids and sold to Mitchrod. Tiv is in favor of this practice, as she considers slavery to be a solid foundation for any society. Komm is much less enthused by the idea of villagers who've seen the inside of Mitchrod being allowed to live. When not on display, slaves are allowed to sleep in the Church Commons (**Area 0F–8**). Tiv takes good care of any slaves she has, knowing that a weak slave is of no use to anyone. The starting price for a slave is 75gp, although the wily rakshasa tries to sell them in groups to seed a culture of slave ownership.

If an alert sounds, Tiv grabs her prized possession, a *bag of holding*, and begins stuffing her wares into it, starting with the most expensive. The bag has a scroll case tied to it that contains 2 *scrolls of dimension door*. When anyone she does not recognize opens the door to her shop, she reads the scroll to transport herself to a small grove of trees overhead. From there, she observes the commotion, ready to use the second scroll to give her a head start on any pursuers.

Tivsaran, Rakshasa Female: HD 7; **HP** 41; **AC** –4[23]; **Atk** 2 claws (1d3), bite (1d6); **Move** 15; **Save** 9; **AL** C; **CL/XP** 12/2,000; **Special:** illusory appearance, special magic resistance, spells (MU 3/2/1; Clr 1). (***Monstrosities*** 381)

Spells: MU 1st—*charm person*, *detect magic*, *read magic*; 2nd—*ESP*, *mirror image*; 3rd—*suggestion;* Clr 1st—*cure light wounds*.

Area oF-8: Church Commons

This open space is the living area for many of Mitchrod's inhabitants. People wash clothes in the stream that runs through the center of the area, dance and sing, or peddle minor wares in an open-air market (**20+3d6 kobold or human commoners**). Any trade goods and non-magical pieces of equipment worth less than 25gp can be found for sale. **Esker** can often be found here with **Orthus** (**Area 0F-11**) spreading the word of Hecate. Slaves, animals and anyone without a place to sleep can stay here, although it is a noisy and uncomfortable night's sleep.

Patrolling the area are **4 hobgoblin guards**. Their drawn swords do a good job of dissuading any would-be thieves.

Hobgoblin Guards (4): HD 2; **HP** 10, 9, 12, 11; **AC** 4[15]; **Atk** longsword (1d8) or dagger (1d4) or longbow x2 (1d6); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** none.

Equipment: chain mail, shield, leather bandolier holding *potion of healing* and *potion of heroism*, longsword, dagger, longbow, 20 arrows, tin whistle, 2d10 gp

Area oF-9: Dormitories

Rows of dorms separated by low walls give a semblance of privacy. A small desk in the northeast corner of the room is home to **Watcher**, an **imp** who is in charge of the dorms. Anyone wishing to stay in Mitchrod must ask Watcher for a room. The desk also doubles as Watcher's sleeping quarters.

The individual rooms are simple but efficient, and include one or more beds, a stone table, wooden stools and a few stone shelves and chests carved into the walls or bolted on. As the population of Mitchrod expands, so does this room as more guest and resident areas are added. The doors to these rooms are not locked, and their walls don't reach all the way to the ceiling. The zealous Watcher patrols the area every chance he gets. Watcher is not above listening in on conversations, and quickly reports everything he hears to Orthus.

Watcher rents rooms for 2sp per day to anyone who asks politely. Anyone who cannot afford that price (or wishing to settle in Mitchrod for the foreseeable future) must first find a job in Mitchrod, usually with the church or one of the shops. They might possibly even try their luck at impressing Siggrun to join his squad. Most commonly, however, tenants explore the woodlands looking for food, wood or other items to trade for an extension to their lease.

Watcher (Imp): HD 2; **HP** 8; **AC** 2[17]; **Atk** sting (1d4 plus poison); **Move** 6 (fly 16); **Save** 16; **AL** C; **CL/XP** 6/400; **Special:** immune to fire, poison tail, polymorph, regenerate (1hp/round). (***Monstrosities*** 262)

Area oF-10: Bathrooms

This room is built above the river that flows out of the dorm. It does not smell bad at all, as waste is carried away by the river.

Area oF-11: Chapel

This large room is decorated with dark gray cloth. At first glance, it appears to be a library as the north and south walls are linked with overflowing bookcases, and a half dozen tables are set up where scribes dutifully copy text from old, rotting tomes onto fresh new parchment. A small set of stairs leads up to the rear third of the room, which contains more bookshelves and a squat stone altar.

The altar is decorated with a half-silvered circle representing the setting full moon. A much larger version of the symbol is painted on the west wall. The priestess **Esker** staffs this church to Hecate. She is assisted by **Orthus**, an especially powerful and intelligent hell hound that was part of Komm's original group.

Esker was originally Orthus' valet but is now the mouthpiece for Hecate's will in Mitchrod, something Esker especially enjoys. Every day at dusk, Esker holds a short sermon, with all the kobolds and many other residents and visitors in attendance. Esker is a luminary among the kobolds, who see her as a role model due to her rise to power and friendship with Orthus.

For Esker's part, her ability to tell truly interesting parables has been instrumental in gaining such a devoted following, and certainly the reason Orthus favors her. Esker has **8 acolytes** who vie for her attention. They help out around the temple and generally do all the heavy lifting and fetching that Esker asks.

The library is made of books that Esker found, bought or scavenged from travelers over the years. She spends most of her time translating and poring over them, seeking to increase her power. She tells her acolytes that carrying and translating tomes is good practice for being a priestess of Hecate, and the limited power they've each been granted suggest she's not wrong.

Orthus (Hell Hound of Hecate): HD 7; **HP** 41; **AC** 4[15]; **Atk** bite (1d6); **Move** 12; **Save** 9; **AL** C; **CL/XP** 8/800; **Special:** breathes fire, magical abilities, speech.

Magical Abilities: at will—*detect magic*, *read magic*; 3/day—*suggestion*; 2/day—*hold person*; 1/day—*ESP*.

Esker, Kobold Priestess of Hecate (Clr5): HP 22; **AC** 3[16]; **Atk** heavy mace (1d6) or light crossbow (1d4+1); **Move** 6; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** spells (2/2)

Spells: 1st—*detect magic*, *detect good*; 2nd—*hold person*, *speak with animals*

Equipment: *+1 chain mail*, shield, heavy mace, light crossbow, 2 crossbow bolts coated in giant spider venom, 18 crossbow bolts, *potion of extra healing*, giant spider venom (save at +1 or die), unholy symbol of Hecate, 3d10 gp

Kobold Acolytes (Clr1) (8): **HP** 5x3, 4x2, 2x2, 6; **AC** 6[13]; **Atk** morningstar (1d8) or light crossbow (1d4+1); **Move** 6; **Save** 15; **AL** C; **CL/XP** 1/15; **Special**: none.

Equipment: ring mail, morningstar, light crossbow, 10 crossbow bolts, crossbow bolt coated in giant spider venom (save at +1 or die), unholy symbol of Hecate, 2d10 sp.



Hecate, Goddess of Evil Magic

Alignment: Chaotic
Areas of Influence: Chaos, Magic, Knowledge
Symbol: A half silver disk representing the setting full moon
Garb: Fashionable togas of the most expensive cut and material, generally in black.
Favored Weapons: None
Form of Worship and Holidays: Clerics and magic-users who venerate Hecate do so beneath the full moon with sacrifices of blood and magical items as the moon sets.
Typical Worshippers: Magic-users, Women, Wali Hecate, Assassins, hags, witches, and crones.

Hecate is the goddess of Chaotic magic. She appears as a beautiful woman flanked by numerous hell hounds, her favored creature. The setting moon is her symbol. She requires sacrifices on the full moon. Her priests are normally accompanied by hell hounds sent by their goddess to guard her temples. Clerics of Hecate have a special rapport with the beasts, allowing a chance to control them as they would undead. Hecate is a jealous goddess, capricious and quick to anger. One of her greatest priestesses, Akbeth, is imprisoned in ***Rappan Athuk***. Hecate resides in a floating castle in the Nine Hells.

Area oF-12: Salish's Surgery

Salish keeps this room very clean. The walls, ceiling and floor are made of iron plates that have been polished to a dull sheen. An iron table stands in the middle of the room, above a small grate that allows any fluid to drain away. On the floor are some suspiciously dark stains no amount of scrubbing can remove. Shelves along each wall contain various foul-smelling chemicals that could only be identified by a team made up of an embalmer, a physician and a poisoner.

Salish is a **chain devil**, a six-foot-tall blue-skinned humanoid clad in a leather apron. Four long chains buckled to the back of his apron are usually wrapped around his waist and shoulders. These chains come alive when Salish is working or fighting, and the fine knives attached to the end of each make him an expert at slicing people open, alive or dead.

Salish offers a truly devilish deal: For a fee (usually 1000gp paid up front), Salish attempts to restore life to any corpse that's been dead for less than a week. The first stage is to repair the body. In some cases, this is as simple as some stitching. In other cases, Salish informs the associates of the deceased that he requires "spares." Sometimes an arm or leg (or even a heart or brain) is too far gone for Salish to salvage (Referee's discretion). The associates need to gather these "spares" from wherever they can. Salish doesn't ask any questions about where the parts come from.

Once the body is rebuilt to a state that Salish is happy with, it is carried into the next room. This room is off-limits and locked at all other times, as it contains Salish's pride and joy, a binding circle a full 15ft across. The symbols describe the outer planes and the Hells. The symbols speak of deals with devils and the oldest concept of barter. After placing a body in the circle and balancing a gold coin delicately on the corpse's forehead, Salish begins chanting and the circle begins to glow.

Roll 1d100 to determine the results:

1d100	Results
1	The deceased sits up suddenly. He is fine except for a lingering weakness (–4 penalty to attacks) that fades after 2d4 days. He remembers nothing of his resurrection except for a few flashes of the Astral Plane, and being grabbed and dragged toward a bright light.
2	If the deceased required no replacement parts, then he awakens as above. Otherwise, the deceased awakens with a momentary glow in his eyes. He gains one racial trait from the race that his "spares" came from, and loses one of his own racial traits. (The Referee should have some fun with this.) He remembers nothing of his resurrection except for a few flashes of the Astral Plane, and a fight among the dead.
3	The deceased awakens slowly. He remembers nothing at all of his resurrection, except for a deep sense of loss. He has forgotten one important person, as if he never knew them as a partner or friend. Even if he is reacquainted with this person, he feels only a disquieting sense of something sold far too cheaply.
4	The deceased's body heals completely, including any scars and stitches. However, he remains dead. Salish howls in pain, and screams at those present to get rid of the body immediately. He never has anything to do with the deceased from this day onward, referring to him as "marked" but refusing to explain what that means. The body can be resurrected by normal means. Characters may be able to convince Salish to refund their gold.

1d100	Results
5	The deceased sits up in a state of panic. He is alive, but terrified. He speaks of being "dragged to the forge" and "having been sold." As he talks, his body begins to blacken and flake, until after 66 seconds he is just a pile of ash, babbling in fear to the last. He can only be restored by a *resurrection* or a *wish*. Salish is unapologetic, stating that the deceased must have made an enemy in death, or suffered some unfortunate fate. He refunds their gold, however, without being asked.
6–100	No effect.

Salish, Chain Devil: HD 6; **HP** 42; **AC** 2[17]; **Atk** 4 chains (2d4); **Move** 12; **Save** 11; **AL** C; **CL/XP** 9/1,100; **Special:** gaze (save or paralyzed with fear for 1d4 rounds plus 1d4 points of wisdom lost), immune to cold and poison, magic resistance (20%), regenerate 2 hp/round (unless damaged by silver), silver or magic weapons to hit. (**Appendix**)

Area 0F-13: The Training Grounds

Hobgoblin guards (see **Area 0F–1**) use this large, slightly uneven cavern every hour of the day. During busy times, the hobgoblins drill or form up in pairs and spar. In quieter times, the guards practice maneuvers that need more room such as charging, bracing or hand–to–hand grappling. Other times, the grounds are turned into an archery range running the length of the room. Anyone running through the corridors without paying enough attention is in for a rude surprise. Occasionally, a traveler of note may put on a demonstration to showcase an unusual weapon or give a lecture on battlefield tactics.

Roll on the table below to determine how many hobgoblins are here and what they're doing. These activities generally last for 2 hours, and then the Referee should select another. There is a 60% chance that **Guard-Captain Siggrun** (**Area 0F–15**) is here observing the training; otherwise, he is asleep in his dorm.

1d6	Result
1	**16 hobgoblins** spar in pairs with longswords and shields. **2 kobold clerics** watch, ready to patch up any accidental injuries.
2	**5 hobgoblins** with spears brace against **7 hobgoblins** with longswords and shields. Injuries are common, and this always draws **4 kobold clerics**. A group of **travelers** usually arrives to watch this violent display (roll once on the **Travelers Encounter Table**).
3	**10 hobgoblins** practice grappling on straw mats dragged out of the dorms. They still wear their armor for this activity, although they leave their weapons in the barracks.
4	**8 hobgoblins** fire longbows at targets set up at the south end of the room. Anyone on punishment detail is tasked with collecting the arrows, a task simultaneously mind-numbingly boring and dangerous.
5	A **traveler** (see the **Travelers Encounter Table**) is giving a lecture on a new weapon or technique. If Komm is present, he gives a lecture on the structure of Hell's legions and the importance of discipline. Komm is an unnaturally charismatic orator, and all 16 hobgoblins gather to hear him speak. He always ends his lectures with a war story from his long life.
6	Roll again. This time, however, **Komm** comes to personally take part in or observe the training (see **Area 0F–16**). Komm is a brutal teacher with no tolerance for failure. Up to **1d4 hobgoblins** usually end up carried from the grounds to the chapel to hopefully mend their bones.

Hobgoblin Guards: HD 2; **AC** 4[15]; **Atk** longsword (1d8) or spear (1d6) or longbow x2 (1d6); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** none.
Equipment: chain mail, shield, longsword, spear, longbow, 20 arrows.

Kobold Acolytes (Clr1): **HD** 1; **AC** 6[13]; **Atk** morningstar (1d8); **Move** 6; **Save** 15; **AL** C; **CL/XP** 1/15; **Special**: none.
Equipment: ring mail, morningstar, dirty bandages, unholy symbol of Hecate.

Area 0F-14: The Hobgoblin Dorms

Twenty straw mats are arranged in neat rows, with a small wooden chest sitting at the end of each. Along the walls are racks for 20 longswords, 20 shields, 10 spears, 20 longbows and 20 quivers (400 total arrows).

Any hobgoblins not currently in the bar or on the grounds are sleeping here. Sleeping hobgoblins leave their weapons on the racks, but sleep in their armor (at Siggrun's orders). If startled, the hobgoblins react quickly, acting on the turn they're awakened, albeit at a –2 penalty to all attack rolls and saves for one minute.

The wooden boxes contain each hobgoblin's worldly possessions, usually consisting of a change of clothes and 1d100gp among any personal items.

Area 0F-15: Siggrun's Office

Siggrun is the captain of the guard, a proud hobgoblin who joined Mitchrod only a few years back, but has already managed to make a strong impression. Siggrun idolizes Komm, and it is his devotion and ability to inspire troops that has impressed the bearded devil. The hobgoblin guards have been steadily rising in strength ever since Siggrun took command, and if given a larger group of soldiers to command, Mitchrod could raise a formidable force. This has not been lost on Esker, who has been trying to talk Siggrun around to her point of view, with limited success.

Before arriving in Mitchrod, Siggrun was a soldier on a ship "on a nasty, twice-cursed bit of coast to the far south."

Note: If Siggrun is not on the training grounds, he can be found here asleep. He keeps the door to his office locked at all times

The office is sparsely decorated with a desk for taking notes, along with a massive leather ledger containing notes on the strengths and weaknesses of every single guard, and plans for their future training. A wooden chest at the foot of his bed contains his considerable wealth, and a few racks on the wall hold "campaign" trophies.

The racks include a large wereshark skull modified to be worn as a helmet, a silvered shark's tooth made into a dagger and a beautiful silver-and-gold spyglass worth 1000gp for its irreplaceable lenses. A secret panel in his desk hides two gold bars worth 180gp each.

Siggrun, Hobgoblin Guard-Captain (Ftr6): HP 39; **AC** 3[16]; **Atk** longsword (1d8+2) or longbow x2 (1d6); **Move** 9; **Save** 9; **AL** C; **CL/XP** 6/400; **Special:** multiple attacks (6) vs. creatures with 1 or fewer HD.
Equipment: plate mail, longsword, longbow, 20 arrows, *potion of giant strength*, *potion of extra healing*.

Area 0F-16: Komm's Office

This room is immaculately carved. The room is dark with no lights or lanterns; Komm can see perfectly well in darkness and doesn't require

light. A large table with a very detailed map of the area painted on it sits to one side. Wooden tokens on the map denote settlements. Lengths of string held in place with small pins display known bandit areas. **Komm** spends at least an hour a day studying this map, and meets weekly with Siggrun and Esker to discuss their plan if they get orders to attack. Tivsaran or Korrigan also joins the discussion if they have any rumors about the outside world to share.

Komm collects income from all of Mitchrod, 30% of which he gives to Orthus and the church as a tithe. Most of this wealth is left with Tivsaran so she can bargain for any supplies that Mitchrod needs.

Komm is a very serious individual, lacking the savagery common to bearded devils. Komm would say that he "has been a soldier longer than he's been a devil," which may be true as far as anyone knows. Komm certainly has a lot of stories to tell, but he only tells anecdotes when it serves a point or teaches an important lesson. His habit of giving stern lectures and his harsh lessons on the training ground have led some of the guards to refer to him by the goblin word for "grandfather."

Komm, Bearded Devil: HD 8; **HP** 56; **AC** 2[17]; **Atk** +2 *glaive* (1d10+2) or 2 claws (1d6); **Move** 15; **Save** 8; **AL** C; **CL/XP** 10/1400; **Special:** beard, bleeding wounds, disease, gate 50% (1 beaded devil or 6 lemures), immune to fire, magic resistance (20%), *teleport* (at will). (**Appendix**)

Area oF-17: The Circuit

This cave is carved into a long, narrow tunnel no more than 10ft wide or high at any point. Unlike the rest of the stonework in Mitchrod, the walls here are intentionally coarse and uneven. This area is maintained and inhabited by a colony of **mites**. These small fey keep to themselves, tending to a colony of **giant spiders** they use as mounts. The leader of the mites is **Lump**, who speaks for the group. He trades spider venom to Salish and Esker in return for food. The mites also hunt rats that are used to feed the spiders or traded to Esker for her rituals.

If needed, the mites can form a somewhat effective cavalry. Komm ordered Roam to craft them steel lances, which the mites learned to use. Lump also wears a helmet that provides no real protection, but at least enables outsiders to distinguish him from the other mites. Lump thinks it lends him an authoritative air.

The mites' favorite activity is to release a rat into the circuit, and then chase after it riding their spiders. Anyone walking through the circuit at that time runs the risk of being knocked down, bitten or stabbed by overexcited mites and their mounts. There's a 10% chance at any time that one of these "races" is being held.

Lump (mite): HD 2; **HP** 9; **AC** 7[12]; **Atk** club (1d4) and bite (1d3) or lance (1d6); **Move** 9; **Save** 16; **AL** C; **CL/XP** 2/30; **Special:** none. (***The Tome of Horrors Complete*** 384)

Mite: HD 1; **HP** 6; **AC** 7[12]; **Atk** club (1d4) and bite (1d3) or lance (1d6); **Move** 9; **Save** 17; **AL** C; **CL/XP** 1/15; **Special:** none. (***The Tome of Horrors Complete*** 384)

Spider, Giant (4ft diameter): HD 2+2; **HP** 14; **AC** 6[13]; **Atk** bite (1d6 plus poison); **Move** 18; **Save** 16; **AL** N; **CL/XP** 5/240; **Special:** poison (+1 save or die), surprise.

Area oF-18: The Spider Warrens

Every surface in this cave is covered in a fine layer of silvery strands. This is the home of **7 mites** and their **9 giant spiders**. The mites make surprisingly neat beds out of sacks stuffed with dirt, and the place is roughly furnished. A visitor not acquainted with mites may be surprised to see that they have built rough furnishings out of crates and scraps of wood and have commissioned Roam to make them plates and cutlery.

The mites are orderly (if not exactly civilized) and eat meals as a group. Some connection to their fey heritage gives them table mannerisms, if not manners, such as tying a small cloth around their necks to serve as napkins before eating.

The mites sell vials of spider venom for 150gp, although they are only willing to harvest 2 vials a week (from the spiders they are not currently using as mounts).

On the table is a well-made teapot (worth 10gp) bubbling with a sweet, fruity scent. This is the process by which the mites concentrate the spider venom. Anyone taking a sip should be treated as if he'd been wounded by the venom. Anyone swigging the entire pot probably does not have a long future in the Stoneheart Valley and should be treated as if he had been exposed to the venom three times over.

Treasure: The mites have few uses for money, but one ordinary looking sack contains 2511 sp and 1231 cp.

Mite: HD 1; **HP** 6; **AC** 7[12]; **Atk** club (1d4) and bite (1d3) or lance (1d6); **Move** 9; **Save** 17; **AL** C; **CL/XP** 1/15; **Special:** none. (***The Tome of Horrors Complete*** 384)

Spider, Giant (4ft diameter): HD 2+2; **HP** 14; **AC** 6[13]; **Atk** bite (1d6 plus poison); **Move** 18; **Save** 16; **AL** N; **CL/XP** 5/240; **Special:** poison (+1 save or die), surprise.

Area oF-19: The Rat Warrens

This cave is home to many rats of all sizes. This cave was one of the areas that already existed before Mitchrod existed. The rats have been here for quite some time, feeding and breeding. This room is used as a garbage dump for anything Dazran doesn't want to use as fertilizer, and these scraps are the reason the rats are so strong and plentiful.

The mites harvest rats to feed their spiders, and occasionally to eat themselves. They're careful not to take too many, as the rats get aggressive quite readily. In this cave at any time are **2d6 giant rats** and **2 rat swarms**. Every round where there is either combat or food (feeding time!), 1d4 giant rats and 1 rat swarm arrive until the maximum population of 18 giant rats and 5 rat swarms is reached. If these rats are killed, they are replaced at a rate 1 rat swarm and 1 giant rat a week until the maximum population is reached.

The cave has many small tunnels in the walls, many of which lead to the surface. Rainwater eroded these passages over the years. The mites never go too far into the cave, worrying that it may be less stable than it appears. They also fear being overwhelmed by swarms of vermin. Because of these fears, they have missed one passage to **Area 0F–20** that visibly leads down rather than up. If explored (although it is a tight squeeze for most normal-sized humans), it can be followed to another cave. The mites do not know of this cave or of its inhabitants.

Rat, Giant: HD 1d4 hp; **AC** 7[12]; **Atk** bite (1d3); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special:** none are diseased.

Rat Swarm: HD 3; **HP** 15; **AC** 5[14]; **Atk** swarm (1d8); **Move** 12; **Save** 14; **AL** N; **CL/XP** 3/60; **Special:** 1 has disease. (**Appendix**)

Area oF-20: In The Presence of Royalty

This small cave is home to two rather fat and content natural wererats named **James** and **Hanna**. They took these names from a child's fable and "rule" over the rats living here. In practice, this means dividing up scraps the mites throw in, while making sure only the weak and sick rats are caught when the mites arrive. They also forage for food when the mites forget or are unable to supply scraps.

Their strategy is at least moderately effective; ever since James and Hanna stumbled upon this cave (after following other rats looking for food) the strength and number of rats have grown. For the most part, they'd much rather stay in the cave in rat form and accept the free food, unconcerned about the source of the scraps or Mitchrod.

The wererats can easily leave the cave and reach the surface by going through the missed passage to **Area 0F–19** in their animal forms.

The rats in the cave recognize James and Hanna as leaders (in their own way), and the pair can direct the rats. If anything more threatening than a mite comes through the door, they assume their animal forms and direct the **1d6 giant rats** and **2 rat swarms**, aiming to drive the intruders back. If it's clear they cannot win, they flee and direct the rats to do the same. Rats arrive from **Area 0F-19** at a rate of 1 rat swarm and 1d4 giant rats until the maximum population is reached.

If friendly contact is made with James and Hanna, they reveal themselves to be selfish but amiable. With nothing more than some good words and a generous bribe of food, they can be convinced to coordinate an attack on Mitchrod with their "army" to claim the cave as their own.

James and Hanna have very little treasure other than their gear. Among the rubbish is a short carved stick that is actually a *wand of paralyzing* with 11 charges remaining. It was accidentally thrown out by one of Esker's acolytes, who have been searching for it since.

James and Hanna, Wererats: HD 3; **HP** 18, 12; **AC** 6[13]; **Atk** bite (1d3), weapon (1d6); **Move** 12; **Save** 14; **AL** N; **CL/XP** 4/120; **Special:** control rats, lycanthropy, silver or +1 or better weapon to hit, surprise.

Rat, Giant: HD 1d4 hp; **AC** 7[12]; **Atk** bite (1d3); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special:** none are diseased.

Rat Swarm: HD 3; **HP** 15; **AC** 5[14]; **Atk** swarm (1d8); **Move** 12; **Save** 14; **AL** N; **CL/XP** 3/60; **Special:** 1 has disease.

Alerts

Mitchrod is constantly ready and always expecting an attack (in spite of the fact that it has not been discovered in its 10 years of operation). All guards (and many citizens) carry a loud, high-pitched whistle. This whistle is never blown to attract attention (except in case of something like a cave-in) but is reserved for the sighting of hostile forces or other equivalent disasters. If a guard blows a single, strong note on his whistle, it may not carry throughout the fortress, but other citizens hear the sound and quickly pass the message on. From then on, all citizens of Mitchrod prepare to defend their home.

The hobgoblin guards immediately report to their dorms to arm themselves with longswords, shields and longbows. Their spears are generally left behind. They hold the area until Siggrun or Komm arrives, whereupon they sweep the fortress area by area. Komm *teleports* to the dorms as soon as he is able to get the guards moving as soon as possible. On the first round after the alert sounds, all guards in the training grounds move to the dorms, and all the guards there are ready 1d4 rounds later as they grab weapons and wake their sleeping comrades. Any guards who are elsewhere in the complex attempt to get to the dorms. If they encounter hostiles, they trill their whistles and engage, buying time for the remainder of their forces to catch up.

The exceptions are the four guards at the Tin Man, who stay to guard and make use of the device.

If a group of guards makes it to the mites, the tiny creatures mount up to follow orders. If the mites are not rallied, they instead position themselves on spider-back around the entrance to their home, hiding on the walls and roof, waiting to surprise intruders.

Dazran and her helpers immediately flee into the mushroom fields, regrouping at **Area 0F–5A**. From there, they patrol the fields, stalking any prey they find. If they find the area clear, they set up an ambush near the door to **Area 0F–4** and wait quietly and patiently for the all-clear signal.

Tivsaran's tactics are detailed in **Area 0F–7**. Korrigan, meanwhile, grabs his flail and puts on his armor (which takes 2 rounds). He then locks the door to his bar and searches for a unit of hobgoblins to command. He is a ferocious combatant and uses any forces he can gather to the best of his ability. Roam hides in his forge, a coward to the last.

Orthus and Esker, along with the fussy Watcher, lead the defense of the citizens of Mitchrod. No one is a noncombatant in Mitchrod, and every kobold, hobgoblin and other creature rallies in the Commons to defend his home. Orthus inspires them to fight, while Esker and her acolytes exhaust their spells before wading into melee.

Once intruders are dealt with, Komm orders Orthus, Siggrun, 4 hobgoblin guards and 2 acolytes to track the intruders down however they can, hoping to silence all those who would threaten Mitchrod.

The Farms and Food (Optional Content)

On the surface, several farms are within a few miles of Mitchrod's entrance, each growing root vegetables and raising livestock. The farmers are aware of Mitchrod and have an uneasy truce with the place. In exchange for their word that they keep Mitchrod a secret, Tivsaran gives them a good price on some of their goods as well as warns them of bandit activity. Komm, on the other hand, threatens to burn their farms and kill their families (in that order) if they break their word. This food is enough to keep Mitchrod fed but not without the occasional raid and Dazran's crop.

If Mitchrod is besieged, it runs out of food after one month. It is unlikely but possible that the devils have allies on this plane, and they use their *teleport* ability to keep the fortress stocked, although such a tactic quickly raises suspicion in the surrounding land.

Part 3
Wilderness Area 31: The Face in the Forest

Author's Note

First, I must quickly mention how much I loathe "must lose" fights, where the outcome of a battle is predetermined to further the plot. It's very hard to have a story where the characters are captured without it, so the focus must shift. If the characters know they're going to be caught, how can they prepare? Do they have the wisdom and patience to bide their time until a moment for escape arrives? There are more tests of heroism than just bravery.

Author's Note Continued

Nature is pretty much the scariest thing around. I'm an Australian, and our wildlife is pretty scary. While we do have a lot of poisonous spiders, we also have weirder things like lyrebirds which can mimic nearly any sound (including chainsaws).

It's easy while you're on a long hike to begin to suspect the whole lot is out to get you, the trees, the birds, all of it. So what if it was? What if the bush and the things living within it wanted nothing more than to see you dead in a creek? What if night never came and the hot Australian sun beamed down on you until you went mad?

Let's find out.

—Alex

Introduction

This adventure is intended as an introduction to the wilderness area of ***Rappan Athuk***. The pirate attack, capture and escape through an evil forest that are contained in this module are intended to toughen up a party of 1st–3rd level characters so that they emerge (perhaps a lot poorer) but stronger and more canny, ready to face the dungeon. A few items of value are hidden within the forest, but equipment can be bought, and wounds can be healed. The mindset needed to step into a dangerous place can only ever be earned.

When characters are stripped of equipment, the differences in classes become apparent. If the party contains any character who can function effectively without gear, consider the impact this may have on party balance.

Maps

Below are the two maps you'll need. The player map is intentionally inaccurate, it should be a snap for the Referee to add any locations or events pertinent to his campaign. The map features may be literal geography or artistic license.

Because the player's map is intentionally inaccurate, it should be a snap for the Referee to add any locations or events pertinent to his campaign.

The Boat

The party begins its adventure on a boat bound for the city of Freegate. The ship is called the *Marid's Wish* and is bearing trade goods and no other passengers besides the party and the crew of the *Marid*.

The ship is making good time and expects to get into port in a few days. In spite of the favorable winds, the weather is miserable, with fog and constant rain. The helmsman, a grizzled and malodorous man, is steering by compass, and the crew is not worried that they haven't been able to check their bearing by the stars in two days.

On the third evening, the winds pick up until the cold rain seems to be falling from every direction. All the crewmembers (and possibly the characters) have retreated below decks, save the helmsman who stands at the stern with his lantern and compass, vainly watching for rocks or reef while trying to keep the ship on course. Anyone on deck might notice something is amiss as they hear a faint bump against the port side of the ship, followed by a thump from the port-side railings. Anyone actively looking for the source of the noise finds a grappling hook embedded in the railing and a taut, knotted rope that leads down from the ship at a slight angle. Although it is not visible through the fog and rain, the pirate ship *Shark's Teeth* has sailed up alongside the *Marid*.

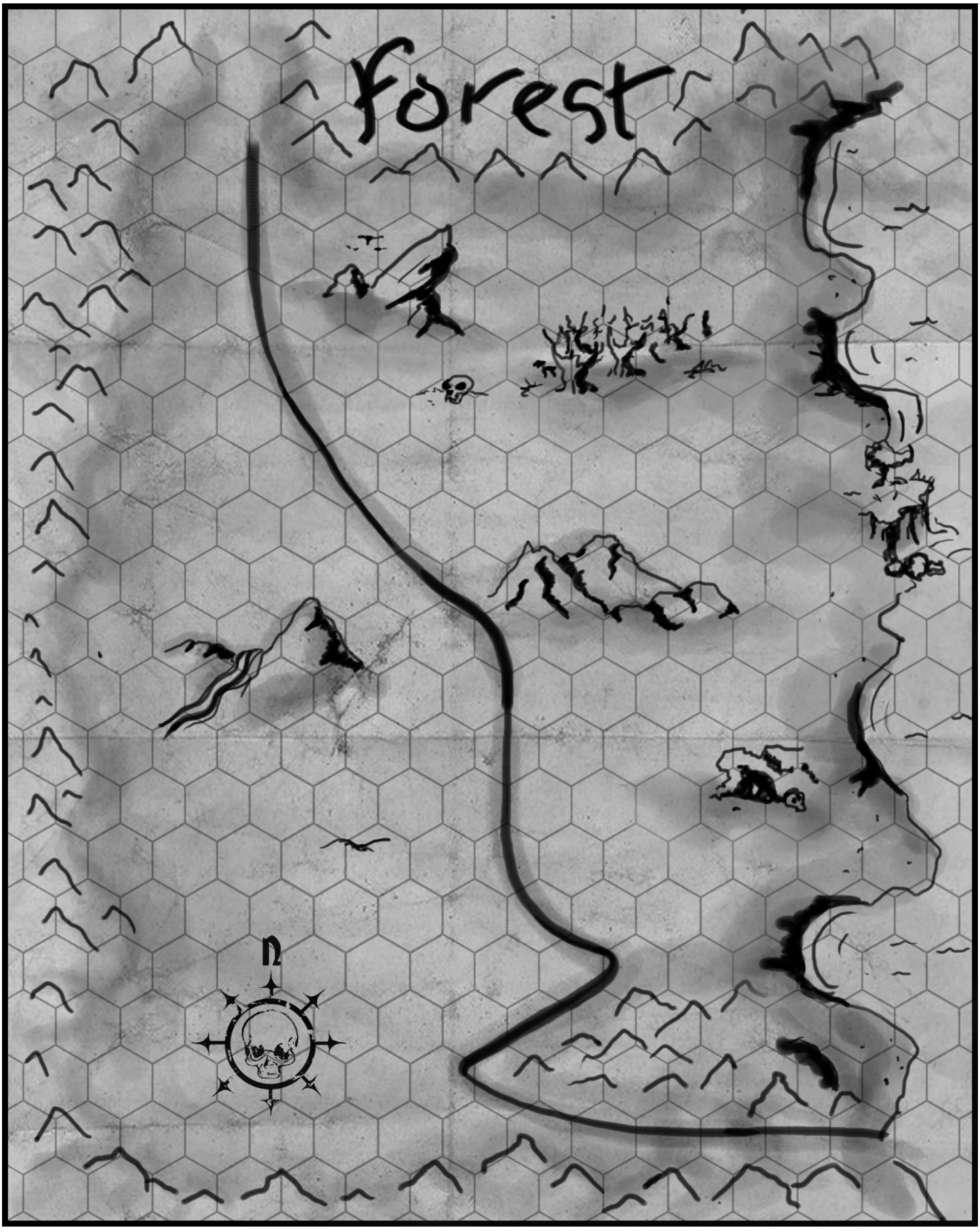
Two rounds after the grappling hook finds purchase, **3 pirates** climb along the rope and onto deck. These scouts drew the short straw and were sent to see what the ship is and what it's carrying. The weather was too foul for the pirates to see even so much as the name painted on the side, spotting it only by the lantern of the helmsman.

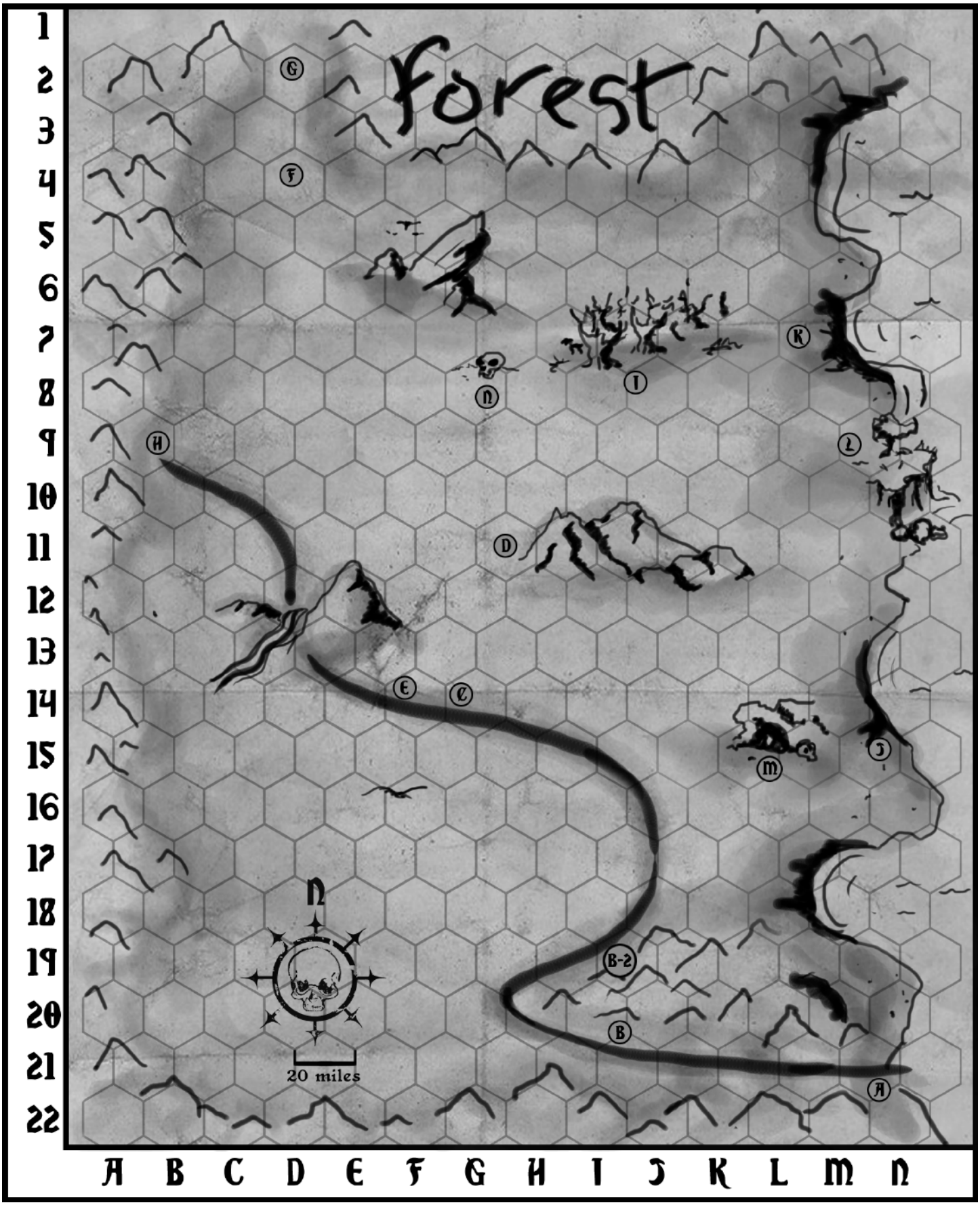
If the deck is empty other than the helmsman, one pirate sneaks up behind him and warns him to be silent, ready to gut him if he yells or does anything foolish. One unlucky pirate is chosen to go in first and check below decks and deliver demands to the crew. The *Marid* is to surrender half its cargo and all its passengers or its crew will be killed.

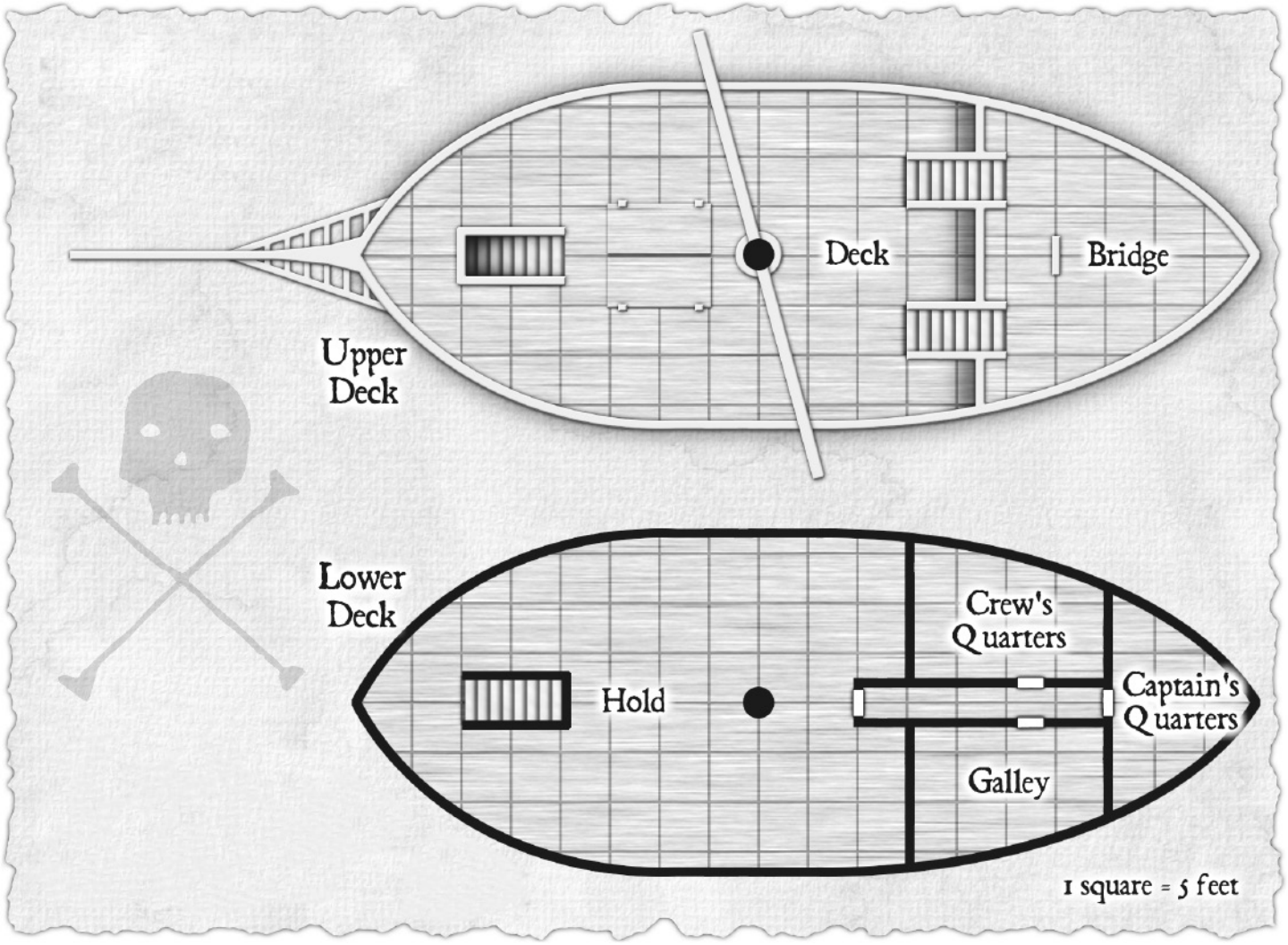
If anyone other than the helmsman is on deck, the pirates signal for backup (another **3 pirates** arrive in 2 rounds) and then try to capture anyone on deck and attempt to scare them into telling the pirates the name of the ship, its cargo and its destination. The pirates have no problems wounding someone in an attempt to "persuade" them, but are loathe to kill anyone, and are likely to back off if threatened. The helmsman is old and mostly deaf, and unless someone taps him on the shoulder, he continues to fight with the wheel to keep the ship on course. He is no use in combat, and the pirates ignore him, almost out of professional courtesy.

Crew of the *Marid's Wish:*

- 7 crewmembers (including the helmsman)
- Captain Hodge


Forest
N


Forest
20 miles



Crew of the *Shark's Teeth*

- 8 pirates
- 3 skirmishers
- Peglegs, the captive healer
- Exploding Percy
- Captain Jackson

If combat occurs on the deck, the crew of the *Marid* and the *Shark* hear it. The *Shark* responds by sending **3 pirates**, **3 skirmishers** and **Exploding Percy**, the first mate. The crew of the *Marid* is a cowardly lot and barricade themselves below decks, although they can be forced to aid the ship if the situation is dire. If reinforcements are called for, any pirates remaining on the *Teeth* board the *Marid*.

What happens next depends a lot on the actions of the players. The pirates are more than a match for the *Marid's* crew and force their surrender in just a few minutes. If the players attack the pirates cautiously (rather than engaging on the deck where they are outnumbered), they may be able to force the pirates back, especially if the crew of the *Marid* can be convinced to assist. If Percy or any two other pirates are killed, Bloody Jackson and his two elite skirmishers join the fray (throwing more grappling hooks if their line has been cut).

The pirates are at a clear advantage in numbers and skill, but it's quite possible that cleverness on the part of the party can force the pirates into an unfavorable position. If the pirates are winning, but the *Marid's* crew still refuses to yield, Jackson (or Percy, if Jackson is incapacitated) can offer the captain of the *Marid* a "fair deal" to stand his men down. The deal is understood to mean safe passage for all of the crew, as well a moderate sum (150gp) for the captain personally. If at least two of his crew members are slain, the captain of the *Marid* surrenders regardless.

The ultimate outcome may be inevitable, but the players can do a few things to influence their fate:

- Anyone spending a full round can hide a single small item on his body, and anyone searching him must roll a 1 on 1d6 to find this item.
- Standing steadfast against the pirates and refusing to give ground is seen as admirable (unless it results in the death of a pirate), and results in them being better respected by the pirates (Referee to determine this by role-playing).
- Perhaps the best thing the party can do is offer to help heal pirates who were wounded in the fight. Peglegs, the pirate's apothecary and healer, looks upon this kindness with gratitude, and may later assist characters.

Killing pirates doesn't help at all, and for every pirate killed, the party receives one extra guard when the party makes landfall.

For this encounter to work smoothly, it must be obvious very early on that the party is outmatched and outnumbered. The number of pirates should be increased for larger parties. The party should be less concerned with winning than they are with how to handle the situation.

Pirates (Ftr1) (8): HP 5x3, 4x2, 6, 2x2; **AC** 7[12]; **Atk** short sword (1d6) or club (1d6); **Move** 12; **Save** 13; **AL** N; **CL/XP** 2/30; **Special:** none;
Equipment: leather armor, short sword, club.

Pirate Skirmishers (Ftr2) (3): HP 12, 11, 8; **AC** 7[12]; **Atk** short sword (1d6); **Move** 12; **Save** 13; **AL** N; **CL/XP** 2/30; **Special:** skirmishers attack with 2 weapons (+1 to hit);
Equipment: leather armor, 2 short swords.

Captain Jackson (Thf6): HP 22; **AC** 6[13]; **Atk** *+1 longsword* (1d8+1); **Move** 12; **Save** 8; **AL** C; **CL/XP** 6/400; **Special:** +2 save vs. traps, back stab (x3), read languages, thieving skills;
Thieving Skills: Climb 90%, Traps/Tasks 40%, Hear 4 in 6,

Hide 35%, Silent 45%, Locks 35%.
Equipment: *+1 leather armor, +1 longsword,* thieves' tools, shark-tooth pendent (75gp), 2d10gp.

Peglegs, Cleric of Quell (Clr2): HP 10; **AC** 2[17]; **Atk:** fist (1); **Move** 3: **Save** 14; **AL** L; **CL/XP** 2/30; **Special:** +2 save bonus vs. paralyzation and poison, banish undead, spells (1);
Spells: 1st—*cure light wounds*;
Equipment: crutches, 3 *potions of healing*, holy symbol of Quell, 2d10gp.

Note: Peglegs has two wooden legs, and walks with the aid of a pair of wooden crutches. This reduces his movement rate to 3.

Exploding Percy, Goblin: HD 1d6 hp; **HP** 3; **AC** 9[10]; **Atk** bomb (see below) or light crossbow (1d4+1)**; Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; **Special:** –1 to hit in sunlight.
Equipment: light crossbow, 20 bolts, pouch of 3 chemical bombs (range 10ft; 1d6 points of damage; lights combustibles on fire for 1d4 points of damage for 1d4 rounds).

***Marid* Crewman: HD** 1; **HP** 4x3, 5, 2x3; **AC** 7[12]; **Atk** club (1d6); **Move** 12; **Save** 17; **AL** C; **CL/XP** 1/15; **Special:** none.
Equipment: leather armor, club, 1d4 sp.

Captain Hodge (Ftr1): HP 6; **AC** 7[12]; **Atk** club (1d6); **Move** 12; **Save** 13; **AL** N; **CL/XP** 2/30; **Special:** none.
Equipment: studded leather armor, club, 3d6sp.

The Cove

Note: The Referee is encouraged to modify this section to enforce his chosen theme. Whether the pirates are slapstick, dark and violent or just businesslike is up to the Referee. The pirates are not the focus of the adventure, and their manner should convince the players to escape at the first real opportunity.

Once the events aboard the *Marid* are concluded, the pirates frisk the party and relieve them of all of their equipment. The pirates are also quick to gag anyone seen casting spells, and they tie the hands of any hero not carrying a weapon.

Within a few hours, the pirates pull in to a small cove for the evening to celebrate looting the *Marid*. The cove is little more than a beach below an overhanging cliff. One path heads up the cliffside in the west, leading out of the cove.

A lot of alcohol is consumed and the pirates quickly build a fire from driftwood in a clearing in the north (**A**). They avoid going up the slope to forage for wood. A few pirates stay on the boat to guard the loot, while the rest go ashore. The characters are also brought to shore to be traded away in the morning to a man named **Turane** (see ***Rappan Athuk*, Wilderness Area 5**). The pirates are apprehensive about allowing Turane anywhere near their boats due to his troll bodyguards who have a habit of breaking things.

The characters are brought to a small sand-cave in the cliffside that the pirates use as a garbage dump and latrine (**B**). The characters' arms are tied behind their backs, and their ankles are bound and they are made to sit on the garbage pile while **2 pirates** watch them. The pirates assign up to two additional sentries if they believe the party to be highly dangerous (or if they killed any pirates while on board the *Marid*).

The sentries are undisciplined and complain loudly about missing out on the party to "baby-sit." They comfort themselves that they're not "looking for birds," referencing the guards on lookout at the top of the slope (**C**). If asked, they mention that the forest is "haunted by things not dead" and that "the birds are the worst." They admit they don't know what that means, but they've heard it repeated enough that they're wary.

The characters need to escape before Turane arrives. First, characters must take care of their guards. A clever distraction (Referee to determine) can focus the pirates' attention on the sounds of revelry or the smell of cooking to convince the pirates to join their comrades. A charismatic character with a good story convinces the pirates that the hostages have nowhere to run off to. The characters could also suggest that the pirates should be drinking as well because "Why should your friends have all the fun?"

The pile of rubbish contains many sharp shards of glass and rocks, as well as 3 intact glass bottles and other minor broken objects that characters could use to cut their bonds (taking 1d4+1 rounds to do so). If the pirates are still present, the characters may attempt to cut their bonds without being noticed. Allow a character to sever their bonds with a roll of 1 or 2 on a 1d6. There are other ways the players could escape from the pirates, depending on the special abilities of the party members present. The Referee is encouraged to add any extra "treasure" to the pile that he would like the characters to start the adventure with.

If the party impressed Peglegs earlier, he may visit them in their captivity. His crutches have a lot of trouble on the sand, and the pirates do not see him as a threat. He gives each character a waterskin attached to a leather thong that loops around their necks that allows them to drink with bound hands. If a cleric is in the party, he slips them their holy symbol as well as subtly slicing through the bonds that hold their hands, asking them "not to hurt anyone."

If no cleric is present, Peglegs instead slices through the bonds of the strongest-looking party member.

The two sentries each have a copy of the Player Map as well as a greasy slab of meat wrapped in cloth that is enough for a meal.

Once the party secures its freedom, only one way to go exists. Around the fire are **Captain Jackson**, **Percy**, **Peglegs**, the **3 skirmishers**, and up to **12 pirates** (subtract any who died on the *Marid*). Trying to slip past the bonfire to the boats is suicide, as is trying to swim out of the cove to get to the ship (where another **4 pirates** await them on the *Shark's Teeth*). The party's only hope is to sneak up the path and get by the sentries to get out of the cove.

During this time, the pirates are loudly dividing up the treasure on the beach, including the party's equipment. As each new piece is presented, the pirates yell insults or compliments and make off-color jokes. This is fortuitous for the party, as it provides a distraction but may be a bit galling. At the top of the slope, **1 pirate** is keeping watch, while **3 other pirates** lounge alongside the path. Each pirate has some food and a copy of the Player Map. With the equipment taken from the earlier guards, these pirates do not pose much of a threat as all their attention is focused westward, away from the path. Of note is the map of the area that the pirates carry. This is intended to be the characters' main guide through this adventure, although one more opportunity exists to obtain it if they miss it here.

If the alarm is raised at any point, the characters may still have a chance to make a dash for the path. If they run completely out of options, Turane arrives just before morning to look over the party. He decides not to pay the exorbitant price the pirates want (200gp per person), and the party is left marooned in the cove.

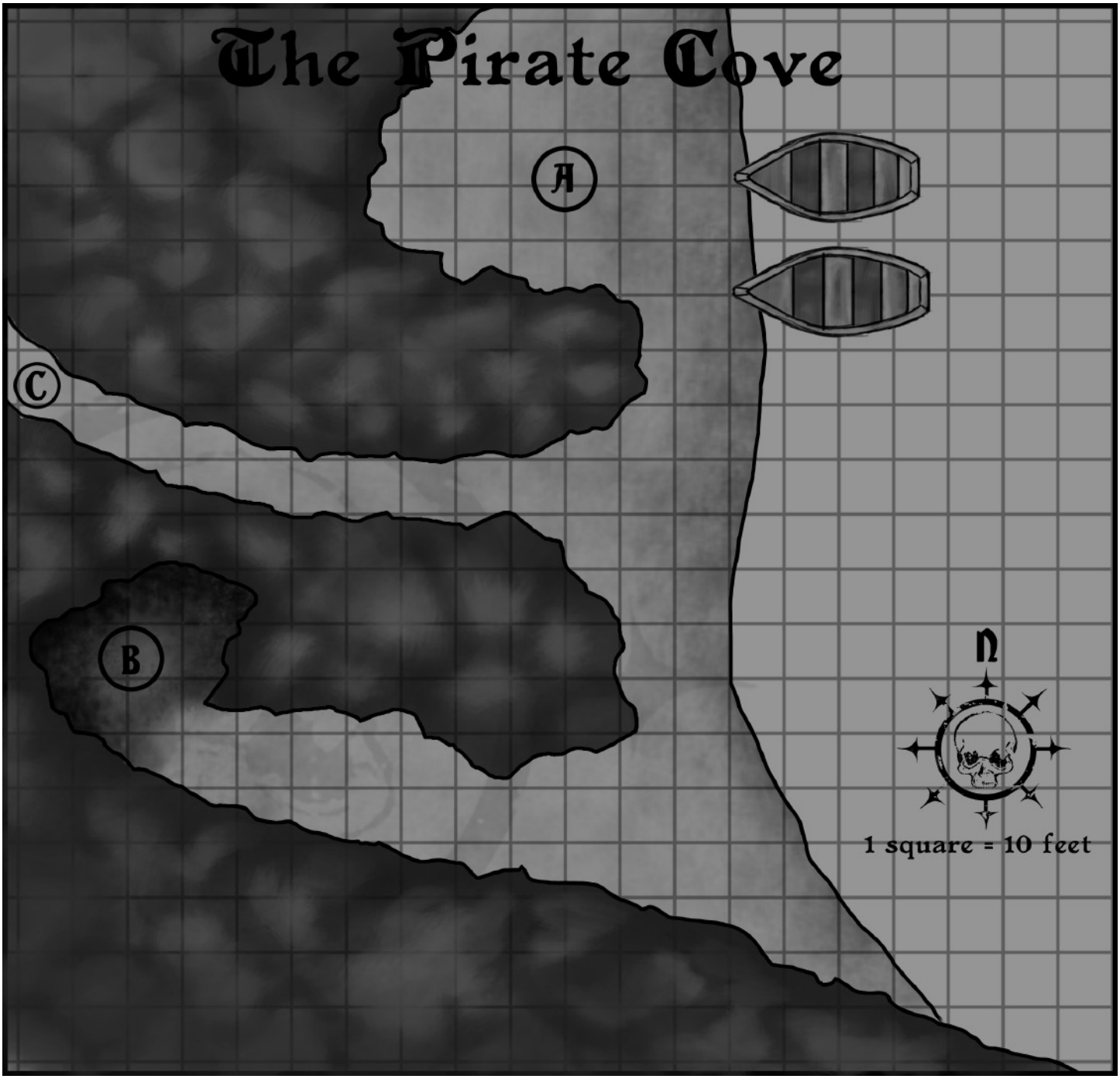
Pirates (Ftr1) (4): HP 5, 3x2, 2; **AC** 7[12]; **Atk** short sword (1d6) or club (1d6); **Move** 12; **Save** 13; **AL** N; **CL/XP** 2/30; **Special:** none.
Equipment: leather armor, short sword, club.

The Pass

The first night may be spent in a terrified flight or a worried trudge, depending on previous events. The path up from the cove leads to a narrow pass between cliffs, perhaps 200ft wide at most. A river runs through the center of the pass (perhaps the pass was created by erosion from this river, many years ago).

The ground is a mix of sand and dirt, with dense 5ft tall shrubs all around. A river winds its way through the center, spilling down into the cove in a weak waterfall (although at this point the river is salty). The dense bushes and uneven terrain offer many hiding spots to lose pursuers. Even if they give chase, the pirates do not follow the party very far into the pass before they give up and go back to their ship. A cursory glance is enough to show that the pirates' search pattern is very half-hearted, as if they would prefer not to find anything at all.

It takes about eight hours for a party moving at normal speed (Move-



ment 12) to get from one end of the pass to the other. As the party travels, dirt slowly replaces the sand, and the thick shrubs give way to small oak trees. By the end of the pass, the trees become a forest, and fallen leaves cover the ground.

At dawn, a small raft makes its way down the river. On board the raft is a hag named **Melshus** who has come to trade with the pirates. She wears a hood to hide her horrific appearance, and has a small collection of supplies to trade. She parleys with the party, but she does not have sympathy for beggars. A character may convince her to let the party take turns drinking from her waterskin, but she has no food to part with. She also gladly hands over a map (the same map the party would have taken from the pirates if they did not do so). Melshus has a small collection of weapons and armor she hopes to trade for food. The weapons and armor were clearly taken from travelers and guards, although she refuses to say where she got the supplies, even if pressed. The party should at least be able to trade two or three of the pirates' swords for different weapons (Referee to determine items).

If attacked or if items are stolen from her, Melshus drops her hood and uses her death gaze immediately. She fights until reduced to below 7 hp, at which point she dives into the river and flees upstream. She plans to take revenge as soon as she heals.

Melshus, Sea Hag: HD 3; **HP** 18; **AC** 6[13]; **Atk** bite (1d4); **Move** 6 (swim 18); **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** evil eye (3/day, 30ft range, save or die), weakness upon sight (save or lose 50% strength for 1d6 turns). (***Monstrosities*** 239)

The Forest

Depending on the time of day, the forest appears to get brighter as the party approaches. If it is dawn, this won't rouse suspicions, but for any other time of day, it is clear that something is amiss. The sun and moon do not move unusually; it is simply the level of ambient light that increases. Birds with green and black plumage and sporting long tail feathers are spotted flying high overhead. A druid or ranger notices that these birds

are not from this region and fly in an odd manner, only rarely flapping their wings.

The forest never gets dark. The sun rises and sets, but the light stays as bright as it would be at midday. The glow is diffused and casts fewer shadows than expected. A simple *detect magic* doesn't show anything amiss or reveal the source of the light. The light is bright enough to give light-sensitive creatures trouble, and any creatures otherwise weakened by daylight are affected. Along with the never-ceasing "sunlight" comes the heat—the temperature is nearly 100 degrees in the sun and at least 87 degrees in the scant shade available.

The forest itself is not openly hostile. The trees are mostly black oaks with dark-gray bark, and the forest floor is covered in leaves with a few short plants poking up through the gaps. Plenty of animal life abounds but absolutely no birds other than the aelom can be found. However, the types of fauna present are a bit odd, with bear, deer and boar filling the role of prey while leopards and snakes are the most common predators. Few species of insects are active in the forest, although a seemingly unending supply of flies and ants can be found. Any living creature always has a halo of a half-dozen flies, and anyone not paying very careful attention to where he is stepping finds himself bitten by an ant every hour.

The Truth Behind the Trees

Once the forest was like any other in the region, a small forest of oak trees sheltered by mountains and fed by rains and streams rich with nutrients washed off the rocky slopes. A portal to a plane of evil opened in the midst of the great river that feeds this forest, polluting and corrupting it. But the portal was small and forests are slow and resilient to change. Nearly a century later, the forest is less a twisted and corrupt place and more a malevolent domain designed to destroy or incorporate everything around itself.

The biggest change is in the trees themselves. Under the ground, their roots wind together and merge until all the oaks in the forest are one single organism. The animals are mostly free of this corruption, but several new kinds of creatures emerged as a result of generations of beasts drinking from the tainted water. These partially other-worldly creatures are not intelligent as a rule, but recognize their own and work together to take down threats.

The forest has no big-bad-evil traipsing around to present a clear and obvious threat. Rather, the characters are hunted and haunted every moment by the increasingly bizarre mechanisms of the forest. It is helpful to think of the forest as one great creature, with aelom for eyes, trees for ears and the belhelmel as its white blood cells to hunt down pathogens and remove them. The party is trapped in the belly of this beast. Should they manage to escape, the memory should haunt them for the rest of their days.

The Beach

A beach runs down the eastern edge of the forest. Sadly, this strip of land does not offer an easy exit from the forest. The water is as still as the surface of a lake, devoid of fish and far too salty to drink. The water never gets deeper than 3ft no matter how far one wades out, although it does get uncomfortably warm. This beach and water are just another illusion conjured by the forest.

The beach does offer the occasional bit of driftwood, however, enough that 4 hours of searching allows one creature to collect enough to build a decent fire. This wood does not draw the attention of aeloms when burned. A druid or ranger realizes that the wood comes from trees different than the ones growing in the forest.

Trees and Aelom

The forest is quick to defend itself, although its methods are a little convoluted. If a tree is struck hard enough to cause damage, it releases a strong, sweet sap. If wood (even dead wood) is burned, it likewise gives off a sickly sweet smell with the smoke.

This smell attracts the bird-like **aelom** at a rate of one every 1d4 minutes. The aelom gather as long as the wood continues to burn or while the tree continues to be chopped. The birds roost in the trees, but may be more inquisitive and waddle awkwardly along the ground looking for the source of the smell.

The aelom are all that is left of a species of nectar-sipping parrots native to the forest. The creatures they've now become inherited the curiosity and skittishness of their mortal kin.

If an aelom is disturbed (such as by a loud noise, by being attacked or by otherwise being frightened) they react by first casting *darkness* near whatever scared them, then flying away. The aelom can enhance existing patches of *darkness* and expand their area. If a flock of aelom is upset at the same time, the birds contribute by casting one large patch of darkness.

If the original incident that attracted the aelom ceases (such as putting out a fire that had startled them), one aelom flies off every minute or two until none remain.

The darkness created by the aelom is a cue for the much more dangerous belhelmel, however, who equate the localized patches of dark with confused prey. An aggressive belhelmel arrives in one minute, and more continue to arrive at the rate of 1 every 1d4 minutes for as long as the *darkness* persists.

Aelom: HD 1; **AC** 8[11]; **Atk** bite (1d4–1); **Move** 1 (fly 24); **Save** 17; **AL** C; **CL/XP** 2/30; **Special:** growing darkness, magical abilities. (**Appendix**)

Magical Abilities: 3/day—*darkness 15ft radius*

Spending Time in a Hex

It takes about eight hours of solid walking (at Movement rate 12) to cross a hex. This does not include time taken out for meals, resting or sleeping. With reasonable rest and time out to gather supplies and adventure, it is reasonable to treat each new hex as a new day. The forest reacts accordingly to whatever the party does within a hex:

Gathering water

If characters try to gather water, they automatically succeed if they're following the river. If the party does not follow the river, but has a druid or ranger in the party, they find a source of fresh water (a clear puddle, or a narrow stream rivulet). If no druid or ranger is available, the party has a 1 in 6 chance to run across a foul pond or a sickly stream. Unless the party purifies the water, drinking it exposes them to a minor disease (those drinking the water must make a saving throw or be at –2 to hit, damage and saving throws for 2 days from intestinal cramps).

Gathering food

To find food, the characters each roll 1d6. Rolls of 1 or 2 are not counted. Add the total and consult the table below.

Fresh food

1d10	Result
1 or less	**Rotting meat:** A single rotting deer carcass lies in a muddy ditch. Just enough meat hangs on the carcass to feed one creature, although it smells disgusting and tastes worse. Anyone eating a meal of rotting meat needs to make a saving throw or throw it up.
2	**Live game:** A single **deer** is spotted. The deer has a white coat and moves slowly. There is a 75% chance that this is a **dimension deer**. Characters familiar with dimension deer can determine whether the deer is of the regular variety or not.
3	**A dance with a predator:** A **grizzly bear** (or other creature, see **Predators Sidebar**) is out looking for food and may attempt to flee if reduced below half its hp. Should the predator be tracked back to its lair, the den may contain a mate, cubs or minor treasure such as broken or rusted pieces of equipment and gear.

1d10	Result
4	**Frog pond:** A pool of fetid water contains **2d4 giant frogs**. These frogs are skittish and scatter if anyone comes within 30ft. Each frog has enough meat to feed one creature, although the taste is quite unusual.
5	**A herd of prey: 1d6 deer** and a **stag** are making their way through the forest. If the party comes within 100ft of them, the deer scatter. If they're attacked, the deer run while the stag defends them.
6	**An ambush:** A **giant spider** moves swiftly between the trees. If the party is not careful, this encounter may turn into an ambush! The spider is tricky to take down in a direct confrontation, but clever use of terrain by the party (such as setting a trap with a falling tree) should give the characters all the advantage they need. The corpse can feed 8 characters (a leg each!) and the legs keep for a day if cooked. Characters can also harvest 1d4 doses of venom from the creature, assuming the party has a spare bottle or other suitable container.
7	**Cornered:** A single **predator** is wounded and alone. Choose an appropriate monster (from the **Predators Sidebar**) and halve its hit points. The creature fights viciously (+1 to hit and damage) and to the death.
8	**Probably safe:** A bush full of berries or a patch of mushrooms looks inviting. Enough can be found to feed 1d4 creatures. There is a 10% that they are poisonous (save or suffer 1d6 points of damage). A druid or ranger can distinguish between poisonous and edible varieties.
9	**Boil 'em, mash 'em:** Some bulbous root vegetables grow in the loose soil. The first time these tubers are found, a deer has pulled one out of the earth and is eating it. There are 2d6 tubers, and (if boiled in water) each tuber can feed a creature. If the tubers are eaten raw, a saving throw is needed to not throw up from the chemical taste. Even if they're kept down, the characters are sickened for an hour with the uncomfortable experience of having raw tubers in one's gut (–1 to hit and damage).
10	**Jackpot:** Fresh bulbous fruit grows from a vine. Each fruit is about the size of a human head. These fruits are bright red, green and yellow, although inside they're all the same with pale pink flesh with rich red juice. They smell of citrus and taste foul, but are nourishing and hydrating and heal 1d4 hp. The fruit is known as fleshvines because of its uncomfortable coloration and texture. A vine grows 1d4+2 pieces of fruit that rot 24 hours after being picked.

Grizzly Bear: HD 6; **HP** 27; **AC** 6[13]; **Atk** 2 claws (1d6), bite (1d10); **Move** 9; **Save** 11; **AL** N; **CL/XP** 6/400; **Special:** hug (2d6). (***Monstrosities*** 37)

Deer: HD 2; **AC** 6[13]; **Atk** 2 hooves (1d4) or gore (1d6); **Move** 15; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** surprise on roll of 1–2 on 1d6. (***The Tome of Horrors Complete*** 625)

Dimension Deer: HD 2; **HP** 10; **AC** 6[13]; **Atk** 2 hooves (1d4) or gore (1d6); **Move** 15; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** magical abilities, surprise on roll of 1–2 on 1d6. (**Appendix**)

Magical Abilities: at will—*dimension door.*

Giant Frog (medium): HD 2; **AC** 7[12]; **Atk** bite (1d6); **Move** 3 (or 100ft leap); **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** leap. (***Monstrosities*** 179)

Giant Spider (4ft diameter): HD 2+2; **HP** 12; **AC** 6[13]; **Atk** bite (1d6 + poison); **Move** 18; **Save** 16; **AL** N; **CL/XP** 5/240; **Special:** lethal poison, 5 in 6 chance to surprise prey.

Stag: HD 3; **HP** 18; **AC** 6[13]; **Atk** 2 hooves (1d4+1) or gore (1d6+1); **Move** 15; **Save** 14; **AL** N; **CL/XP** 3/60; **Special:** surprise on roll of 1–2 on 1d6.

Danger Level

The **Danger Level** in the forest changes based on the party's actions. Each day, roll 1d20 and add or subtract any danger modifier, then consult the **Danger Level Encounters** table to determine what takes place that day. The Danger Level modifier is the rating of the hex in which the party currently finds itself, plus any modifier the party accrues through certain events that take place in the forest. The starting danger modifier is 0.

Danger Level Encounters

d20 + modifier	Result
1–10	No encounter.
11–12	The next time the party makes camp, a single creature attempts to steal some of their supplies. Giant squirrels are perfect for this purpose.
13–14	The next time the party makes camp, a venomous creature attempts to sneak up and bite one of the party members. The creature flees and returns an hour later, hoping to snack on the corpse after the poison has done its work. A monitor lizard or a snake would be the most likely culprit.
15–19	It's a very hot day. The sun beats down mercilessly. Everyone needs twice their normal amount of water today. Anyone failing a saving throw instead needs triple the amount.
20–21	During the day's travels, one predator attacks the party and is so desperately hungry that it doesn't flee even if wounded (see the **Predators Sidebar**, below).
22–24	A single **belhelmel** ambushes the party by first gazing at a target, then charging it and biting it repeatedly. It can be driven off if reduced below half its hit points. Rolling this result again means that the belhelmel has recovered its hit points and makes another attempt. If the party successfully brings this creature down and this result comes up again, treat this as no encounter.
25+	A pack of 1d4 crazed or desperate predators assault the party, with no sense of self preservation. Driven mad by the heat and the polluted water, these animals attack violently and fight to the death.

Predators

When a predator is called for, the Referee is encouraged to modify the following list of creatures to include those that would be normally found in a forest in the setting they are using. These need not necessarily be a carnivore, just any creature that may have a natural motive for attacking the party, such as an angry boar or territorial bear.

Wild Boar: HD 3+3; **HP** 16; **AC** 7[12]; **Atk** gore (3d4); **Move** 15; **Save** 14; **AL** N; **CL/XP** 4/120; **Special:** continue attacks 2 rounds after death. (***Monstrosities*** 48)

Giant Ant (Warrior): HD 3; **HP** 13; **AC** 3[16]; **Atk** bite (1d6 + poison); **Save** 14; **Move** 18; **AL** N; **CL/XP** 4/120; **Special:** poison 2d6 (save for 1d4 only). (***Monstrosities*** 15)

Panther: HD 3; **HP** 15; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d6); **Move** 16; **Save** 14; **AL** N; **CL/XP** 4/120; **Special:** additional rear claw attacks when hitting with both front claws. (***Monstrosities*** 370)

Python: HD 2; **HP** 11; **AC** 6[13]; **Atk** constriction (1d3); **Move** 12; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** constriction. (***Monstrosities*** 438)

Timber Wolf: HD 2+2; **HP** 16; **AC** 7[12]; **Atk** bite (1d4+1); **Move** 18; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** none.

Life in the Forest

This adventure should be treated as a smooth progression with the days following a rough pattern, not a hop from encounter to encounter. The eternal sun and consistent terrain should remove a lot of the sense of passage of time and space from the players. The only mark of progress they have is the map, and as it proves less accurate, the party may begin to lose hope.

This adventure is best served by the players having the freedom to improvise equipment. Branches easily become clubs or staffs, but other equipment is harder to come by. The vines that grow on the trees in the forest are strong enough to serve as rope, or weaving short branches together to make a shield. Hides from various creatures (along with the vines) can be used to make armor and packs. Teeth, stone fragments, flint and rocks add edges and weight to weapons.

The level of realism is up to the Referee and should be tailored to match the mood. A reasonable guide is that all forest-made weapons are –2 to hit and damage, and is broken if the player rolls a natural 1 on any to-hit attempt.

Improvised armor is only slightly more complicated. Any improvised piece made mostly of plant material is equivalent to leather armor. Making heavier armor is difficult but not impossible if suitable materials can be found (bamboo, coconuts, etc., Referee to determine availability). Such armor is equivalent to ring mail. All shields built provide a +1 to armor class. All armors built in the forest break when the character is hit with a natural 20.

Characters are likely to spend some time gathering and testing materials. A frame made of branches tied together allows a hide to cure in 24 hours, with the ever-present sun and heat greatly accelerating the process.

Reward creative players with bonus experience points for successfully constructing necessary equipment. The forest (and perhaps this entire module) is about first adapting to your situation, and then overcoming it. The party may occasionally stumble over pieces of equipment from fallen adventurers (or loot them from facestealers).

Events

Events are little changes to the routine. They happen in conjunction with everything else that occurs that day. The first event occurs on the second day the party spends in the forest, and each subsequent event occurs 1d4+1 days after the previous event once conditions for the event are met.

Event 1: Circle of Life

A particularly tall tree has a branch sticking out about 15ft off the ground. The body of a woman in blue robes hangs limply, impaled on this branch. A small satchel lies on the ground at the base of the tree.

A creature that looks like a gray-haired goat stands in the tree, balancing precariously in the branches next to the body. As you watch, it reaches a hoof down to the body and tears off some flesh (although it is not clear how) and slowly pulls its hoof to its mouth while its leg bends in an unnatural manner. It keeps its eye on you and repeats the process, unblinking.

The creature is a **belhelmel**, and the party is interrupting its dinner. So long as the party does not touch the belhelmel or the body, it leaves them in peace. The satchel contains a dagger, a filled waterskin, an almost-fresh sandwich and some money (33gp, 22sp, 95cp). The body is still wearing a backpack, although one strap has broken away.

A hero could climb up the tree and cut the backpack loose. A saving throw allows the hero to do so without disturbing the belhelmel. If the party makes a lot of noise, dislodges the entire body or otherwise annoys the belhelmel, it bleats loudly in warning. A second transgression causes it to attack. If the party flees, the belhelmel only strays 50ft from the body before resuming its meal. As the backpack is inedible, it does not care whether it is taken or not.

The backpack contains a blood-stained spellbook, 3 days of rations (a chunk of corned beef, a wedge of cheese and a small fresh bread loaf), a 50ft coil of silk rope, and a *wand of detect magic* (3 charges).

The spellbook suffered badly from being drenched in blood, and the back half of the book is illegible. What's left contains *charm person, darkness 15ft radius, explosive runes, invisibility, magic missile* and *strength*. The Referee should review this list and add any spells that any magic-user in the party would be unplayable without, being fair without at all being generous.

Belhelmel: HD 3; **HP** 11; **AC** 5[14]; **Atk** bite (1d6 plus necrosis); **Move** 12; **Save** 14; **AL** C; **CL/XP** 6/400; **Special:** creeping necrosis, glare, fondness for flesh. (**Appendix**)

Event 2: Those Who Came Before Us

A careful glance alerts any character actively looking for tracks to humanoid footprints. Up ahead, a group consisting of **three humanoids** sits on a fallen log, quietly observing the area. One man wears a cream tunic with chain mail fastened underneath. He carries some light leather armor on his hands and feet and carries a battle axe. He has a single slice through the middle of his tunic that is highly visible although it makes the armor no less effective.

The second person is a man in a bloodstained suit of leather armor. He carries a short sword and a shortbow. His face is similar to that of the first man, and the short dark hair and bulbous noses suggest that they may be related.

The third figure is a woman in a green-gray robe. The cloak is covered in mud and has a large stain on the hood. She carries a staff and a leather satchel. The satchel contains a *potion of fire resistance*, as well as a *potion of healing* and a *potion of heroism*. The facestealers have not bothered the items because they do not understand or use magic items.

When they spot the party, they stand, draw their weapons and shout a mishmash of phrases. The first man shouts "Get back! I'm warning you," while the second man yells "Pass the tea, gently does it." The woman slowly and carefully says "Spirits! I know not what you want, but stay away!" The three immediately attack the party. They fight to the death.

The corpses leave few clues as to who these people were or what they were doing. Astute heroes notice that the map the group has is identical to their own, penned by the same hand. The amount of blood on the leather armor and the woman's robe is rather excessive, especially considering



Doppelbears and Facestealers

Over time, the defenses of the forest have gotten stronger, but new threats always present themselves. The **facestealers** are the forest's first line of defense against anything it doesn't understand. These creatures are known as "**doppelbears**" in their natural state, but over a matter of days they quickly morph into the murderous facestealers when they encounter any intruders in the forest.

In their natural form, doppelbears look like overweight bears standing on their hind legs, between 4ft and 5ft tall. They have chubby faces and long, droopy ears that nearly reach their shoulders. Their fur is a mottled brown and they smell like boiled cabbage. They are laughably proportioned, and often overbalance and fall without any provocation. Their unusual anatomy of malformed bones and misshapen organs gives them a shambling gait and odd stance.

Doppelbears are ravenous omnivores and scavenge for fruit and nuts, bulking up even further. They have a secondary stage to their life cycle that activates when they spot any man-size humanoid, at which point their behavior rapidly shifts. First, they approach and follow the being, making no attempt to stay hidden. Unless they are violently attacked and killed, they stray no more than 50ft from the creature they are following. Each doppelbear bonds with a particular humanoid, and follows them specifically. If the humanoid gets in a fight, the doppelbear cowers until the battle is done.

Over the next three days, the doppelbear shows signs of change. They shed much of their fur, and on occasion whine like a dog imitating speech. After two days, their coats become very thin, and they subtly change color to match the hair color of their target. Over the next 24 hours, changes are more rapid and dramatic. The dog-like whining is now clear speech, mimicking their target. While they obviously have no grasp of language, they manage to capture the pitch and tone of their target, parroting phrases and words they often say. They sweat profusely as they burn fat and their body shape changes. Three days after this change began, the doppelbear transforms into a facestealer: a perfect physical copy of their target.

If the facestealer is not slain immediately upon transforming from its doppelbear state, it continues to follow its bonded humanoid, although it now has sufficient intelligence to stay out of sight and avoid direct confrontation. They learn many of the idiosyncrasies of its target and may possibly use their osmosis power to learn any low-level spells cast by its target. They now look for an opportune moment to attack and slay its target. While waiting, they may fashion themselves weapons from their surroundings.

If it kills its target, the facestealer strips him bare and takes all his equipment and clothing and continues to wander the forest wearing the guise of its victim. It calls out in the voice of the slain intruder. It can speak with the mark's voice, but does not understand the language, repeating catchphrases and gibberish.

A facestealer who equips a weapon loses that arm or arms' claw attack.

the group had no wounds on them.

If the party is macabre enough to slice the corpses open, they notice that the bones and organs are all misshapen and misplaced. Should the party for some reason want to eat the facestealers, their flesh is edible after cooking, although it tastes foul — a further clue that they are not natural.

Facestealer "Fighter": HD 3; **HP** 13; **AC** 5[14]; **Atk** battle axe (1d8) and claw (1d4+1) or 2 claws (1d4+1); **Move** 12; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** exact duplicate. (**Appendix**)

Equipment: chain mail, cream tunic, battle axe.

Facestealer "Thief": HD 3; **HP** 10; **AC** 7[12]; **Atk** short sword (1d8) and claw (1d4+1) or shortbow x2 (1d6) or 2 claws (1d4+1); **Move** 12; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** exact duplicate. (**Appendix**)

Equipment: leather armor, short sword, shortbow, 8 arrows.

Facestealer "Druid": HD 3; **HP** 12; **AC** 9[10]; **Atk** staff (1d6) and claw (1d4+1) or 2 claws (1d4+1); **Move** 12; **Save** 14; **AL**

C; **CL/XP** 5/240; **Special:** exact duplicate, magical abilities. (**Appendix**)

Magical Abilities: 1/day—*cure light wounds.*
Equipment: green-gray robe, staff, leather satchel, *potion of fire resistance, potion of healing, potion of heroism*.

Event 3: A Rude Awakening

The first time a party member sleeps for at least 15 minutes, they are awakened by a sound like a gong ringing right above their face. From that point onward, any time someone is asleep, they are awakened after 4d10 minutes by the sound of a gong. This process repeats as often as any character tries to rest. Any character who has been awake for more than 24 hours must make a saving throw or become fatigued, and suffer a –1 to all die rolls.

The culprit is a flesh-eating, fanged frog known as a **gong frog**. The freak mutation is a one-of-a-kind scavenger searching for corpses it can strip the flesh from in peace. Its odd croak is enough to startle injured or sleeping creatures into moving, warning the frog that its meal may not be an easy target.

Catching the frog in the act requires a 1d6 dice roll against the frog's 2d6 dice roll. It uses an odd form of magical ventriloquism to make its croak, and anyone watching with *detect magic* active notices as the frog briefly glows with magic. If the entire party lies still after hearing the croak, the frog emerges to nibble on someone. If discovered, the frog attempts to flee. It is not at all clever and has a 75% chance to return and annoy the party in 1d4 days if it escapes.

Gong Frog: HD 1d6hp; **HP** 2; **AC** 9[10]; **Atk** bite (1); **Move** 2 (10ft leap); **Save** 18**; AL** N**; CL/XP** 1/15**; Special:** phantom sounds. (**Appendix**)

Event 4: Friendship

The first time the party is not in a cave, they are approached by a group of bear-like creatures, at least one per party member up to a maximum of five. These creatures are **doppelbears** targeting the party as the marks for the second stage of their life cycle. If the party kills the doppelbears before they turn into facestealers and attack, the party enjoys a temporary reprieve. However, the forest reacts badly to this and the **Danger Level** increases by 2 for the remainder of the adventure.

If the party does not kill the new doppelbears until after they change and attack first, the Danger Level does not change.

Doppelbear: HD 2+1; **AC** 9[10]; **Atk** claw (1d4); **Move** 12; **Save** 16; **AL** C; **CL/XP** 4/120; **Special:** osmosis. (**Appendix**)

Adventure Locations

The following locations are found on the Referee's map.

Location A: The Pirate's Cove

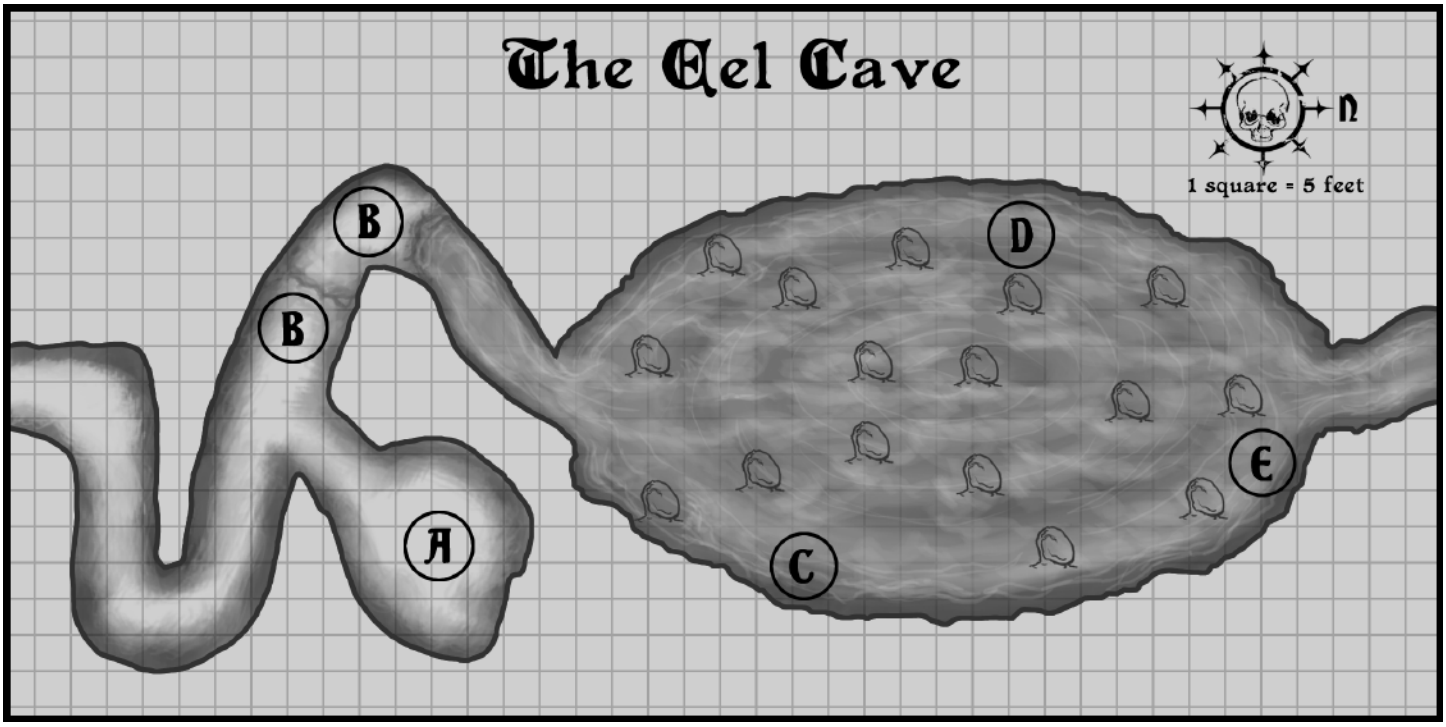
The party starts its journey here. See **"The Cove"** above for details on this area. This area includes the beach, the cave where characters are held captive, and the pass they likely use to escape the pirates.

Location B: The Eel Cave Shortcut

A cave entrance here looks like it may offer a path through the mountains and save a few days' travel. The cave slopes gently down for about half a mile, flattening out when it reaches sea level. The air smells of the sea, and a slight breeze coming up from the cave that suggests that this passage may well lead through the mountain, or possibly out to sea and to freedom. The passage is pitch black, but after the first half mile faint light can be seen up ahead. Around a corner is the lair (**A**) of a **glowlizard**, an orange-scaled creature that resembles a very young fire lizard. Its tail ends in a bulb about the size of a human head that emits a glow similar to a torch.

Glowlizard: HD 1; **HP** 4; **AC** 7[12]; **Atk** bite (1d3); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** expert climber. (**Appendix**)

If the lizard is slain, its tail remains aglow for 4 hours. The lizard feeds entirely on the pseudoeels in the next room. From the lizard's den, a pair of 15ft tall cliffs (**B**) lead downward. The path continues to wind north, still sloping gently downward. If the party has no light sources, a dim glow can be seen up ahead. After 40ft, the passage dips a foot below the surface of the water and opens into a 50ft wide by 100ft long cave. Very faint light comes from a northern exit on the opposite side of the cavern. The light bounces off the water, illuminating the exit, but doesn't provide enough light to see by.



The entire cave floor has a foot of water covering it, and the surface is still with only the odd ripple disturbing it. It smells of the sea, as well as fish and something else, perhaps copper. Sitting in the water at regular intervals are six 1/2ft tall egg-shaped fleshy sacs. The egg-sacs are covered in a thick layer of yellow slime and have gray pulsing flesh. Swimming in the water are small eels. Every 10 seconds or so, an eel pulses with a flash of blue light. These are **20 electric pseudoeels** that associate light with danger. The glowlizard would creep down to feed off the eggs, the light from its tail alarming the eels. If the characters carry no light sources, they can creep through the cave unmolested. Sudden movements, loud splashing or touching an egg-sac automatically alerts the pseudoeels to danger and they attack.

Any time a pseudoeel uses its electric tail attack adjacent to an egg-sac, there is a 20% chance that the egg hatches, spawning 1d4+2 new eels that attack immediately.

Pseudoeels (20): HD 1d6hp; **AC** 9[10]; **Atk** electrical charge (1); **Save** 18; **Move** 0 (swim 12); **AL** N; **CL/XP** 1/15; **Special:** none. (**Appendix**)

Tactics: The pseudoeels are not very threatening, but can be deadly in groups. Due to the shallow water and their size, up to four eels can attack a man-sized opponent.

Treasure: The cave is fed by the tides, so odd pieces of driftwood and other rubbish occasionally make their way into the cave. A heavy mace sits underwater at **C** (easily spotted by any character moving through that square), a *potion of healing* (unlabeled) floats at **D** (visible to all who can see), and an empty scroll case is wedged into the rocks at **E** (visible by rolling a 1 on 1d6).

The passage in the north dries out and slopes upward for 16 miles, finally leading to **Location B-2** on the main map. It is an easy but unrewarding path.

Location C: The Map Tree

The party has had a few opportunities to recover maps up to this point, although they have all been the same. The unlikely source of these maps is found here, where a glorious apple tree grows in a small clearing. Instead of apples growing from its branches, however, the tree produces brown, rotted fruit. Before the fruit grows heavy enough to fall, it decays and scatters its large, flat seeds into the wind. These seeds are littered about the area, exact copies of the maps the party may hold.

Location D: Too Good to be True

In among several young oak trees stands one oak bearing fruit like a small cantaloupe rather than acorns. One low branch grows in an odd way, the wood curled into the shape of a single weapon or shield (Referee's discretion, but feel free to be creative — the more useful the weapon, the better). This is a heartflesh vine growing on the tree, the only one of its kind, a new mutation springing from the forest's corruption. The vine's tendrils take over the oak and force it to grow the pieces of equipment, possibly either as a way to equip the facestealers or as a way to distract unwanted guests from the vine's fruit.

The weapon or shield is extremely solid and very light (made of wood, but strong as steel), and smells vaguely of sap. If the party suspects a trap, or takes the item and leaves, then the tree succeeds in its primary purpose: protecting its fruit. If a character consumes the fruit, they notice how absolutely sublime the flavor is, and desire to eat as many as they can. This is not a magical effect — it's a result of how tasty and refreshing the fruit is. The pale pink flesh of the fruit is filling, hydrating and revitalizing, making up for any missed meals or sleep. Five fruits grow on the tree. Any character eating a fruit heals 1d4+1 hp. Should any one character eat at least four pieces of fruit (enough to fill the stomach of a man-sized creature), he gains +5 hit points the next time he sleeps. These hit points are lost first, and cannot be regained. The fruits take a year to regrow, but the weapon or shield regrows in 2d4 days as a different item.

Note: This is probably one of the strangest things in the forest, but still less strange than conventional fauna. There are a few "one-offs" in the forest, bizarre freaks of nature that probably die out before they have a chance to reproduce. For every success (such as the belhelmels), there are some failures.

Location E: The River's True Colors

From this point on, the river begins to deviate from the map, leading the players farther west than they may have intended to go. By this point, the river is brackish and no longer good to drink. The river continues getting worse and the players may see the occasional chunk of rotting flesh float by. The quality of the river water continues to deteriorate into a foul mess of rotting flesh and waste the farther upstream the party travels.

Location F: So Close . . .

As the party crests this small rise, the land falls away below them and the party is met with a hopeful sight. The mountains that have hemmed them in have a clear pass, directly north and about a day's solid walk away. The gap in the mountains is especially unusual, as the sky on the other side is not bright like the sky in the forest, but darker and shows signs of clouds. At night, the distant patch of sky darkens, and stars are visible. This is the exit the party has been searching for.

The remains of a single tent sit at the bottom of the slope. The party is right to suspect a trap, as **2 powerful facestealers** wait in the trees ready to ambush anyone going for the tent. Giving the tent a wide berth is all that's needed to avoid their ire.

Hidden under fallen leaves around the tent but easily spotted are the corpses of two clerics the facestealers killed. The bodies have been stripped of gear (which now adorns the facestealers), but their silver holy symbols of Mitra are untouched. Inside the tent are the pair's backpacks and bedrolls. Combined, the packs contain a change of clothes for two creatures, two holy books of Mitra, rations for up to 22 meals, waterskins (empty), a flagon of wine, two labeled *potions of healing,* a *scroll of neutralize poison* and a teakwood case wrapped in an oilskin.

The case is sturdy, and contains an expensive collection of incense, silver wire, holy water (2 vials), four mauve candles and a book of incantations, along with a hand-drawn map charting a course from **Location G** to **Location H.** Everything in the box radiates a faint aura of magic. A note from a high priest of Mitra thanks the priests for their heroism in "braving the forest" to "bring the cleansing light of Mitra." This kit contains all the instructions and materials necessary for the characters to cast a modified form of the *protection form evil* spell at **Location H**. All the party needs to cleanse the evil from the forest are the contents of this case, and one person capable of reading the language in which the invocation is written (a thief of 3rd level with a successful read languages check; or a magic-user with the *read languages* spell).

If the party elects to backtrack to **Location H**, consult that location to continue this quest. If the party returns the kit to the temple that dispatched the priests (in a city of referee's choosing) without completing the ritual, then the high priest understands how dangerous the task was, and rewards the players with any healing they need as a result of their journey, as well as a gift of 100gp each for the return of the kit. Alternatively, the kit could be sold for 2000gp worth of silver, holy water and rare incense.

Facestealer "Clerics" (2): HD 3; **HP** 13, 12; **AC** 4[15]**; Atk** mace (1d6) and claw (1d4+1) or 2 claws (1d4+1); **Move** 6; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** exact duplicate.
Equipment: chain mail, shield, mace. (**Appendix**)

Location G: . . . Yet So Far

The path narrows and gets rockier, but with each step the true sky becomes more visible. If the characters suspect it's not going to be easy, then they're right. When the party is 200ft from the pass, the ground shakes

beneath their feet and a truly amazing spectacle unfolds before them. The 50ft long pass slowly closes as two great mountains slide together. The noise is colossal and the ground shakes constantly.

One round after the shaking starts, the party is attacked by **3 belhelmels**, **2 aelom** and a **dimension deer**. These creatures guard the exit to the forest and defend it with their lives.

This fight should be a test of all that the characters have been through. They should use everything they know about these creatures, all the gear they have found and made, and all their guile to overcome this fight and escape. They could just run, but it's likely they'd be killed before they made it out. Throwing pieces of meat or lit torches distracts the belhelmels and aelom.

The moving mountains look impressive but are less threatening than they appear. It takes 20 rounds for the mountains to close, certainly crushing anyone in the pass. The creatures attacking the characters follow them into the pass, but not one step beyond. Any that move beyond the end of the pass against their will die instantly. If the party is skilled and lucky enough to survive, for the first time in their ordeal they are free to look upon the sky, and if they're really lucky, they are treated to a view of the stars. A single day's journey north or west brings them to the coast road where they can get a lift on a wagon to the nearest city.

Aelom (2): HD 1; HP 4, 6; **AC** 8[11]; **Atk** bite (1d4–1); **Move** 1 (fly 24); **Save** 17; **AL** C; **CL/XP** 2/30; **Special:** growing darkness, magical abilities. (**Appendix**)

Magical Abilities: 3/day—*darkness 15ft radius.*

Belhelmel (3): HD 3; **HP** 11, 12, 6; **AC** 5[14]; **Atk** bite (1d6 plus necrosis); **Move** 12; **Save** 14; **AL** C; **CL/XP** 6/400; **Special:** creeping necrosis, glare, fondness for flesh. (**Appendix**)

Dimension Deer: HD 2; **HP** 8; **AC** 6[13]; **Atk** 2 hooves (1d4) or gore (1d6); **Move** 15; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** magical abilities, surprise on roll of 1–2 on 1d6. (**Appendix**)

Magical Abilities: at will—*dimension door.*

Location H: The Face of Evil

The source of the river is in fact a small, uneven cave in the mountainside, barely 50ft across. The mouth is protected by **2 facestealers** wearing heavy armor in a grim parody of an honor guard. Inside the large cave is a high stone face, 15ft tall and wide. The stone face is distinctly demonic in shape, tall and drawn like the skull of a goat or horse. The face has an open mouth, and from this opening the river pours forth, fresh from the lower planes of Chaos. The water flows into a pool that drains outside the cave. This river is the reason for the corruption of the forest, and years of the water soaking into the groundwater and being drunk by the animals has caused all the mutations that the party has seen.

Facestealer Honor Guard (2): HD 3; **HP** 19, 14; **AC** 3[16]; **Atk** two-handed sword (1d10+1) or 2 claws (1d4+1); **Move** 6; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** exact duplicate.

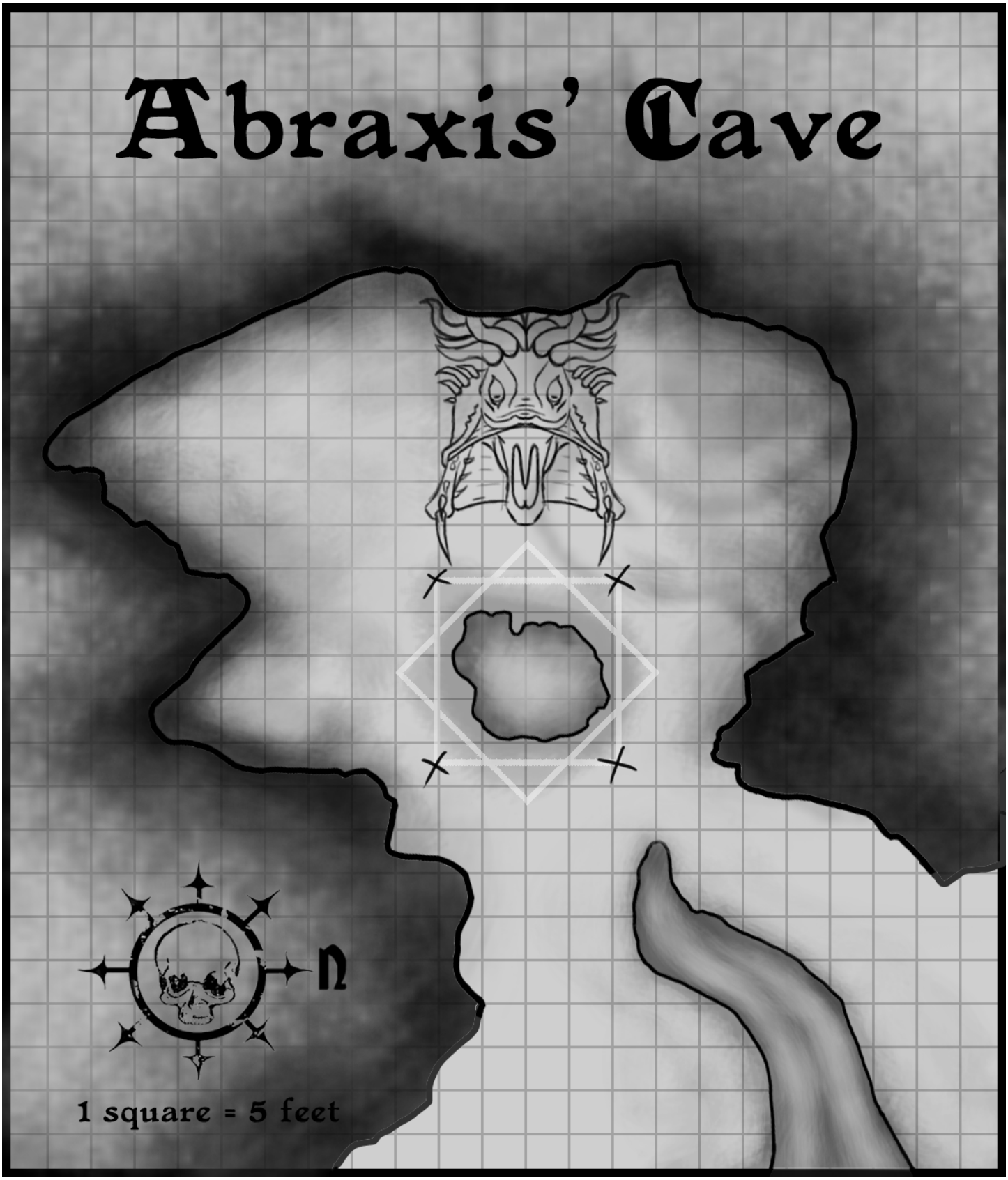
Equipment: plate mail, dimension-deer pelt cape, two-handed sword. (**Appendix**)

The face can speak and its name is Abraxis. It is not a creature as such, just a shadow or an echo of that evil plane, given voice. It has no intention of halting its corruption of this place, and makes mocking reference to those who have tried and failed to contain the corruption of the Material Plane (possibly a reference to "The Fountain of Pestilence," **Level 3C** in ***Rappan Athuk***). It bears the party no ill will and gives them accurate directions to exit the forest at **Location G** (shown as the mouth of the river on the party's map). If the party accepts Abraxis' offer to leave, the Danger Level decreases by 4 for the rest of the adventure. He also tells them (again, truthfully) that once they leave the forest they cannot re-enter it, as the entrances and exits shift with the seasons.

Abraxis is pleasant and honest. All he wants is for these intruders to be gone from his domain.

The short talk with Abraxis can go a few different ways. If the party manages to impress Abraxis or deals with him in terms the Chaotic pres-





ence can understand (being direct, self-important and proud, or furnishing him with sincere praise), Abraxis may be willing to let them take the gear off his facestealer honor guard.

If the characters are condescending or dismissive, Abraxis falls silent (and begins to brood and increase the rate of flow from his mouth), raising the Danger Level by 2. If the party attacks the face, the facestealers step in to defend it, with Abraxis calling out for a second (similarly attired) pair that arrive in 3d6 rounds.

Dealing at least 20hp of damage to the face is enough to force Abraxis to remain silent. Dealing 100hp of damage destroys the head entirely, lowering the Danger Level by 6, although it doesn't stop the water flowing (it now pours from a dark crack in the plane, roughly where Abraxis' mouth was located).

It takes Abraxis 1d4+1 days to reform his face to the point where he can speak, at which point the Danger Level raises back up by 6. It takes a month for the face to fully repair itself if destroyed.

The players should be awarded 100XP each if they leave the cave with a lower level of danger than when they came in. Destroying the face of Abraxis is a hollow victory, and does not draw a reward.

If the party returns here as a result of visiting **Location F**, the mood is very different. Abraxis is smart enough to know that the party wouldn't have returned unless they had need of him or wished him harm.

The ritual items of Mitra probably do pose a legitimate threat to him, and he is not willing to take the chance. He does not make threats, as he sees himself as above that. Rather, he makes the party an interesting offer: His aelom scouts inform him that the pirates put ashore in 14 days, and Abraxis can open a passage to them (**Location L**). He also supplies the party with **4 panthers** that (while still being normal creatures) know better than to attack anything that smells like the foul river water. The characters are invited to carry some of the rancid water with them to later sprinkle over themselves.

Once the party defeats the pirates, they are free to take their boat and sail away.

Like all of his offers, Abraxis is totally sincere and has absolutely no ulterior motives. The only information he withholds is that it is nearly impossible for the party to return to the forest once they leave, and that none of the creatures can survive outside the forest for more than a second (which explains the use of tame panthers instead of facestealers)

The party is guaranteed safe passage to **Location L**, although they still need to forage for food and water. As long as they keep moving at a reasonable pace toward their destination, they encounter none of the Chaotic inhabitants of the forest.

If the party cannot be swayed by Abraxis' offers of revenge or safe passage, they can attempt the ritual described within the teak box found at **Location F**.

Needless to say, Abraxis is not amused by this at all. He shouts for his guard (the **2 facestealer honor guards** outside, and the **second pair** of honor guard 3d6 rounds away). Abraxis is in a bit of a bind at this point, and the slow speed of the forest works against him. He can exert some influence over the trees to call additional doppelbears and facestealers, but that's about it.

Facestealer Honor Guard (2): HD 3; **HP** 16, 13; **AC** 3[16]; **Atk** two-handed sword (1d10+1) or 2 claws (1d4+1); **Move** 6; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** exact duplicate.
Equipment: plate mail, dimension-deer pelt cape, two-handed sword. (**Appendix**)

Abraxis uses his voice to great effect, doing everything he can to keep the party from getting any rest, or from concentrating. The Referee is invited to have fun with this, loudly talking over the top of the characters and mocking their efforts with all the scorn he can bring to bear. Abraxis' weakness in this confrontation is his pride. If the party can successfully bluff that they are more tired and more wounded than they appear, Abraxis won't waste his resources on a weakened foe, considering how long it would take to grow new demons.

His tactics are listed below. If he is sure of his victory he repeats the same tactic; otherwise, he advances on to the next tactic when he realizes his current plan is failing:

Tactic 1: Abraxis calls **2 doppelbears**, which arrive in 20 + 3d6 minutes. They attack immediately.

Tactic 2: Abraxis calls **4 doppelbears**, which arrive in 40 + 3d6 minutes. Three attack immediately, while one slashes at a nearby tree, drawing **aelom** at a rate of 1 every 1d4 minutes. When three birds arrive, the doppelbear and the aelom attack.

Tactic 3: Abraxis calls **1 doppelbear** and **1 facestealer**, which arrive in 30 + 3d6 minutes. The facestealer cries for help, while the doppelbear sets up an ambush.

Tactic 4: 2 doppelbears arrive in 20 + 3d6 minutes. Both stand outside the cave, and work on destroying a few small trees, covering themselves in the sweet sap. They then charge the cave and fight defensively, drawing aelom at a rate of 1 every 1d6+2 rounds

Tactic 5: By this point, Abraxis is desperate and running out of doppelbears to respond to his call. He is willing to try one last tactic as the forest has plenty of belhelmel, but he has no means of controlling them. **Two doppelbears** arrive in 20 + 3d6 minutes. They stand 100ft back from the octagram and scratch trees until an aelom appears. They then bark at it until the **aelom** drops its *darkness*, and a **belhelmel** shows up. The belhelmel won't attack unless provoked, so the doppelbears work together to pick it up and throw it at the cave! With a running start, the doppelbears can toss the belhelmel 40ft. The belhelmel suffers only 1d4 points of damage and is quite annoyed. It engages as normal, but has a 1 in 10 chance of charging straight back out and attacking the doppelbears that threw it. The doppelbears keep this up as long as they can, with additional doppelbears arriving every 30 + 3d6 minutes. It takes 2 doppelbears to throw a belhelmel.

The Ritual

The scroll inside the teak box clearly explains how to perform the ritual to cleanse the forest and includes all information given below.

The party must unspool the silver wire (which is not much thicker than thread) into an octagram 20ft across inside Abraxis' cave, then place the candles at the corners. Once the candles are lit, at least one character must stand within the octagram and chant from the book (assuming someone can read the language).

As long as these conditions are met, the silver frame of the octagram begins to glow and the candles burn golden. So long as someone chants from the book and all four candles are lit, the ritual proceeds. For the duration of the ritual, the silver framework becomes incorporeal and radiates a *protection from evil* effect.

Should the chanting stop or the candles go out, the ritual temporarily halts. The glow of the circle dims, as do the remaining candles. Unless all the candles are lit and chanting begins again within 8 minutes, the ritual stops completely and must be restarted from the beginning.

While the ritual is in progress (or even temporarily halted), neither the candles nor the silver circle can be destroyed. There is a 50% chance that fighting or a creature moving past extinguishes it each round. Chaotic creatures intentionally trying to touch the circle or the candles take 2d6 points of damage. Creatures can snuff out a candle in a single round; relighting it with a flint and tinder takes the same amount of time.

If more people stand within the circle and join in the chanting, the ritual grants additional effects. With two people chanting, the *protection form evil* effect carries with it a *dispel evil* effect; if three people chant the ritual, they each heal 1 hp/minute.

The map of Abraxis' cave shows the proper placement of the wire and the candles, as suggested by the ritual.

Desperate Measures

Doppelbears throwing belhelmel is a foolish tactic. The fault lies with Abraxis, who for all his pride and long-term plans for the forest, has really not thought this through. There are much better tactics available to him, such as having a doppelbear slice itself up and run through the forest to attract a horde of hungry predators. Like a bad chess player, Abraxis lacks the will to sacrifice his pieces to win a match. Ultimately, Abraxis is much more like a tree than a belhelmel; he is a slow tide of corruption, and poorly suited to a direct, immediate threat.

If the ritual continues for 24 hours without failing (not counting times when it is temporarily halted), then the characters are rewarded with a blinding flash of light. All creatures linked to the Chaos-corruption must make a saving throw or be reduced to a pile of ash. Abraxis screams (or perhaps curses the names of the characters) before falling silent forever. The foul water ceases to pour from his mouth. In addition to any expe-

rience earned from slaying the creatures, the players should also be rewarded with 500XP each. They are as ready as anyone can be for Rappan Athuk!`

With this victory, the party's travel to **Location G** is free of all demonic influences, and they can emerge from the forest triumphant. Returning the ritual items to the temple they came from earns them much praise (doubly so if the party contains any followers of Mitra). Each party member is handed a set of ceremonial Mitran robes (worth 85gp each) and the party receives a *+1 longsword* (one of a set of three such swords; the other two were buried in the forest by doppelbears) as well as any other rewards the Referee sees fit, up to a value of 1000gp. If the party wishes to continue on the path of purification, one priestess mentions the "lost place of the healers" and gives them rough directions to "The Fountain of Pestilence" (***Rappan Athuk*, Level 3C**)

Aelom: HD 1; **AC** 8[11]; **Atk** bite (1d4–1); **Move** 1 (fly 24); **Save** 17; **AL** C; **CL/XP** 2/30; **Special:** growing darkness, magical abilities. (**Appendix**)

Magical Abilities: 3/day—*darkness 15ft radius.*

Doppelbear: HD 2+1; **AC** 9[10]; **Atk** claw (1d4); **Move** 12; **Save** 16; **AL** C; **CL/XP** 4/120; **Special:** osmosis. (**Appendix**)

Facestealer "Fighter": HD 3; **AC** 5[14]; **Atk** 2 claws (1d4+1); **Move** 12; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** exact duplicate. (**Appendix**)

Equipment: chain mail.

Location I: Melshus' Hut

What from afar looks like a thicket or a pile of logs is in fact the hut of the sea hag **Melshus**. The abode is made out of a grove of saplings carefully woven together to form a crude shelter with an iron shield functioning as a door. The hut is symbolic of Melshus' relationship with the forest, and why it permits her existence.

If it has been at least 10 days since the adventure started, Melshus has returned from dealing with the pirates and her sled-raft sits outside her house. On a roll of a 1 or 2 on a 1d4, Melshus is out scavenging supplies. On a 3, she is asleep inside her hut. On a 4, she is awake and doing chores.

Melshus has a shaky relationship with the forest. Even after many years living and foraging among its trees, it still considers her an outsider. None of the creatures of the forest comes to her aid if she's attacked, but she fights to the bitter end nonetheless. Her main tactic is to goad her assailants into striking a tree (such as the wall of her home), which angers the forest.

Melshus should be considered unfriendly for the purpose of conversation, requiring a character to make a successful saving throw to even get her to speak with the group. A particularly astute character may notice that Melshus is quite afraid of the party. She has a healthy fear of being stabbed and is not entirely sure that the characters are not in reality unusually advanced facestealers.

If the characters make an effort to show that they do not pose a threat, they gain a second saving throw to improve her disposition. She is not terribly knowledgeable about the forest's geography, but can give information on some of the inhabitants and how best to avoid them. She specifically doesn't mention the facestealers (hoping they'll kill the party so she can be done with them). Her primary goal is to say whatever it takes to get the characters to leave as quickly as possible. After the encounter, she takes care to avoid them.

Melshus, Sea Hag: HD 3; **HP** 18; **AC** 6[13]; **Atk** bite (1d4); **Move** 6 (swim 18); **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** evil eye (3/day, 30ft range, save or die), weakness upon sight (save or lose 50% strength for 1d6 turns). (***Monstrosities*** 239, and also see **"The Pass"**, above)

Treasure: Melshus traded away the loot she had on her way to the pirates. She now has 2 barrels of pig snouts (about 12 meals for a man-size creature per barrel, and about 3 pounds per meal as they're mostly gristle). She also has a 60 pound barrel of fresh water. Lastly, she has a large cage with an otter in it, although it is not clear whether it is food or company.

A large bowl contains water with a few fragments of metal floating in it. *Detect magic* reveals a faint aura of magic. Melshus uses this pool to find where the gaps are that allow people in and out of the forest, although only she knows how to do so.

Location J: Worthless

An object protrudes 4ft out of the sand on the beach. It is a pleasant shade of blue-green. Closer inspection reveals it to be most of a copper statue of a buxom lady, although any fine details have been destroyed. The statue (if dug out of the sand) is 8ft tall, as wide as a tree trunk and weighs nearly 10,000 pounds.

It is worth 5000gp (just for the raw copper), although it is very heavy and hard to split into smaller chunks. The raw material would also be very useful for crafting weapons and armor, although no forges are in the forest. A particularly confident Referee should feel free to make the statue out of gold instead. To the players, it is just a lump of useless metal.

Location K: Old Jim

Old Jim can be found sitting on the beach, staring out to sea. Old Jim is an intelligent ghoul, although he is relaxed and not aggressive. He is very friendly and happily answers questions, although he never turns his attention away from the ocean.

Jim fell overboard during a violent storm "some time ago" and washed up on shore. He is now waiting for a boat to rescue him. If pressed, he tersely admits that he has not seen a single ship during his vigil.

Jim survived by going to the nearby stream and filling his helmet with water and scraps of meat floating by. He built a small fire on the beach and boiled a stew using the water and meat scraps. Because the wood was driftwood, it did not attract the attention of the aelom, although Jim's unwise choice of food explains his current condition.

The party can't do much with Jim. He refuses to come with the party, certain that a rescue boat will arrive "any minute." He ignores any evidence to the contrary. Jim is a part of the forest now; perhaps the only option left is a sharp blow to the back of the head.

Old Jim, Ghoul: HD 2; **HP** 9; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special:** immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Note: The stream branches off the main river near **Location H**, which is why it's so foul.

Location L: The Easy Way Out

If the characters reach this location after accepting Abraxis' offer of revenge, they find a small pass in the mountains, much like the one they came in by. The shrubs are a little thicker but it is otherwise the same. Waiting for them at the top of the path are **4 black panthers** that follow the party (so long as the party smells of rancid water; otherwise, they attack). At the end of the path, the party sees the true sky, complete with birds if it's daytime, or stars at night.

Beneath the sky, the crew of the *Shark's Teeth* are either sunning themselves or sleeping in tents depending on the time of day. Any remaining **pirates** from the introduction, as well as **Exploding Percy** and **Peglegs**, are on the beach. The *Shark's Teeth's* two large rowboats are pulled up to the sand. Captain Jackson is nowhere to be found. The skirmishers and the captain remain on the ship a quarter mile out to sea, discussing how to divvy up the loot on the ship.

The beach is narrow, only 20ft from shallows to cliffs and 120ft from end to end. The pirates are scattered about it lazily and have not posted a watch. They cannot see the pass the characters are using, although any sounds the characters make do carry. Little else is on the beach besides the

tents and a barrel of rum next to a tin of cured meats

It won't be an easy battle, but it will be a bloody one! The panthers attack the nearest target and fight as intelligently as they can. The pirates are slow to rouse at night, requiring 1d4 rounds (rolled for each pirate) to grab their gear and exit their tent. Peglegs likely dies swiftly in the brawl, although he can be saved from the panthers if a sympathetic hero pours rancid water over him.

The rowboats can be used to simply head north, around the forest and mountains to another beach, where a week's journey to the northwest or west brings them to a major road. The panthers retreat into the pass after the fight. The characters are unable to follow. Thirty minutes after characters step onto the beach, the pass closes permanently.

Alternatively, the boats can be rowed out to the *Shark's Teeth*, where the party is challenged by a shout from below decks. A simple trick might convince the pirates that the heroes are just some of their own returning for supplies. Mentioning that they forgot to take any fresh water to the beach does nicely! If the characters overpower **Captain Jackson** and his **3 skirmishers**, the *Shark's Teeth* is theirs (although whether they can sail it is another question).

All of the characters' gear is in the hold, along with two crates of furs (worth 500gp each), a jar of spices (worth 220gp) and 2,138gp in various coins and gems, and a *+1 shield* that somehow got mixed in with the treasure.

If the characters are satisfied with their revenge, that is fair enough. This, however, is a less fulfilling end. They have fought the forest, and survived, but have not overcome it. See **"What Comes After,"** below.

Pirates (Ftr1) (8): HP 5x3, 4x2, 6, 2x2; **AC** 7[12]; **Atk** short sword (1d6) or club (1d6); **Move** 12; **Save** 13; **AL** N; **CL/XP** 2/30; **Special:** none.
Equipment: leather armor, short sword, club.

Pirate Skirmishers (Ftr2) (3): HD 2; **HP** 12, 11, 8; **AC** 7[12]; **Atk** short sword (1d6); **Move** 12; **Save** 13; **AL** N; **CL/XP** 2/30; **Special:** skirmishers attack with two weapons (+1 to hit).
Equipment: leather armor, 2 short swords.

Captain Jackson (Thf6): HP 22; **AC** 6[13]; **Atk** *+1 longsword* (1d8+1); **Move** 12; **Save** 8; **AL** C; **CL/XP** 6/400; **Special:** +2 save vs. traps, back stab (x3), read languages, thieving skills.
Thieving Skills: Climb 90%, Traps/Tasks 40%, Hear 4 in 6, Hide 35%, Silent 45%, Locks 35%.
Equipment: *+1 leather armor, +1 longsword*, thieves' tools, shark-tooth pendent (75gp), 2d10gp.

Peglegs, Cleric of Quell (Clr2): HP 10; **AC** 2[17]; **Atk:** fist (1); **Move** 3: **Save** 14; **AL** L; **CL/XP** 2/30; **Special:** +2 save bonus vs. paralyzation and poison, banish undead, spells (1).
Spells: 1st—*cure light wounds*.
Equipment: crutches, 3 *potions of healing*, holy symbol, 2d10gp.

Exploding Percy, Goblin: HD 1d6 hp; **HP** 3; **AC** 9[10]; **Atk** bomb (see below) or light crossbow (1d4+1); **Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; **Special:** –1 to hit in sunlight.
Equipment: light crossbow, 20 bolts, pouch of 3 chemical bombs (range 10ft; 1d6 points of damage; lights combustibles on fire for 1d6 points of damage for 1d4 rounds)

Panthers (4): HD 3; **HP** 12, 16, 15, 10; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d6); **Move** 16; **Save** 14; **AL** N; **CL/XP** 4/120; **Special:** additional rear claw attacks when hitting with both front claws. (***Monstrosities*** 370)

Location M: An Unassuming Cave

A dry, rocky cave here is large enough to provide the party shelter. The back is blocked with moss and other plants that welcome the escape from the sunlight. This is also a possible entrance to the forest from the outside, although it is too overgrown to be visible from this side without extraordinary observation.

Location N: The Great Skull

Leaning up against the side of a hill is the 12ft tall skull of some great mastodon. A few other similarly sized bones are half-buried in the ground, the hint of a rib-cage here and what might be a pelvis there. The bones are all old, perfectly preserved by the dry air.

The skull is the hunting ground for a mated pair of **black panthers**, who are not having a good run of luck. The panthers were not born in the forest, and so do not have a good understanding of what is and is not prey. By now they're so hungry that they'll attack anything, although they are still crafty about it, sneaking up on their prey and pouncing on the party members who look the most lame or injured.

There is an unexpected option here: If the characters can *speak with animals* and offer the panthers food, the starving creatures accept the offer. Furthermore, if the speaker can convince the panthers that they know of an exit to the forest, the panthers join them as guards.

The panther's lair is inside the mastodon's skull. It is a poor showing, containing mostly broken bones and bits of rags. Inside is a single **panther cub** (non-combative), which is why the panthers are having even more pressing troubles with food. The cub is weak from malnutrition and cannot walk, and dies in a few days unless fed. A particularly careful and daring druid or ranger could raise the animal as their companion.

If the panthers and/or their cub come with the party, they make themselves useful and are quite loyal. Three days of feeding sees the cub make a full recovery. The problem is that the panthers and the cub eat twice as much as a man-size creature. Keeping the big cats around may prove more stressful than the party can handle.

Treasure: The rag that the cub was sleeping on is actually a really foul-smelling and torn *cloak of elvenkind*. It is functional, however. The panthers also know of something "that a tall man dropped." About an hour's walk north, half buried in leaves at the base of a tree, is a *chime of opening*.

Panthers (2): HD 3; **HP** 15, 13; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d6); **Move** 16; **Save** 14; **AL** N; **CL/XP** 4/120; **Special:** additional rear claw attacks when hitting with both front claws. (***Monstrosities*** 370)

What Comes After, and Continuing on to Rappan Athuk

tThe party should have been toughened up a lot from their ordeal. The wood and vines taken from the forest are unusual, and samples could be sold to a wizard or inquisitive druid for 200gp. If the party wishes to return to cleanse the forest, asking around reveals an underground passage hidden inside the great dungeon of ***Rappan Athuk*** that leads back to the forest. It is up to the Referee where this passage is located, but **Room 4B–12** in ***Rappan Athuk*** would be quite fitting. The passage leads to an overgrown tunnel at **Location L**. Abraxis plots well for their return!

Part 4
Wilderness Area 32: The Tunnels of Terror

Legends have reached the townsfolk of Zelkor's Ferry that a group of adventurers has recently excavated a new entrance into the dungeon near an old, ruined keep near the edge of the Troll Fens. The Keep itself is hundreds of years old, and was destroyed during the great battles that shook the area when Zelkor's army attacked the minions of Orcus near the dungeon.

New rumors to be added to the table of available rumors for this installment include:

- "The adventurers who uncovered this place are in fact brigand tomb robbers!" (true)
- "I heard that when they opened up the new entrance, a balrog came out and devoured them all!" (false)
- "It's said that some great evil lurks below the southern towers. Only a fool would go wake it up." (possible)
- "A great dwarven warrior is buried near that keep. I bet he took a bunch of treasure to his grave, and I heard he had an axe that actually talked to him! After all, you know how dwarves are." (true)
- "Those priests who wear those green robes were asking a lot of questions about the towers. They sure seem nice, but I am confused why they would care about a stinky old ruin." (true)

Standing on a lone hill 300ft above the fens (and about a quarter mile from them) are the remains of the keep. The base of the structure was some 300ft by 400ft square, and four watchtowers lay in ruins along with the rest of the stonework. From a distance, it appears as if an earthquake may have done its work to destroy the structure, and hundreds of fallen stone blocks and other detritus lay in heaps the size of houses where the keep once stood.

Close inspection of the structure reveals that in the southwest and northwest towers, the rock and wood debris has been cleared, and that the base levels of each tower are in fact intact. The southwest tower has a trapdoor cleared in the floor (unlocked, although see below). The northwest tower has a similar trap door, but it is barred from the inside (pick locks at –50% or a *knock* spell is required open it). **Map 0E-1** details the keep ruins.

One problem with the characters exploration of the ruins is the **8 Bandits** tasked with guarding them. The bandits are fairly alert (being terrified of the occasional wandering troll coming up from the swamp), and are hunkered down without a fire in the cold. The locations of the bandits hiding places are shown on the map (**Areas A-D**) with each location hiding two bandits. Each has a whistle to warn the others. Bandits have normal chances to surprise, but due to their current state of alert, they are only surprised themselves on a roll of a 1. Obviously it pays for players to be "sneaky" and have thieves, elves or halflings scout the ruins before just barging in.

Bandits (8): **HD** 1; **HP** 5, 3x3, 8, 7x2, 4; **AC** 7[12]; **Atk** longsword (1d8) or dagger (1d4) or longbow x2 (1d6); **Move** 12; **Save** 17; **AL** C; **CL/XP** 1/15; **Special**: surprised only on 1.
Equipment: leather armor, longsword, dagger, shortbow, 2d10 arrows.

Bandit Leader: **HD** 3; **HP** 17; **AC** 5[14]; **Atk** longsword (1d8) or dagger (1d4) or longbow x2 (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 3/60; **Special**: surprised only on a 1 on a 1d6.
Equipment: chain mail, longsword, dagger, longbow, 2d10 arrows.

Tactics: As soon as a bandit pair notices something is awry, one immediately runs to the trapdoor at **Area 1**. The other bandit waits 2 rounds and then blows his whistle, alerting the other 6 bandits who engage intruders with missile fire. They avoid direct hand to hand combat for as long as possible, only engaging if cornered. Note that due to the heavy rubble, anyone (bandit or player) moving at half speed or less can garner a –4[+4] AC bonus due to cover if they wish (do not tell players this, but allow them to seek cover if they ask). The bandits are reinforced from below with **8 additional bandits** and a **bandit leader** four rounds after the initial bandit reaches the trap door. The remaining bandits in **Area 1D-1** are "prepared" for combat (see below for details).

Treasure: In addition to their equipment, each bandit carries 2d10 gp of mundane items (food, mirrors, holy symbols etc.), and 2d20 sp.

Level 1D: The Tunnels of Terror Entrance Level

This dungeon area was recently excavated by a **large group of bandits**. The bandits, really tomb robbers, found more than what they expected. While the area is proving to be a fantastic base of operations, there are now significantly less bandits than there used to be. The group is led by **Fritz Barriston**, an evil fighter of some repute. The bandits have barricaded themselves in from below, and the blockage is warded with many holy symbols and large rocks and timbers. Anyone approaching the barricaded area can definitely tell that it was designed to keep something in, not out.

Acolyte of Orcus, Orc (Clr2): **AC** 4[15]; **Atk** mace (1d6); **Move** 9; **Save** 14; **AL** C; **CL/XP** 2/30; **Special**: +2 save bonus vs. paralysis and poison, spells (1).
Spells: 1st level—*protection from good*.
Equipment: chain mail, black robe emblazoned with the symbol of Orcus, shield, mace, 3 vials of unholy water, unholy symbol of Orcus, a small sack with 4d10gp.

Acolyte of Tsathogga (Clr1): **AC** 9[10]; **Atk** mace (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP 1/15**; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells).
Equipment: dark green felt robe with face-covering cowl, mace, unholy symbol of Tsathogga.

Bandit: **HD** 1; **AC** 7[12]; **Atk** longsword (1d8) or dagger (1d4) or shortbow x2 (1d6); **Move** 12; **Save** 17; **AL** C; **CL/XP** 1/15; **Special:** surprised only on a 1 on a 1d6.
Equipment: leather armor, longsword, dagger, shortbow, 2d10 arrows.

Bandit Leader: **HD** 3; **AC** 5[14]; **Atk** longsword (1d8) or dagger (1d4) or longbow x2 (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 3/60; **Special**: surprised only on a 1 on a 1d6.
Equipment: chain mail, longsword, dagger, longbow, 2d10 arrows.

Beetle, Giant Fire: **HD** 1+3; **AC** 4[15]; **Atk** bite (1d4+2); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special**: light glands (10ft for 1d6 days after removal).

Ghoul: **HD** 2; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Grey Ooze: **HD** 3; **AC** 8[11]; **Atk** strike (2d6); **Move** 1; **Save** 14; **AL** N; **CL/XP** 5/240; **Special**: acid (save on contact with metal or corrodes object), immune to blunt weapons, cold, heat, and spells.

Priest of Orcus, Orc (Clr4): **AC** 4[15]; **Atk** morningstar (1d8); **Move** 9; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** +2 save bonus vs. paralysis and poison, spells (2/1).
Spells: 1st—*cause light wounds*, *protection from good*; 2nd—*hold person*.
Equipment: chain mail, fine black robe emblazoned with the symbol of Orcus, shield, morningstar, holy symbol of Orcus, prayer book.

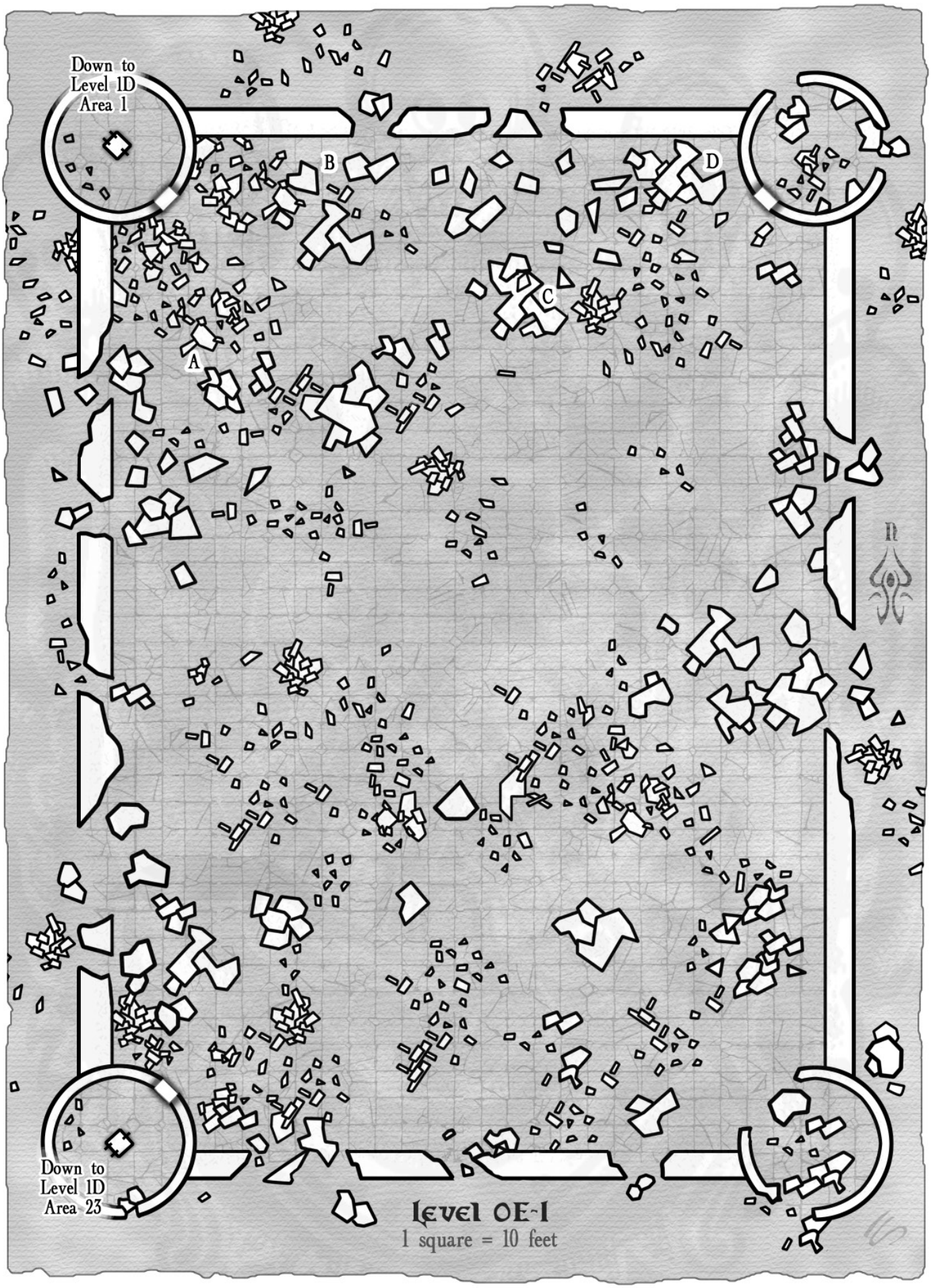
Level 1D

Difficulty Level: party level 1 to 3+
Entrances: Ruined keep from surface to staircases in **Areas 1** and **23**.
Exits: Pit trap to **Level 3D, Area 3D-6** from **Area 1D-9**; tunnel to **Level 2C, Area 2C-21** from **Area 1D-18** and trap door to **Level 3D**, **Area 3D-8** from **Area 1D-21**. Stream (downstream) from **Area 1D-7** to the swamp near **Wilderness Area 4**.
Wandering Monsters: Check once per hour on 1d20:

1	**1d6 bandits** (no encounter if all slain)
2	**1d3 acolytes** and **1 priest** (75% for Tsathogga, 25% for Orcus)
3	**3d6 giant rats**
4	**1d2 wererats** (from **Level 2**)
5	**1d2 ghouls**
6	**1 grey ooze**
7	**1d6 bandits** with **1 bandit leader** (no encounter if all slain)
8	**1d6 stirges**
9	**1d3 giant fire beetles**
10–20	No encounter

Detections: Strong evil emanates from **Areas 6, 23-33** and **34**.
Shielding: None.
Standard Features: All non-cave areas have standard dungeon walls and ceilings (cut stone), as well as stone floors. Pit traps are typically 10ft deep (1d6 damage) unless otherwise noted. Doors and secret doors are standard as well. The floors and ceilings of cave areas are covered with stalagmites and stalactites. Walls, columns and other features on this level are dry. Light sources used by the party result in automatic surprise for most monsters outside of **Section 1**, **Areas 1D-1–5** and **Section 3**, **Areas 1D-23–31** (as these areas are typically lit). The exception is the **Area 1D-7** cave (fire beetles) Cave areas are fungus-filled. 20% of the fungus is edible while 10% is poisonous (save or die). Dwarves have a 2 in 6 chance to tell which are edible. t

Priest of Tsathogga (Clr3): **AC** 9[10]; **Atk** flail (1d8); **Move** 12; **Save** 13; **AL** C; **CL/XP** 4/120; **Special:** +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells), spells (2).
Spells: 1st—*cause light wounds* (x2).
Equipment: dark green felt robe with face-covering


Down to
Level 1D
Area 1
A
B
C
D
N
Down to
Level 1D
Area 23
Level 0E-1
1 square = 10 feet

Bandit Table 1

Name	HP	AC	Weapons	Treasure	Special
Bocks	6	7[12] leather	Longsword (1d8), sling (1d4)	6sp, flint and tinder, silver ring (1gp)	
Henri	4	7[12] leather	Hand axe (1d6), shortbow (1d6)	Carved wood box in the shape of a dryad containing tobacco (5gp), 16cp, 3 silver arrows	
Fatboy	7	5[14] chain	Longword (1d8), hand axe (1d6)	*Potion of healing,* 11sp, 2gp, large chunk of uncut obsidian worth 12gp	13 Con, very fat (-1 movement)
Cheesehead	4	6[13] leather and shield	Club (1d4), 2 hand axes (1d6)	10 pound wheel of cheese (2gp), 14cp, silver broach that opens to reveal a small portrait of a woman (5gp), gold chain necklace (20gp)	
Carl	5	7[12] leather	Spear (1d6), dagger (1d4), shortbow (1d6)	3 oil flasks, medical supply kit worth 20gp to a healer (Carl has no idea how to use it), tin box of catnip (5sp), 3sp, 13cp	
Stomper	9	3[16] plate	Two-handed sword (1d10+1)	Heavy cestus and spiked iron boots (count as daggers in weaponless combat), 22sp, 34cp, boot heel contains a secret compartment containing 3 gems (topaz, 20gp, ruby 200gp and amethyst 10gp.	13 Con, 17 Str
Snuffy	4	7[12] leather	Battle axe (1d8), 3 daggers (1d4)	6cp, 9sp, 50 foot coil of silk rope	
Slice	5	7[12] leather	Scimitar (1d6), shortbow (1d6)	3sp, 19cp, straight razor (2gp), bag of salt (10cp), bar of soap	15 Dex
Jusef	4	6[13] leather and shield	Club (1d4), shortbow (1d6)	Small golden statue of a dog (10gp), 11cp	
Stan	6	5[14] chain	Longword (1d8), shortbow (1d6)	none	Unlucky--2 on all rolls due to *curse*
Frid	4	7[12] leather	Dagger (1d4), shortbow (1d6)	6cp, 11sp, 2gp, silk coin purse (red, 2gp)	
Grem	9	4[15] chain and shield	Battle axe (1d8), heavy crossbow (1d6+1)	Gold signet ring (25gp), 22gp, 3 vials of holy water	17 Con, 16 str, dwarf level 1
Freeto	5	7[12] leather	Dagger (1d4), shortbow (1d6)	11cp, 4sp, 2 *+1 arrows* with blue metallic tips	13 Dex
Sid	3	7[12] leather	Club (1d4), shortbow (1d6)	Armor is engraved with woodland scenes (worth 5x normal), 3sp	6 Con
Sal	6	7[12] leather	Sword (1d8), 2 hand axes (1d6)	Finely carved wooden pipe in the shape of a satyr (20gp), loaded dice (+2 on 2d6 roll average, 64cp, 82sp	16 str
Christo	5	7[12] leather	Heavy mace (1d6), shortbow (1d6)	Silver whiskey flask (3gp), copper ring with catseye gem (4gp), 2sp	
Sami	4	7[12] leather	Battle axe (1d8), shortbow (1d6)	Blond wig (5gp), small book of poems (4gp), 22cp, 3 extra bow strings	
Trys	5	7[12] leather	Club (1d4), 3 daggers (1d4)	Silver dagger, flint and tinder, 3 oil flasks, 11cp, 2sp	
Monte	22	7[12] leather	Longsword (1d8), shortbow (1d6)	5cp, 3sp, *+1 ring of protection*	Monte is secretly a wererat spy from the lower levels. If it looks like the bandits might lose, he turns into a rat and leaves. Monte is only affected by silver or magical weapons.
"Ogre"	14	5[14] chain	Two-handed Mattock (1d10+1)	12 "pretty rocks" (worthless stones)	18 Str, 4 Int, 3 Wis

cowl, flail, unholy symbol of Tsathogga, 3 doses of unholy water.

Rat, Giant: **HD** 1d4hp; **AC** 7[12]; **Atk** bite (1d3); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special**: 5% are diseased.

Stirge: **HD** 1+1; **AC** 7[12]; **Atk** proboscis (1d3); **Move** 3 (fly 18); **Save** 17; **AL** N; **CL/XP** 2/30; **Special**: +2 to hit bonus, auto blood drain (1d4).

Wererat: **HD** 3; **AC** 6[13]; **Atk** bite (1d3), short sword (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special**: control rats, lycanthropy (bite for 50% of victim hit point total), silver or +1 or better weapon to hit, surprise on 1–4 on 1d6.

Area 1D-1. Bandit Lair

The stairs from the trap door on the surface are 20ft wide and lead down into 45ft by 20ft room that is the main living quarters of the bandits inhabiting this level. If the alarm has not been raised, these fellows are lounging about, playing cards or dice, or otherwise doing what they do between raids on the surface and sleep. The total band consists of **20 bandits** and **4 bandit leaders** in addition to the guards posted outside (see **Bandit Tables 1** and **2** for information on the entire group); and 3d4 of them, as well as 1d3 of their leaders are present in this room if caught unawares. If the alarm was raised from above, all of them are in this area, and will set up furniture and use cover to the best of their ability to defend the staircase coming down. Bandits cornered here will typically fight to the death, for they know that if captured, they face a noose, and fear what lies behind the barricade in **Area 2** more than death.

In the center of the room is a strange set of support columns that look rather like a fireplace with no flue. These have been converted to weapon racks by the bandits, and contain 6 spears and 4 quivers of 20 arrows. **Location A** is a stone table, usually pushed underneath the shelving at **Area C**. **Area B** is a well (30ft deep and containing 10ft of water). The shelving (**Area C**) contains several large books (8 books worth 2d10 gp each) on various topics, that were stolen from a traveling merchant. Assorted other poor quality wood furniture is present in the room as well.

The bandits treasure is hidden behind the locked, secret door immediately adjacent to the staircase. The treasure consists of a small box containing 336gp, two sacks of silver and copper coins (2200sp, 1234cp), a bronze jewel-encrusted flagon (40gp), a gold-filigreed silver mirror (60gp), and a pouch containing 6 gems (garnets, worth 20–50gp each).

Also present in the room are 4 lanterns, a small keg of oil (30 flasks), 22 large candles, 2 large candelabra (brass) worth 3gp each, 3 boxes of 40 torches, a crate of iron spikes (20) with a large mallet, a sack of iron nails, a bucket, various foodstuffs (total of 82 man days standard rations), 4 coils of hemp rope, a large iron pot, a crowbar, and various hand tools (carpenter, worth 10gp).

Bandits (20): See **Bandit Table 1**
Bandit Leaders (4): See **Bandit Table 2**

Tactics: The bandits attempt to defend the staircase and separate any attackers. They use flaming oil on the stairs after 3 or more intruders have descended. If present, **Chum** uses his *sleep* spell centered up the staircase, and if the players use a *sleep* spell, he shouts out orders to "wake them up". If the bandits are surprised, at least 2 of them run to **Areas 3–4** to get reinforcements, and one gets others from **Area 2**. Chum will *web* the staircase as a last resort.

In all cases, the bandits use cover for bowmen, sending their armored members to the front. As discussed, the bandits will not surrender. That being said, they will take prisoners if the players surrender. Typically one player is released to bring a ransom of 100gp per prisoner for release. The players have 2 weeks to be ransomed, else **Fritz** tires of the prisoners and kills them.

Area 1D-2. Bandits and Barricades

The bandits found the staircase down to **Level 2C**, and quickly decided they had no interest in heading down, losing 6 of their number to the horrors that inhabit that area (wererats and undead). As noted above, one of their number was bitten (**Monte**) and has become a wererat (they do not know this).

This room is virtually identical in size to **Area 1**. The pit trap is 10ft deep and causes 1d6 damage to any that fall in. The bandits of course know where it is and how to avoid it. The entrance to the staircase is boarded up with nailed boards, had large timber crossbars placed in an "**X**" shape over it, and is adorned with over 20 holy symbols of various ethos, shapes and sizes (value is 1d6–1x5gp each). The secret door to the south is similarly barricaded.

The ceiling supports (shelves) in the center of the room contain a cask of oil (30 flasks), 10 oil flasks with rags stuffed in them, and a large mallet. **Area A** contains a free standing 18in diameter bronze gong that a sentry could strike in the event of a wall breach. **Area B** is a (constantly) burning torch stand, and 2 crates of 40 torches lie next to it. **Area C** is a wooden wall, 4ft high and 10ft long (to fight behind). Six long spears are braced against this wall, which can be swung around to block the corridor to **Area 1**.

Normally, **4 bandits** and **0-1 (d4–3) bandit leaders** are on watch here. The room is extremely well lit (6 hooded lanterns). Nothing has attempted to come through the boarded up wall in several weeks (Monte has been providing information to the creatures below), and the bandits are beginning to get a bit lazy about the watch here.

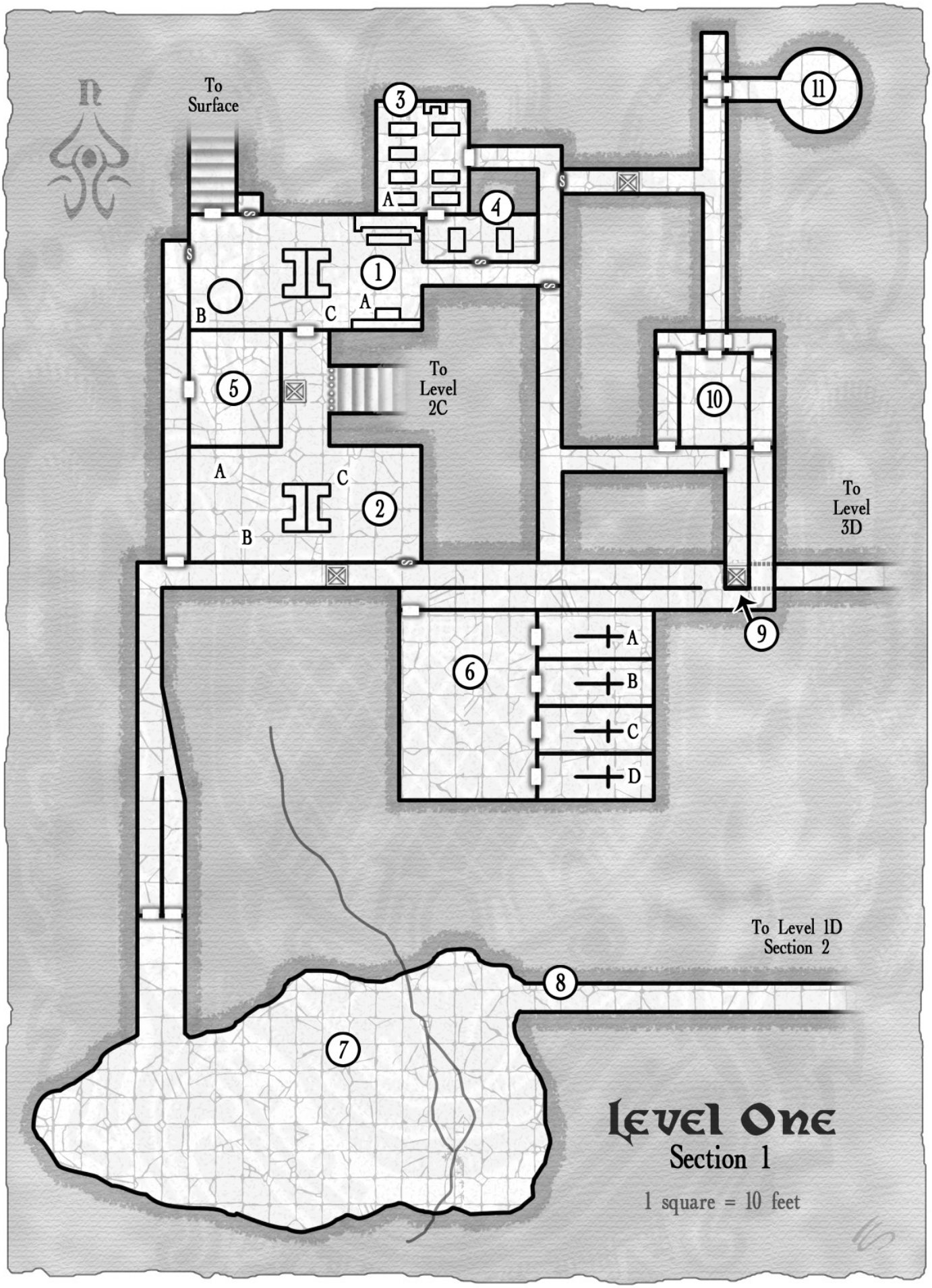
Bandits (4): See **Bandit Table 1**
Bandit Leader (varies): See **Bandit Table 2**

Each day, there is a 5% chance that something will attempt to break down the door and get to the lair. Typically this will be **2d4 ghouls** led by a **ghast**, but could also be **2d6 wererats** should Monte report that the time was right. Breaking down the barricade takes 10 successful open doors rolls.

Ghouls (2d4): **HD** 2; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to

Bandit Table 2: Bandit Leader

Name	Level/Class/hp	AC	Weapons	Treasure	Special
Fritz	4/Fighter/22	1[18] plate and shield	Lonsword (1d8), shortbow (1d6)	*+1 shield*, 40sp, 22gp, *potion of heroism*, key to secret door	16 Str, 13 Con
Hambone	3/Fighter/18	2[17] plate and shield	*+1 heavy mace (1d6+1)*, light crossbow (1d4+1)	11 sp, 5 gp, gold holy symbol (50gp)	16 Str
Stalker	2/Thief/7	6[13] leather	LongSword (1d8), dagger (1d4)	44sp, 11gp, 3 bottles of fine wine (8gp per bottle)	Thief skills, backstab x2, 15 Dex
Chum	3/Magic-User/8	9[10] (none)	Staff (1d6)	Spellbook, *potion of fire resistance*, *scroll of dimension door*, 11sp, staff is silver shod and engraved (25gp)	Spells—*sleep*, *hold portal*, *web*


To Surface
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B
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To Level 2C
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To Level 3D
9
6
A
B
C
D
To Level 1D Section 2
8
7
Level One
Section 1
1 square = 10 feet

charm, *hold*, and *sleep*, touch causes paralysis for 3d6 turns (save negates).

Ghast: **HD** 4; **AC** 4[15]; **Atk** 2 claws (1d3), bite (1d6); **Move** 15; **Save** 13; **AL** C; **CL/XP** 5/240; **Special**: immune to *charm*, *hold*, and *sleep*, touch causes paralysis for 3d6 turns (save negates, stench (save or –2 on attack rolls). (***Monstrosities*** 189)

Wererats (2d6): **HD** 3; **AC** 6[13]; **Atk** bite (1d3), short sword (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special**: control rats, lycanthropy (bite for 50% of victim hit point total), silver or +1 or better weapon to hit, surprise on 1–4 on 1d6.

Area 1D-3. Bandit Quarters

The bandits typically hot bunk these bed areas, with up to 7 sleeping at once. Any bandits found here will be asleep 80% of the time. **Area A** is a pile of firewood, and the fireplace is usually kept warm with low coals. Being bandits (and thus untrustworthy), no treasure is kept here. Six unlit lanterns full of oil hang from pegs on the walls. Interestingly, the bandits have not discovered the secret doors in the hall way to the south and east of this room (that lead to **Areas 10–11**).

Area 1D-4. Bandit Leader Quarters

This is the bed down area for the bandit leaders. Unlike the bandits, these guys trust one another. A small footlocker contains various wizardly items and alchemical materials with 300gp. The door to the south is barred from inside the room, and a similar bar is present (though not in place unless the leaders are cornered) on the north door. The bedding material consists of clean straw and fine cloth (200gp worth of cloth).

Area 1D-5. Dusty Room

This room has been uninhabited for many years. The door is completely swollen shut (–1 on open door rolls). Once opened, a thick layer of dust can be seen swirling around the floor. Within the dust are dozens of small mouse skeletons. Severe exposure to the dust has a 5% chance of causing a fatal disease (hanta virus) to any exposed (save or die in 1d6 days).

Area 1D-6. Crypts

It wouldn't be Rappan Athuk without crypts. Painted on the entrance door (by the bandits) in red paint are the words "*Go Away! Walking Dead!*". The door itself opens normally. Inside is a large room with 4 sealed double doors. Each seal consists of a lead filling coated with red wax that can be easily removed, easily that is, once the **6 ghouls** that inhabit the large chamber are dealt with.

Ghouls (6): **HD** 2; **HP** 14, 8, 9, 10x3; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to *charm*, *hold*, and *sleep*, touch causes paralysis for 3d6 turns (save negates).

A. This crypt contains a large sarcophagus bearing the shape of a lovely woman figure. The coffin is trapped to cause the lid to fall on anyone opening it. Opening the crypt requires 2 successful open doors checks, with a 5 or 6 on the second roll indicating that someone has had the lid fall on them (save or take 1d6 damage and be pinned until rescued). Inside the crypt are the skeletal remains of a female knight, complete with rusty armor and sword. Nothing of value remains here.

B. This crypt contains a large sarcophagus bearing the shape of a noble knight figure, with a full face visor. The coffin is trapped to cause the lid to fall on anyone opening it. Opening the crypt requires 2 successful open doors checks, with a 5 or 6 on the second roll indicating that someone has had the lid fall on them (save or take 1d6 damage and be pinned until rescued). Inside the crypt are the skeletal remains of the knight, complete with rusty armor and sword. Nothing of value remains here.

C. This crypt contains a large sarcophagus bearing the shape of a wizardly figure with crossed arms bearing two swords. The coffin is trapped to cause the swords to behead anyone opening it. Opening the crypt requires 2 successful open doors checks, success indicating that everyone within 5ft of the swords is attacked by the trap (attacks as a 4HD monster for 2d6 damage). Inside the crypt are the skeletal remains of a wizard, complete rotten clothes and moldy papers. Nothing of value remains here.

D. This crypt contains a large sarcophagus bearing the shape of an armored priest. The coffin is not trapped. Inside the crypt is a **coffer corpse** that attacks immediately. The monster was buried with three orbs — one of gold, one of silver, and one of bronze. Each orb weighs the equivalent of 100 coins, however, they are much more useful in **Area 11**.

Coffer Corpse: **HD** 2; **HP** 12; **AC** 5[14]; **Atk** slam (1d6 plus death grip); **Move** 9; **Save** 16; **AL** C; **CL/XP** 5/240; **Special**: +1 or better weapon to hit, death grip (auto 1d6 strangling, open door on 1d8 to free), deceiving death (if apparent or real damage is 6 or greater, falls then reanimates next round), fear (upon reanimate, save or flee in panic for 2d4 rounds), immune to *charm*, *hold*, and *sleep*, minimal damage from edged and piercing magic weapons. (***The Tome of Horrors Complete*** 104**).**

Area 1D-7. Glowing Bugs

This large cavern contains a small stream (2ft deep), a pool of water (8ft deep), and seems to move with a red glowing shapes that can be seen from the northern intersection. The stream leads downstream for 1000ft to the swamp near **Wilderness Area 4**. Going upstream leads 900ft to **Level 1, Area 1-11**. The hallway coming from the north slopes down at a 15 degree angle before flattening out 50ft before the main cave entrance. Inside the cave are **24 giant fire beetles**.

Giant Fire Beetles (24): **HD** 1+3; **AC** 4[15]; **Atk** bite (1d4+2); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special**: light glands (10ft for 1d6 days after removal).

The beetles are mindless, although almost always hungry. They are all over the walls, floor and ceiling. The beetles attack any who enter the chamber at a rate of 1d6 per round joining in (they are unintelligent and do not attack until they notice "food" is nearby). They have no tactics, they attack the nearest opponent. Beetles are easily distracted by food thrown near them, and will allow players to pass if they are busy eating (2 days of food per beetle distracts it for 2d6 rounds).

Area 1D-8. Passage to Section 2

This tunnel exits the large cavern (check to see if beetles are interested in following the group of course!), and leads 140ft to the door to **Area 1D-12**.

Area 1D-9. Pit Trap Down

This pit trap is an exception to the rule for this level. First of all, it is 40ft deep, and second it ends in a 200ft, 60 degree angle slide trap that rather unceremoniously deposits the players on **Level 3D, Area 3D-6**. Damage is half normal (4d6/2) since the slide at the end somewhat cushions the fall.

Area 1D-10. The Maze of Doors

This room and door series is unique in that all of the doors are *wizard locked* as long as one of them is open. This essentially means that

each door must be closed in order to open the next. Closing each in turn removes the magic, and allows for the next (or the previous) door to be opened. As soon as one is opened, the rest lock tight. Inside **Room 1D-10** itself is an intricately painted room with scenes of wizards and demons. Careful inspection reveals three depressions about the size of a tennis ball (or an orb from the crypt in **Area 1D-6D**), one on each wall (east, west and south). The depressions are painted gold, silver and bronze. Inserting the orbs into the depressions locks them in, and if all three are placed, raises the door to **Room 1D-11** (which is otherwise a blank wall). When the orbs are placed, a faint grinding sound followed by a "thunk" can be heard to the north as the wall locks in place. If the orbs are removed, the door to **Room 11** sinks back into the floor.

Area 1D-11. Demon Treasure

The hallway leading to this area changes depending on what has happened (or not) in **Area 1D-10**. If the orbs have been properly placed within their places in that room, there are three doors at the end of the hallway. Otherwise, the corridor is just a dead end leading to the north. The eastern door slides up and down within the stone of the walls depending on placement of the orbs, and if it is up, is inscribed with magical runes of protection and warding. The door itself is made of black lacquered wood, with silver inlay making up the runes. The northern and southern doors are normal dungeon doors.

If the door is opened, the area near it and for 40ft to the south is immediately struck with a *fear* spell. Anyone failing to save cannot willingly approach the area for one week. Inside the room is a large creature (**a Category II Demon!**) within a magically inscribed (permanent) protective circle. While inside the circle, the creature cannot attack nor use any magical spells. Clustered around its feet inside the circle are piles of gold and gems. All these treasures it "offers" to anyone who would break the circle. It promises magical items, and all the treasure "one can eat" if only they free it from its prison. Have the demon say anything you think might convince players to free it. They are fools if they do. The treasure is real of course, although the demon lies, and attacks any that free it. Neither the treasure nor the demon can be accessed without breaking the circle (easily done with an iron implement of any kind).

Demon, Hezrou (Category II): **HD** 9; **HP** 45; **AC** –2[21]; **Atk** 2 claws (1d3), bite (4d4); **Move** 6 (fly 12); **Save** 6; **AL** C; **CL/XP** 11/1700; **Special**: immune to fire, magic resistance (50%), magical abilities.

Magical Abilities: at will—*darkness 15ft radius*, *detect invisibility*, *fear*; 1/day—*gate* 20% in hezrou.

Treasure: 14,000 gp, eight pieces of jewelry worth 3d6x100 gp each, a *ring of shooting stars*, an *amulet vs. scrying*, and 24 gems (value 10–1000 gp each).

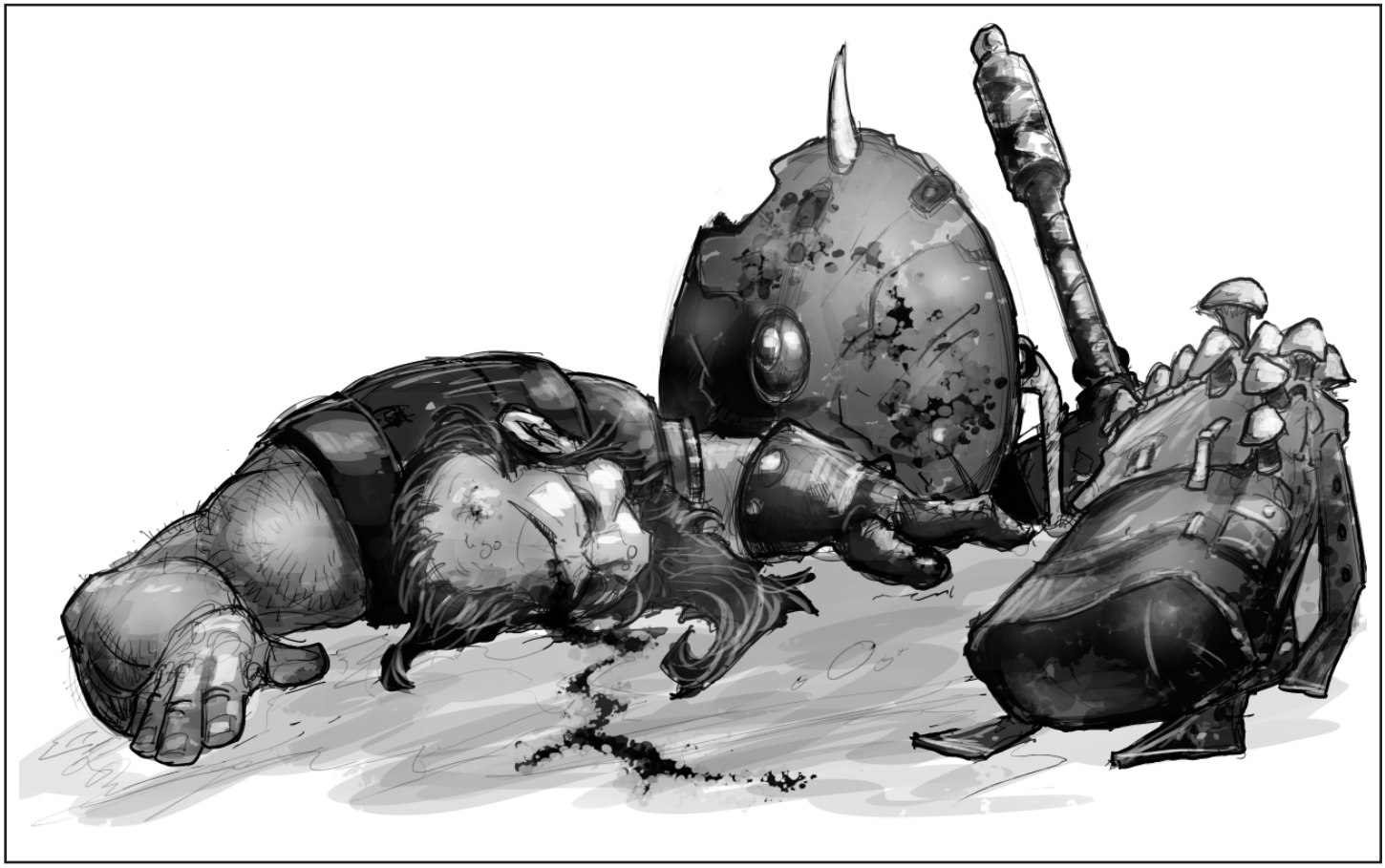
Area 1D-12. The Dead that Serve

Three piles of bones lie neatly stacked in this room at locations **A**, **B** and **C**. Examination reveals they bones are obviously mismatched sets of humanoid remains, all of which are inanimate. The piles could be sorted to put the correct pieces together if the characters take the time to do so. If the secret door to **Area 1D-13** is opened and the bones are not sorted, the three piles spring up as **skeletons** and attack the party. If the bones have been sorted, the bone piles also animate, but instead of attacking, just stand there (waiting for a command). In the latter case, the first person to issue a command now controls three skeletons (as per *animate dead* spell) that serve him or her until destroyed.

Skeletons (3): **HD** 1; **HP** 5, 4, 6; **AC** 8[11]; **Atk** strike (1d6); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special**: immune to *charm*, *hold*, and *sleep*.

Area 1D-13. Dwarven Glory

This room contains the dead body of a dwarf, wounded by the grey ooze in **Area 1D-14**, who crawled off here to die. The body wears rusted and corroded plate armor, and a shield and war hammer lie nearly. The creature's backpack lies a few feet away, covered with a growth of golden mushrooms. Gold coins lie near the fungus (22gp).



Treasure: In the small pile of golden colored fungus is a strange creature known to the dwarves as a **gelderfunga**, or "shiner" in the common tongue. These small (3in tall) creatures feed on fungus, being able to eat even the most toxic mushrooms without effect. They look just like a little mushroom themselves, and are almost impossible to spot unless they want to be seen. These creatures have an affinity for dwarves, but dislike elves. If approached by a dwarf, the creature reveals itself, softly purring and squeaking. It remains in disguise if a non-dwarf approaches or touches it, and will actually bite an elf that touches it. If a halfling picks it up, it morphs into what appears to be a small rock.

Shiners make great pets for a dwarf. They produce a small gold nugget (worth 1gp) each day, as long as they are fed adequately. Otherwise, they simply make a cute pet that likes to nest in the dwarf's beard. They are assumed to have 1 hp, and an AC of 9[10].

Area 1D-14. The Soft Floor

At first glance this room appears to be empty. Observant players will note that the room appears too clean, as no debris, dust or other standard dungeon detritus is present anywhere in the room. This is due to the **grey ooze** (located at **A**) that has grown very patient in waiting for victims. The ooze knows it is slower than most prey, and thus has learned to lie in wait, pretending to be part of the floor. If it can move unobserved, it repositions itself near the corridor to **Area 1D-15** if a group goes that way instead of heading north, and then lie in wait for their return journey.

Grey Ooze: **HD** 3; **HP** 15; **AC** 8[11]; **Atk** strike (2d6); **Move** 1; **Save** 14; **AL** N; **CL/XP** 5/240; **Special**: acid (save on contact with metal or corrodes object), immune to blunt weapons, cold, heat, and spells.

Area 1D-15. Goblins

This 40ft by 30ft room was used as a camping spot by a group of goblins from Greznek trying to find their way home after running away from the frog priests on this level. They group eventually headed out through the tunnel to **Area 1D-17** and were eaten by piercers. Two makeshift barricades (really pillboxes) are set up in the room, composed of wood and stone debris. Hidden in the roof of the larger barricade is a leg bone of a giant lizard. The leg bone has a cap, and inside is a rolled up map (on tanned human skin) leading to a hidden entrance to the dungeon that connects to **Area 11-8C**. The entrance is about a mile from the main entrance to the dungeon in a small clearing in the woods (at **Wilderness Area 12**). A concealed trap door in the northeastern corner of the room leads to a small tunnel down to the cave at **1D-17**.

Area 1D-16. Teleporter

This room appears empty and is has also been scrubbed clean by the grey ooze in **Area 1D-14**. The one feature of interest is the secret door on the north wall. This secret door is strangely easy to detect (+1 on rolls). If entered from the south, characters are teleported to **Area 1D-22**. If entered from the north, the teleportal has no effect.

Area 1D-17. Piercer Cavern 1

This cavern contains a number of piercers, and is generally avoided by local monsters who fear them. A total of **13 piercers** dot the ceilings (locations shown). Other than the piercers, a sundry of small rats, bats and beetles fly and crawl throughout the room. The cavern itself is damp and earthy smelling, and bits of harmless fungus grow all around.

Piercers (1HD) (6): **HD** 1; **HP** 5x3, 3x2, 6; **AC** 3[16]; **Atk** pierce (1d6); **Move** 1; **Save** 17; **AL** N; **CL/XP** 1/15; **Special**: single drop.

Piercers (2HD) (4): **HD** 2; **HP** 10x2, 12, 8; **AC** 3[16]; **Atk** pierce (2d6); **Move** 1; **Save** 16; **AL** N; **CL/XP** 2/30; **Special**: single drop.

Piercers (3HD) (2): **HD** 3; **HP** 15, 13; **AC** 3[16]; **Atk** pierce (3d6); **Move** 1; **Save** 16; **AL** N; **CL/XP** 3/60; **Special**: single drop.

Piercer (4HD): **HD** 4; **HP** 20; **AC** 3[16]; **Atk** pierce (4d6); **Move** 1; **Save** 16; **AL** N; **CL/XP** 3/60; **Special**: single drop.

Area 1D-18. The Pool Room

This cave contains the usual bats and rats and fungus inherent to this entire complex. The roughly 50-foot diameter cave also has a deep pool in its center. Water current flows through cracks in the walls of the pool, creating a slight movement from west to east within the pool. About 20ft down is a side passage, leading to a tunnel that daylights after about 30ft in a small, wet corridor leading to **Level 2C, Area 2C-21**.

Area 1D-19. Empty Room

Self-explanatory, although this is a good time to roll for wandering monsters. The Referee should also fill these areas with whatever dungeon dressing he feels is appropriate, perhaps hacked apart critter bits, or the presence of evil-looking green pools of water (all harmless of course).

Area 1D-20. Empty Room

Self-explanatory, see **1D-19**.

Area 1D-21. The Blob

Wandering around the maze area are several hazards. First and foremost is the **gelatinous cube** that wanders about (encounter chance 1/6 per round spent in this area). The second hazard is the large pit traps (including one that contains a secret 30ft drop to **Level 3D**, **Area 3D-8**). A portcullis trap is triggered by a pressure plate at the dead end in the southern maze section (the cube can ooze right through it, of course), and finally, the far northeastern maze nub contains a spear trap, also triggered by a pressure plate (at the end of the corridor) that shoots six spears out of the wall (attack as a 7th level fighter for 1d8 damage per spear).

Gelatinous Cube: **HD** 4; **HP** 20; **AC** 8[11]; **Atk** slam (2d4 plus paralysis); **Move** 6; **Save** 13; **AL** N; **CL/XP** 5/240; **Special**: immune to lightning and cold, paralysis (save or immobile for 6 turns).

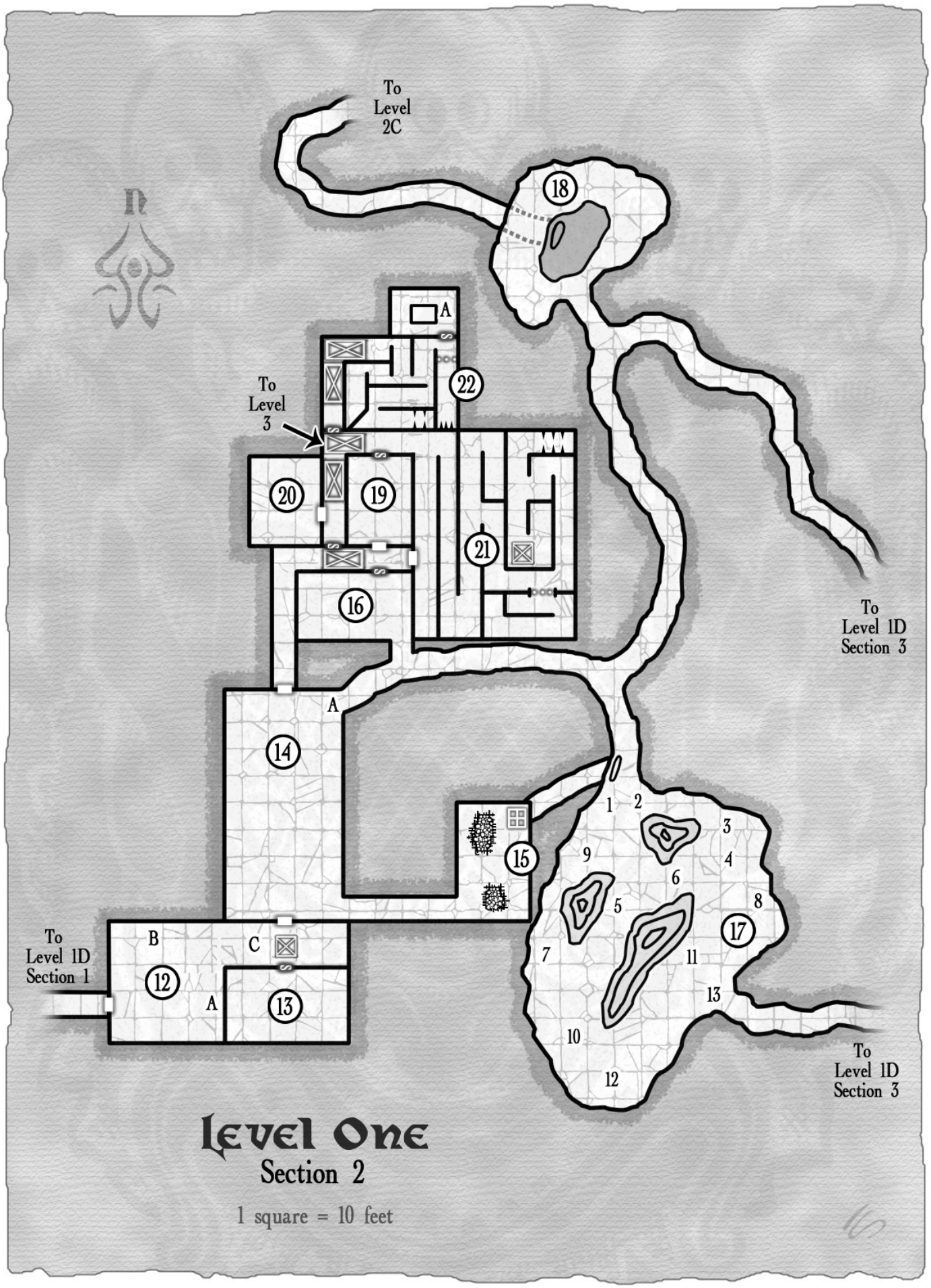
Area 1D-22. An End to Die in

This is the receiving room for the teleport trap in **Area 1D-16**. This dead end corridor complex hides a two part trap. The southern end of the corridor contains a pressure plate that when triggered, does two things: first, it drops a portcullis blocking the passageway to the north; second, it triggers a spear trap that shoots 12 spears from hidden holes on the south wall. Any within 30ft are attacked by 1d4 spears (as a 7th level fighter) and take 1d8 damage for each spear that hits. The portcullis must be raised or bent to escape.

The secret door to **Area A** can only be accessed *after* the trap is triggered. Inside this small room is a large iron chest. The chest contains 5000cp, and is trapped with a poison needle trap (save or die).

Area 1D-23. Tsathogga's Temple North

This area is accessed from the ground level through one of the ruined tower trapdoors. The trapdoor is barred from the inside, and is only opened


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To
Level 1D
Section 3
Level One
Section 2
1 square = 10 feet

when the priests need to leave the dungeon. The room is lit by a series of torches set in torch sconces every 20ft. Entry into this area, or to **Area 1D-26** for that matter, immediately reveals that this place is a cursed and unholy temple. Horrid paintings of evil deeds and demons cover the walls and ceiling. A large altar rests along the southeast wall, next to a *silver unholy water font* (produces 8 vials a week; unholy water does 1d6 points of damage to Lawful clerics and paladins). A large statue of Tsathogga is partially carved in the western portion of the room. Stonecutter tools lie around the partially completed statue (tools worth 100gp). Also in this room (unless already encountered) are **6 acolytes** and the **evil priest, Sigma.**

Acolytes of Tsathogga (Clr1) (6): **HP** 4x2, 3x3, 5; **AC** 9[10]; **Atk** mace (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP 1/15**; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells).

Equipment: dark green felt robe with face-covering cowl, mace, unholy symbol of Tsathogga.

Berserkers of Valhalla (2d4): **HD** 2; **AC** 7[12]; **Atk** two-handed sword (1d10+1); **Move** 12; **Save** 16; **AL** C; **CL/XP** 3/60; **Special:** +2 to hit in berserk state.

Sigma, Priest of Tsathogga (Clr7): **HP** 29; **AC** 2[17]; **Atk** *+1 heavy mace* (1d6+1); **Move** 12; **Save** 9; **AL** C: **CL/XP** 9/1100; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells), spells (2/2/2/1/1).

Spells: 1st—*cause light wounds* (x2); 2nd—*hold person*, *silence 15ft radius*; 3rd—*cause disease*, *prayer;* 4th—*sticks to snakes*; 5th—*insect plague*.

Equipment: plate mail, dark green felt robe with face-covering cowl, shield, *+1 heavy mace*, unholy symbol of Tsathogga, *silver horn of Valhalla*.

Tactics: The frog priests will not retreat, although they may negotiate. Their mission is not to slay adventurers, but to find out information about the minions of Orcus and destroy them. Therefore, tactics can include:

• Straight up fight: Sigma blows his horn and begins casting spells, leading with a *sticks to snakes* spell, followed by *prayer* and *hold person*. The acolytes and berserkers engage in combat, and Sigma engages once he has completed his castings. Anyone killed or captured becomes frog food (see **Area 1D-27**). In any case, the priests try to move towards the large doors at **1D-27** to unleash the frogs into the combat as well. One acolyte runs to get the tsathar in **Area 1D-30**.

• Negotiation: Sigma still blows his horn, however, if the player characters are not immediately hostile, he proposes a deal. Should they map levels of the main dungeon, he offers 100gp per level mapped and brought to him. He sends an acolyte with the group to ensure they are honest in their dealings, and clearly explains he will not pay if the acolyte is killed and cannot verify their efforts. He adds to that 500gp for locating a temple, and 2000gp for bringing him the head of a high priest. He further adds a 50gp bounty to any lower level priest's head. He will not allow the characters to stay here under any circumstances. It should be noted that lawful priests and paladins really could not accept these terms, which would require them to travel with an evil priest of chaos as a companion.

Sigma is as evil as he is Chaotic. Someday, even if the characters have proven useful in the war with Orcus' minions, he will seek to kill them and feed them to his master's pets.

Area 1D-24. Acolyte's Quarters

This chamber is the bed down area for the temple's 6 acolytes. Each bed contains a bedroll and a small chest containing various papers (prayer lessons and rituals) of evil rites. Nothing of value is here. The room is lit by a single stone in the ceiling with a *continual light* spell cast upon it. A black cloth can be tacked over the stone to cover the light. The small room to the south is a privy.

Area 1D-25. Priest's Quarters

Sigma, the priest of Tsathogga calls this room home. The side chambers are filled with evil clay statues and notes, as well as Sigma's journal. The bedding is composed of what once was fine green silk, but now is somewhat slimy, tattered old rags. The unholy items present in the room are worth 500gp if sold, however any lawful player should destroy them (750xp to any party that destroys them). Most importantly, if the papers and notes are examined, it becomes clear that Sigma was sent here to look for ways to access the lower portions of the dungeon, as well as to locate the temple strongpoints of the minions of Orcus. The journal indicates that one can "weaken and destroy" the minions of Orcus by destruction of his temples within the dungeon. It is also clear that these priests serve a master; and the papers are signed "*aG*" (Abbott Grosso from **Level 0B**).

Treasure: A locked chest under the bed contains 2000sp, 400gp and two *potions of water breathing*.

Area 1D-26. Tsathogga's Temple South

Please see **Area 23** if the temple is entered from the south instead of the north. This section of the evil temple is still under construction as well. The room is lit by a series of torches set in torch sconces every 20ft.The wall and ceiling paintings are largely unfinished, and paints and brushes of various shapes, sizes and colors lie scattered about. **Location A** is a trap door, barred from the top that leads to an 8ft deep, 5ft x 5ft cell. Currently in the cell is a bound and gagged acolyte of Orcus named **Garus**, the last of 4 captured, and destined to be frog food soon. The evil priest will tell any lie to "rescuers" that he believes will allow him to get free. Once outside the dungeon, the priest runs away and heads back to the **Level 4** temple to report what he discovered. The priest can be pretty persuasive, and will take to direct action against the group (claiming to be a farmer or other tradesman). His job is to warn his superiors about the invasion of the Frog God's minions. That being said, a simple *detect evil* spell (which will peg out on this guy) reveals his true nature. Sigma and his acolytes will also "out" Garus if the opportunity presents itself — pushing the frog's minions as "mankind's saviors" against the evil god of the undead" as a theme.

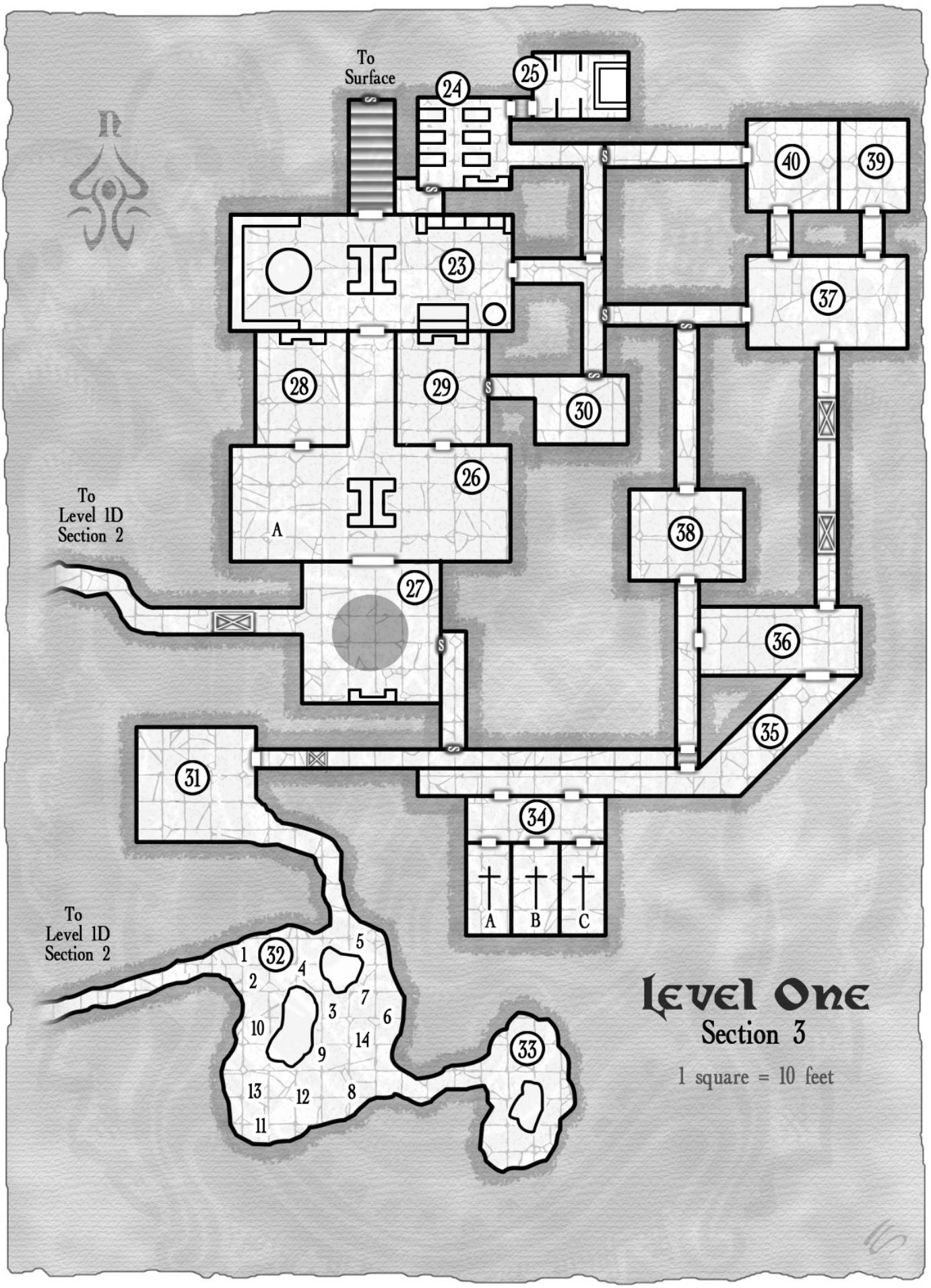
Garus, Acolyte of Orcus (Clr1): **HP** 4; **AC** 9[10]; **Atk** fist (1); **Move** 12; **Save** 14; **AL** C; **CL/XP** 1/15; **Special**: +2 save bonus vs. paralysis and poison.

Area 1D-27. Frog Pond

Against the southern wall of this chamber is a large carved statue of a frog demon (Tsathogga). The demon carving is of whitish-green stone, and depicts a horrifically fanged, bipedal frog. The stone is marred with slime and blood stains. A pool of slimy, green water resides in the center of the chamber. A two foot high brickwork rim surrounds the pool. Hopping and croaking within the pool and perched on this lip are **12 killer frogs**. The frogs act like begging puppies should anyone enter the room unbound. They are used to being fed by the priests to the north, and believe that humans traveling through this chamber are here to feed them. If not fed within 6 rounds, the frogs attack.

Giant Killer Frogs (12): **HD** 1+4; **HP** 9x4, 8x3, 10, 11x2, 7, 6; **AC** 7[12]; **Atk** 2 claws (1d2), bite (1d4+1); **Move** 3 (leap 15); **Save** 17; **AL** N; **CL/XP** 2/30; **Special**: leap and attack in same round.

The door to the northern rooms is made of the same stone as the frog demon statue. It requires 2 open doors check to open due to its size and weight.


To Surface
To Level 1D Section 2
To Level 1D Section 2
Level One
Section 3
1 square = 10 feet

Area 1D-28. Priestly Storage

This room contains food and sundries for the priests of Tsathogga. A total of 100 days of standard rations, 300 days of iron rations, 11 casks of water and 4 of ale (30 gallon) are arranged neatly in the room.

Area 1D-29. Priestly Storage Part 2

This room contains lamp oil (6 x 30 gallon casks), paint, rope, spikes, stone blocks, tools, boxes of mortar, and lumber used for building the temple complex. There are 500gp in miscellaneous construction supplies here.

Area 1D-30. Froggie Friends

This room houses **3 tsathar**, allies of the evil priests and sent by the Abbot to assist them in their investigations. The tsathar obey the priests, and fight to the death to defend them. When the high priest is resting, these creatures take up watch near **Area 24**. They have no treasure.

Tsathar (3): **HD** 2; **HP** 10, 8, 11; **Atk** 2 claws (1d6), bite (1d4); **Move** 12 (swim 12); **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: amphibious, leap (30ft, 10ft height, attack same round), slimy (unaffected by *web* and similar forms of confinement). (***The Tome of Horrors Complete*** 616)

Area 1D-31. The Cold Room

The corridor to this room is coated with ice and is unnaturally cold. Growing on the north wall of the room is a brown, moldy substance, covering the icy remains of two men. This material is **brown mold**. The mold grows considerably if burnt, potentially filling the entire room. If the mold is killed, the bodies can be accessed. They two men were priests of Orcus, and both wear plate mail and carry heavy maces. One has a pair of *boots of the elvenkind* frozen in blocks on his icy feet.

Brown Mold: **HD** n/a; **AC** n/a; **Atk** none; **Move** 0; **Save** n/a; **AL** N; **CL/XP** 4/120; **Special**: drain heat at rate 2d8 damage per round with no save, destroyed by magical cold. (***Monstrosities*** 335)

Area 1D-32. Piercer Cavern No. 2

This cavern contains a number of piercers, and is generally avoided by local monsters who fear them. A total of **14 piercers** dot the ceilings (locations shown). Other than the piercers, a sundry of small rats, bats and beetles fly and crawl throughout the room. The cavern itself is damp and earthy smelling, and bits of harmless fungus grow all around.

Piercers (1HD) (6): **HD** 1; **HP** 5x3, 3x2, 6; **AC** 3[16]; **Atk** pierce (1d6); **Move** 1; **Save** 17; **AL** N; **CL/XP** 1/15; **Special**: single drop.

Piercers (2HD) (4): **HD** 2; **HP** 10x2, 12, 8; **AC** 3[16]; **Atk** pierce (2d6); **Move** 1; **Save** 16; **AL** N; **CL/XP** 2/30; **Special**: single drop.

Piercers (3HD) (2): **HD** 3; HP 15, 13; **AC** 3[16]; **Atk** pierce (3d6); **Move** 1; **Save** 16; **AL** N; **CL/XP** 3/60; **Special**: single drop.

Piercer (4HD) (2): **HD** 4; **HP** 20, 18; **AC** 3[16]; **Atk** pierce (4d6); **Move** 1; **Save** 16; **AL** N; **CL/XP** 3/60; **Special**: single drop.

Area 1D-33. Stoney's Palace

Feeding on bats and rats, as well as the occasional piercer that moves too close to his lair, **Stoney the stone roper** is anxious for new meat. Anyone who has the guts to enter a dead end cave in Rappan Athuk should know that something nasty awaits them. The walls and ceiling of this small cave are composed of crystalline formations of gypsum, halite and calcite, and large specimens could be harvested for profit (3d10x1d100gp worth of semiprecious gems).

Tactics: Stoney tries his best to charm as many opponents as possible, before weakening and eating them. He usually waits to attack until least 3 characters have entered the room, preferably with at least one or two between himself and the entrance (he is slow, and hates it when prey run away). If seriously wounded, Stoney knocks over a large stone 20ft up the stone column in the room and backs off, hoping for mercy by giving up his treasure.

Treasure: In addition to the semiprecious stones found in the room, Stoney has accumulated a small hoard of gold and items that he hides behind a large stone 20ft up on the south side of the stone column in the center of the room. If the stone is moved, 1245sp, 306gp and two suits of plate mail fall free and down from the cubby. Anyone below may be hit by the armor for 1d6 damage (save avoids). Interestingly, one of the suits of plate is magical *(+1 plate mail*).

Stone Roper: **HD** 6; **HP** 30; **AC** 0[19]; **Atk** up to 6 strands (drag plus venom or weakness) or bite (1d8); **Move** 6; **Save** 11; **AL** C; **CL/XP** 8/800; **Special**: resistance to normal arrows and bolts (50%), strands (hit within 50ft drag victim closer 10ft each round, at last 10ft and bite for +2 attack bonus), surprise on 1–3 on 1d6, venom (2/day, save or paralyzed for 1 round, next round save or under *charm*), weakness (save or take 2d4 points of strength loss). (***The Tome of Horrors Complete*** 466)

Area 1D-34. More Crypts

As usual, the ghouls that inhabit the dungeon are drawn to crypt areas. **Four ghouls** have made this place their home, and reside in the outer area outside the crypts. One of the ghouls has a distinctly goblin look about him. Scattered about the entryway are small bits of gnawed bone and debris, including ruined leather armor of goblin-make, three short swords (also goblin), and a few bits of silver (22sp). The doors to crypts **A** and **B** area breached, and hang loose by their hinges. The door to crypt **C** is unharmed, and a desiccated corpse (a dead ghoul) lies charred in front of it. Intelligent players will ask themselves "Why is this body not eaten?"

The answer is that the ghouls are afraid to touch the corpse, or the door that destroyed it. The door itself is trapped with a *glyph of warding* (cast at 6th level; see **Appendix**) that delivers 3d6 points of electrical damage (save for half).

If the trap is triggered, it resets itself in one day's time. If *dispelled*, it is destroyed. The trap (and door) detects as magical. Once the trap is dealt with, the crypt can be opened. Inside is a stone sarcophagus carved in the shape of a wise-looking man in robes. If the crypt is opened (open doors check) and searched, the remains of a human can be found. All that was buried with the man are long rotted, except a small glowing dagger. This is a *+1 dagger, +3 vs. magic-users and enchanted creatures* that radiates light (blue) within a 15 foot radius. If a magic-user or enchanted creature is present within 30ft, the light changes to red.

Area 1D-35. Empty Room

Self-explanatory, although this is a good time to roll for wandering monsters. The Referee should also fill these areas with whatever dungeon dressing he feels is appropriate, perhaps hacked apart critter bits, or the presence of evil-looking green pools of water (all harmless of course).

Area 1D-36. I've Been Slimed

This room appears to be empty unless the ceiling near western door is examined. Covering the last 10 foot section near the western door is a patch of **green slime**. The slime falls on anyone entering this section of the room 1d2 rounds after it is entered. It always falls if the door is opened (and may be avoided if opened from the west in the event it falls the first round).

Area 1D-37. Orcus' Spies

The secret doors leading to the room complex of **1D-37** and **39–40** are all *wizard locked*. The doors can only be opened by using an unholy symbol of Orcus as a key (or by use of a *knock* spell). These rooms contain a contingent of Orcus' priests and others who are here spying on/raiding the currently in construction temple of Tsathogga in **Area 1D-23–30**. The denizens here know that one of their number was captured (see **Area 1D-26**), however he has no idea that they are so close.

This room has only one entrance that readily accessible without overcoming the *wizard locks* described above. That door (the south one) is barred from the inside of this room. Present in this room are **2 acolytes of Orcus**, as well as four large boxes of dungeon rations (80 man days worth) and two large casks of water. They raise the alarm should anyone start messing with the southern door, making this a likely area for a battle.

Acolytes of Orcus, Orc (Clr2) (2): **HP** 8, 10; **AC** 4[15]; **Atk** heavy mace (1d6); **Move** 9; **Save** 14; **CL/XP** 2/30; **Special**: +2 save bonus vs. paralysis and poison; spells (1).
Spells: 1st level—*protection from good*.
Equipment: chain mail, black robe emblazoned with the symbol of Orcus, shield, mace, 3 vials of unholy water, unholy symbol of Orcus, a small sack with 4d10gp



Area 1D-38. Empty Room

Self-explanatory, although this is a good time to roll for wandering monsters. The Referee should also fill these areas with whatever dungeon dressing he feels is appropriate, perhaps hacked apart critter bits, or the presence of evil-looking green pools of water (all harmless of course).

Area 1D-39. Minions of Orcus Part 1

This room contains the priest of Orcus sent from the deeper levels to lead the spying foray. **Moog** was sent by his superior, Zehn (see **Level 4**), to investigate the presence of the frog priests, destroy them if possible, and report back if not possible. He is currently puzzling over the idea of a raid into the frog area but is not sure if his minions would win or lose. He fears returning to **Level 4** and being branded a coward (really a sacrifice, as failure is not tolerated by Zehn), but he also is reasonably certain he lacks the power to defeat his enemies. The room contains only Moog's bedroll and possessions.

Moog, Priest of Orcus, Orc (Clr5): HP 18; **AC** 2[17]; **Atk** morningstar (1d8); **Move** 9; **Save** 11; **CL/XP** 6/400; **Special**: +2 save bonus vs. paralysis and poison; spells (2/2).
Spells: 1st—*cause light wounds, protection from good*; 2nd—*hold person*, *silence 15-ft. radius*.
Equipment: plate mail, fine black robes emblazoned with the symbol of Orcus, shield, morningstar, *potion of gaseous form*, holy symbol of Orcus, prayer book.

Tactics: Moog will try initially to negotiate with any invaders, offering a peace pact to deal with the "evil minions of the frog demon". He offers 500gp to any that bring the head of the leader of the frog cult, as well as the heads of the tsathar "demons" to him. If this does not appear to immediately work — Moog leads with a *hold person* spell and his minions attack. If it looks like a lost cause, he quaffs his *potion of gaseous* form and leaves his allies to their fate. The ogres simply attack, as do the acolytes. The goblin scouts work to attack from behind.

Treasure: Moog has a box with 500gp in it, as well as a *potion of gaseous form*. Otherwise he has only his gear.

Area 1D-40. Minions of Orcus Part 2

This room houses an **ogre** and **4 goblin scouts** sent to guard the priests on their mission. They obey Moog's every command, and fight to the death rather than be captured, having been indoctrinated in the "foul rites" of the frog demon worshippers. They have no treasure.

Ogre: **HD** 4+1; **HP** 21; **AC** 5[14]; **Atk** spiked club (1d10+1); **Move** 9; **Save** 13; **AL** C; **CL/XP** 4/120; **Special**: none.

Goblins (4): **HD** 1d6hp; **HP** 3, 5, 4x2; **AC** 6[13]; **Atk** short sword (1d6); **Move** 9; **Save** 18; **AL** C; **CL/XP** B/10; Special: –1 to hit in sunlight.

Part 5
Level 2C, Section 1: The Tunnels of Terror

Level 2C, Section 1

Difficulty Level: 3–5
Entrances: Ramp down from **Level 1D-2**
Exits: Passage from **Level 2C, Section 1, Area 2C-2** to **Level 2C, Section 2, Area 2C-10**; river to the Under Realms
Wandering Monsters: Check once per hour on 1d20:

1–2	**2d4 dire rats**
3–4	**2 shadows**
5–6	**1 grey ooze**
7	**1d4 ghouls**
8	**3d4 skeletons**
9	**1d3 acolytes of Tsathogga** and **1 priest of Tsathogga**
11–20	No encounter

Detections: Strong evil emanates from **Areas 2C-9**.
Shielding: None.
Standard Features: All non-cave areas have standard dungeon walls and ceilings (cut stone), as well as stone floors. Doors and secret doors are standard as well. The floors and ceilings of cave areas are covered with stalagmites and stalactites. Walls, columns and other features on this level are dry. Cave areas are fungus-filled 25% of the time. 20% of the fungus is edible while 10% is poisonous (save or die). Dwarves have a 2 in 6 chance to tell which are edible.

Acolyte of Tsathogga (Clr1): **AC** 9[10]; **Atk** heavy mace (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP 1/15**; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells).
Equipment: dark green felt robe with face-covering cowl, heavy mace, unholy symbol of Tsathogga.

Ghoul: **HD** 2; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Grey Ooze: **HD** 3; **AC** 8[11]; **Atk** strike (2d6); **Move** 1; **Save** 14; **AL** N; **CL/XP** 5/240; **Special**: acid (save on contact with metal or corrodes object), immune to blunt weapons, cold, heat, and spells.

Shadow: HD 2+2; **AC** 7[12]; **Atk** touch (1d4 plus strength drain); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** +1 or better weapon to hit, drains 1 point of strength with hit.

Skeletons: HD 1; **HP** 8, 7; **AC** 8[11]; **Atk** strike (1d6); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** immune to sleep and charm.

Priest of Tsathogga (Clr4): **AC** 4[15]; **Atk** heavy mace (1d6); **Move** 9; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** +2 save bonus vs. paralysis and poison, spells (2/1).
Spells: 1st—*cause light wounds*, *protection from good*; 2nd—*hold person*.
Equipment: chain mail, fine green robe emblazoned with the symbol of Tsathogga, shield, heavy mace, unholy symbol of Tsathogga, prayer book.

Rat, Giant: **HD** 1d4hp; **AC** 7[12]; **Atk** bite (1d3); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special**: 5% are diseased.

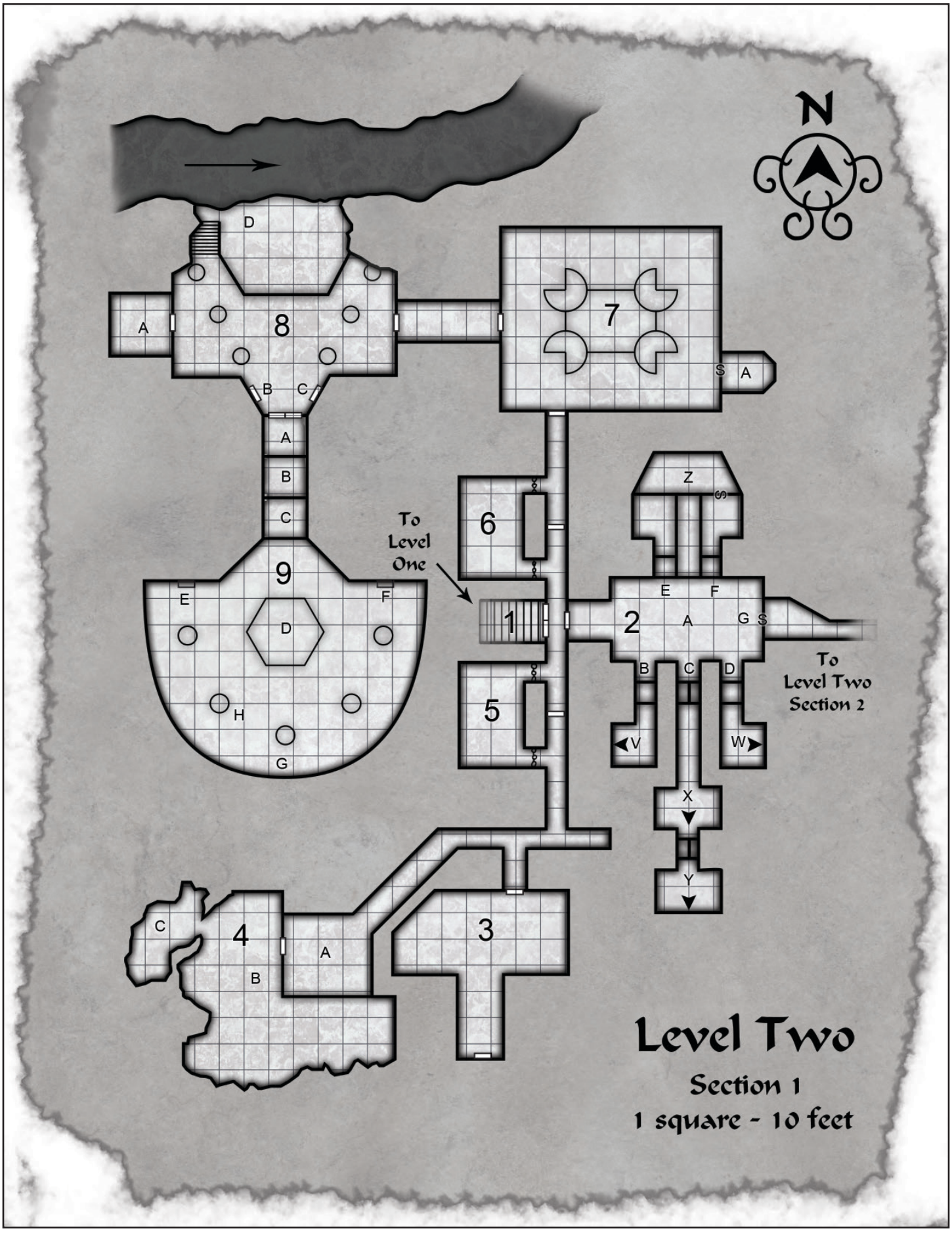
Area 2C-1: Stairs Up

Stone steps rise up to the west leading to **Level 1, Area 1D-2**. The stairs are not worn, and a thick wooden barricade blocks the top of the stairs. Breaking down the barricade requires 10 successful open doors rolls.

Area 2C-2: Decisions, Decisions

This roughly rectangular room looks like a dead-end, but there is a secret trapdoor set into the floor (**A**). Additionally, a secret doors check reveals **6** additional **secret doors** also leading out of the room (at **B**, **C**, **D**, **E**, **F** and **G**). The trapdoor in the floor can be opened by digging a sharp object (such as a sword tip or crowbar) between two bricks and applying pressure (requires an Open Doors check). Inside are 2 *potions of invisibility* (labeled "*One*") and 2 *potions of fly* (labeled "*Two*"). With them is a note reading: *"Brothers! It has become too dangerous for us here. One then up then right then ahead to one's left then Two and free."* These are instructions on how to flee the area via **Level 1D** using the potions to get past the bandits. Priests of Orcus who first scouted the area left this cache behind. **Doors B, C** and **D** slide open with minimal pressure. Each door is on well-oiled brass rollers and makes little sound. Behind the brass doors await painted brass-coated switches. Most of the paint has flecked off these handles. Pulling these handles opens and closes various doors.

The table below details what happens when the various switches behind the doors are pulled:


N
D
A
8
B
C
7
S
A
A
B
C
9
E
F
D
H
G
To
Level
One
6
5
1
Z
S
E
F
2
A
G
S
B
C
D
To
Level Two
Section 2
V
W
X
Y
C
4
B
A
3
Level Two
Section 1
1 square - 10 feet

Switch	Effect When Pulled
V	Opens **Door D**; closes and locks **Door B**
W	Opens **Door C**; closes and locks **Door D**
X	Opens inner door to **Switch Y;** closes and locks **Door C**
Y	Opens door to **Level 2C**, **Area 2C-7**; closes and locks **Doors B, C** and **D**

This can be a tricky puzzle. A couple of easy solutions are to trigger the switches with a rope or rig timers using spare trap parts. Blocking the doors is also a possibility, while using summoned monsters to trigger the switches would also do in a pinch.

Doors E and **F** are made of heavy stone, and are **hidden** and **locked**. Both are on springs and gently close 1 round after they are opened. If **Doors E** and **F** are opened at once, the door to **Location Z** (inside the room accessed by **Door F**) clicks open.

Door G is a normal secret door that opens onto a passage leading to **Level 2C, Section 2, Area 2C-10**.

If found and opened, the room behind **Door E** is home to **2 shadows**. The room behind **Door F** is a mess of old rags, twisted bits of rusty metal and broken wooden furniture. Anyone searching through the mess must make a save to avoid cutting themselves on a shard of sharp metal (1d2+1 points of damage).

A small crypt in **Location Z** (accessed by opening **Doors E** and **F** at the same time) looks old and poorly kept. Four broken pillars surround a cracked sarcophagus. One round after anyone enters the crypt, a **mummy** springs from the sarcophagus and attacks.

Shadows (2): HD 2+2; **HP** 11, 10; **AC** 7[12]; **Atk** touch (1d4 plus strength drain); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** +1 or better weapon to hit, drains 1 point of strength with hit.

Mummy: HD 5+1; **HP** 31; **AC** 3[16]; **Atk** fist (1d12 plus rot); **Move** 6; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** +1 or better weapon to hit, rot.

Treasure: The mummy is bedecked in jewelry, although none of it is magical. A gold-and-ruby amulet worth 150gp hangs around its neck, and a quartet of 4 matching rings are on its fingers (35gp each). One of the mummy's fingers has fallen off and can be found inside the coffin.

Area 2C-3: My Reflection

Lying in the middle of the floor of this dimly lit room is a single fractured gem radiating light out to 40ft. The floor and ceiling were once painted black, but the paint has since peeled away. Every step taken into the room is met with loud crunches of old paint flecks (–20% penalty to a thief's Silent checks). Four-foot-tall-by-three-foot-wide mirrors cover every wall. Apart from the strange choice in decoration, the only item of interest in the room is a *mirror of opposition* (**Appendix**) placed in the center of the southern wall. Due to the reflections from all the mundane mirrors, any creature in the room looking at any mirror triggers the *mirror of opposition's* effect. Since there are 84 mirrors in total in the room, it might take the characters some time to locate the offending device.

Area 2C-4: Starved

The outer area of this room is neatly carved from the surrounding stone. In the center of this room is a 10-foot-by-10-foot, 30-foot-deep **pit trap (A)**. The pit trap also sounds a bell when triggered; roll once on the **Wandering Monster Table** to see what, if anything, comes to investigate. A crypt beyond the unlocked door is uncarved and scarcely adorned, with **7 skeletons** lying inanimate in broken coffins. Faded and torn tapestries hang from the wall, and bits of rubble cover the floor. So long as none of the skeletons is disturbed, they remain still. A beautiful two-handed sword lies atop the stone table (**B**). This weapon belonged to a travelling sword-master who visited this level a long time ago. The weapon is **trapped**: If anyone other than its original owner touches it, it attempts to shock the would-be thief (2d6 points of electrical damage; save for half). Triggering this trap causes the skeletons to attack. A side cavern (**C**) is home to a large iron-and-wood chest, nearly 10ft across and 4ft deep. The lid of the chest is very heavy in addition to being **trapped**, although there is enough room for up to 5 people to work together to lift the lid (requires 2 Open Doors checks to lift). Lifting the lid causes a metal spike to fire from the opposing wall, dealing 2d6+1 points of damage (save negates). Randomly determine who is struck by the spike from those that attempt to lift the lid. Apart from the trap, the chest is empty. Triggering this trap also causes the skeletons to rise and attack. The skeletons attempt to defend the bottleneck and force the party to come at them 1 at a time.

Skeletons: HD 1; **HP** 8, 7; **AC** 8[11]; **Atk** strike (1d6); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** immune to sleep and charm.

Area 2C-5: Enemy at the Gates

This room and **Area 2C-6** are home to nests of undead. The **6 hungry ghouls** here are the main reason for the barrier on **Level 1D, Area 2**. Every 2d4 hours, all the ghouls mass for an attack, charging up the stairs and wailing against the barricade for 10 minutes or until driven back. They then slink back to the lair before their hunger drives them to try again. It requires 10 consecutive successful Open Doors checks to break down the barricade, as the bandits constantly repair the damage done by the ghouls. If the bandits are no longer maintaining the barricade, the checks becomes cumulative.

The room itself is devoid of furnishings and contains only some scattered debris and a handful of bones, picked clean. The doors to the room are small and sturdy portcullises with their mechanisms rusted open. A minute's work with some oil and an Open Doors check gets them working again.

Ghouls (6): **HD** 2; **HP** 11x2, 8, 14, 15, 5; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Treasure: Scattered about the room are shards of broken pottery and ceramics, with 2 intact hand-made bowls of small value (15sp each).

Area 2C-6: Gates, Continued

This room is very similar to **Area 2C-5** and contains **5 ghouls**. The ghouls here have been slightly more successful than their neighbors, and the piles of bones are larger. Anyone looking through the piles finds a ruby-encrusted bronze amulet decorated with the holy symbol of Darach-Albeth. The amulet is worth 150gp as-is, but if sold to an appropriate church fetches double that amount. The doors to the room are rusted open, like those in **Area 2C-5**.

Ghouls (5): **HD** 2; **HP** 11, 10, 14, 9, 7; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Area 2C-7: Moisture and Moss

This room has been lazily carved with different imagery of frogs, demons and scenes of the Abyss. The centerpiece to this room is a giant water feature honoring the great frog-god, Tsathogga. A 20-foot-tall statue of the frog god stands on a 40-foot-long-by-20-foot-wide stone platform. The platform is carved to resemble a fetid pond with rotting lily pads with chunks of different



bodies floating in it. The corners of the platform are in the shape of much larger lily pads. Foul water flows out of the frog statue's mouth, leaving rivulets of filth all over the statue and the carved platform before pooling in the larger lily pads at the corners. These pools are home to dozens of tadpoles that are fat and white. These are the young of the frogs in **Area 2C-8D**.

A secret door is behind one of the carvings of a frog on the eastern wall. Behind it is a small storage room (**A**) full of supplies, including 8 robes for Tsathoggan acolytes and 2 robes for Tsathoggan priests along with 10 soapstone unholy symbols. The robes are clean, relatively new and a good fit for a man-size creature. In addition, 6 vials of unholy water neatly wrapped in cloth and some ritual items such as incense burners and small stone statuettes can be found. The ritual items can be sold for 120gp to a collector.

There is a 10% chance that **1d3 acolytes of Tsathogga** and **1 priest of Tsathogga** are here from **Area 2C-9** to collect or return supplies.

Acolyte of Tsathogga (Clr1): **AC** 9[10]; **Atk** heavy mace (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP 1/15**; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells).

Equipment: dark green felt robe with face-covering cowl, heavy mace, unholy symbol of Tsathogga.

Priest of Tsathogga (Clr4): **AC** 4[15]; **Atk** heavy mace (1d6); **Move** 9; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** +2 save bonus vs. paralysis and poison, spells (2/1).

Spells: 1st—*cause light wounds*, *protection from good*; 2nd—*hold person*.

Equipment: chain mail, fine green robe emblazoned with the symbol of Tsathogga, shield, heavy mace, unholy symbol of Tsathogga, 2 vials of unholy water (does 1d6 points of damage to Lawful clerics and paladins).

Area 2C-8: Hall of Columns

This room is damp, and the sound of rushing water comes from the north. Six pillars are arranged at angles to draw the eye to the southernmost door. The columns are carved from an unnatural greenish soapstone and glow with a weird inner light. The western door (**A**) is locked with a very strong but simple padlock and bar (+1 penalty to Open Doors checks). The door is designed more to ward off wandering monsters than intelligent thieves.

Inside is a large supply of food fit for human consumption including 8 large barrels of cured meats and dried grains, along with 16 smaller barrels of ale. Four large sacks are filled with large cave crickets the size of rabbits, along with a small trowel with which to scoop them up. Two large casks are filled with fresh water gathered from the nearby stream. A small **locked chest** sits on a high shelf. Inside are three pouches of spices (High Priest Ilya does love her spicy food) worth 15gp each, as well as a scroll of *create food* and 4 *scrolls of create water*.

Two false doors (**B** and **C**) open onto blank walls. They form part of a crude defense, as the southern door is *wizard locked* so long as the false doors are closed. When both are opened, a faint click is heard from the southern door as it unlocks.

Down the stairs to the north (about 10ft down) is a small nest (**D**) of **6 giant blind albino cave frogs.** The priests raise them as pets to be turned into guards. The priests feed them a diet of cave crickets daily. The frogs are perfectly docile while eating, but anyone wandering down the stairs without a sack full of food is attacked.

The stream is shallow and fast flowing; a smaller-than-man-sized creature could possibly swim the stream (if they had adequate *water breathing* abilities and a lot of luck!) to its terminus somewhere in the Under Realms. No one has charted where it goes (Referees discretion if the river goes to another dungeon complex, or another location of their own devising).

Giant Blind Albino Cave Frogs (medium) (6): HD 2; **AC** 7[12]; **Atk** bite (1d6); **Move** 3 (or 100ft leap); **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** leap. **(*Monstrosities*** 179)

Area 2C-9: The Lower Temple of Tsathogga

The entryway to this room is heavily **trapped** with 3 *glyphs of warding* **(Appendix)** on the floor. The *glyph* at **Area A** causes blindness to the first person to see the rune (save or be blinded for 1d6 hours). **Area B** bursts into flames (3d6 points of damage, save for half) when the ***glyph*** is walked over (anywhere in the 10ft area). The *glyph* in **Area C** bursts into icy shards (3d6 points of cold damage, save for half). The traps are intended more as a warning and a means of buying the priests' time to prepare for intruders. If each set of doors is pushed open with an unholy symbol of Tsathogga instead of using the door handles, the traps do not go off.

Beyond the door is a semicircular room more than 100ft across. The room is dominated by a huge altar of the frog god rendered in all his repugnant glory from local stone. The altar (**D**) is made of stone adorned with bronze and green glass, and is covered in dried blood and small fragments of bone and desiccated flesh.

Mirrors (**E** and **F**) are similar in size and quality to those found in **Area 2C-3**. The mirrors are covered with thick green curtains hanging from a rusted iron rail.

The mirror at **E** acts as a teleporter to the area just outside the doors of **Area 0B: The Cloister of the Frog-God** in the wilderness north of Rappan Athuk. The teleporter is activated by smearing the mirror with blood, which vanishes instantly. This one-way transport is used as an emergency retreat by the priests of this temple.

The mirror at **F** is the haunt of a **mirror fiend.** The priests know better than to go near it, and may use it as a test to find spies in their midst. Any priest of Tsathogga sent to this area has likely been warned to avoid the creature.

Around the altar are five clay columns brought in from the surface. Apart from being merely decoration, they also hide the temple's secret weapon: one column (**G**) is actually a **clay golem**. If a humanoid creature is sacrificed on the altar, the clay golem animates for 1 minute per HD of the creature sacrificed, under the control of whomever performed the sacrifice. When the time is up, the golem returns to its resting place. Anyone

performing a sacrifice is unable to perform other actions for the 2 rounds it takes to perform the ceremony.

The temple is inhabited by **Priestess Ilya**, **4 priests of Tsathogga** and **8 acolytes**. Ilya is a comrade of Sigma in **Area 1D-14**. She is in charge of setting up a safe defensible position for the Frog priests, as well as setting up supplies, traps and guards. Like Sigma, Ilya is here to strike a blow against Orcus and his forces in Rappan Athuk and has no real quarrel with adventurers. She is highly (and violently) defensive of her sanctum, but if the characters infiltrate the temple without setting off the traps and convince her that they're here to talk, and not fight, she hears them out. Ilya won't let the party stay here under any circumstances, and briskly sends them on their way back up to Sigma. Ilya has a taste for prisoners, however; if the party catches an intelligent humanoid, she pays 25gp for the creature. She uses these prisoners as a special treat for the albino cave frogs in **Area 2C-8D** or ties them to the altar if she expects an attack.

Tactics: If this temple is attacked (and the entry traps give the occupants some forewarning), the acolytes crowd around the door ready to ambush whomever comes through. The priests cast *protection from good* on the acolytes then order them into position. Ilya moves to sacrifice a prisoner (if she has one); otherwise, she casts *bless* and *prayer* on the front line, then works through the rest of her spells intelligently. If the invaders break into the room, the acolytes form a human shield while the priests complete their preparations. If the invaders look like strong combatants, Ilya calls an acolyte back to sacrifice him (surprise!) to activate the golem. Given the chance, Ilya orders acolytes to grab characters reduced to 0 hp to sacrifice them to the golem.

If the battle goes poorly (all the acolytes and half the priests are defeated with no casualties to the opposition), Ilya retreats through the mirror (**E**) while her priests hold the line until she escapes.

Treasure: Apart from the priest's equipment, the temple's vestries (wall hangings, incense burners and altar service) can be sold for 4000gp to a collector (if one can be found) or simply melted down for 600gp worth of unsullied bronze. At **H** is a small hidden trapdoor that hides the key to the trapdoor in **Section 2, Area 2C-10** that leads into the Rainbow Vault (**Section 2, Area 2C-11**). Only Ilya is aware of this hiding place.

Acolyte of Tsathogga (Clr1) (8): **HP** 2, 5x3, 6x2, 7x2; **AC** 9[10]; **Atk** heavy mace (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP 1/15**; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells).

Equipment: dark green felt robe with face-covering cowl, heavy mace, unholy symbol of Tsathogga.

Priest of Tsathogga (Clr4) (4): **HP** 22, 11, 23, 16; **AC** 4[15]; **Atk** heavy mace (1d6); **Move** 9; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** +2 save bonus vs. paralysis and poison, spells (2/1).

Spells: 1st—*cause light wounds*, *protection from good*; 2nd—*hold person*.

Equipment: chain mail, fine green robe emblazoned with the symbol of Tsathogga, shield, heavy mace, unholy symbol of Tsathogga, 2 vials of unholy water (does 1d6 points of damage to Lawful clerics and paladins).



Priestess Ilya (Clr7): **HP** 36; **AC** 0[19]; **Atk** *+1 heavy mace, +4 vs. Lawful,* (1d6+1) or *staff of the snake* (1d6+1 plus special); **Move** 9; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** +2 save bonus vs. paralysis and poison, spells (2/2/2/1/1).

Spells: 1st—*cause light wounds*, *protection from good*; 2nd—*bless, hold person*; 3rd— *bestow curse, prayer*; 4th—*cure serious wounds*; 5th—*finger of death*.

Equipment: *+1 plate mail, +1 shield, +1 heavy mace, +4 vs. Lawful, staff of the snake*, *potion of gaseous form*, *potion of invisibility,* silver unholy symbol of Tsathogga.

Mirror Fiend: HD 8; **HP** 39; **AC** 3[16]; **Atk** mirror weapon (3d4); **Move** 12; **Save** 8; **AL** C; **CL/XP** 10/1400; **Special:** +1 or better weapon to hit, magic resistance (50%). (***Monstrosities*** 331)

Clay Golem: **HD** 10; **HP** 45; **AC** 7[12]; **Atk** fist (3d10); **Move** 8; **AL** N; **CL/XP** 14/2600; **Special**: immune to all spells except earth-based, immune to slashing and piercing weapons.

Level 2C: Section 2, The Tunnels of Terror

Level 2C, Section 2

Difficulty Level: 3–5
Entrances: Passage down from **Area 1D-18** to **Area 2C-21**; passage from **Level 2C, Section 1 Area 2C-2** to **Section 2, Area 2C-10**.
Exits: Passage to **Level 3D** from **Area 2C-19**; passage to **Section 3, Area 1**.
Wandering Monsters: Check once per hour on 1d20:

1–2	**2d6 stirges**
3–4	**1d3 ghouls** and **1 acolyte of Tsathogga** (see **Area 2C-4**) if in the southern section; otherwise **1 troll**
5–6	**1 gelatinous cube**
7	**1d4 ghouls**
8	**3d6 giant frogs**
9	**1d2 slithering trackers** if in the southern section (Area **2C-9**); otherwise **1d2 trolls**
11–20	**No Encounter**

Note: Treat all rolls made within **Area 2C-11** or **Area 2C-16** as "No Encounter." Any monster encounter within **Area 2C-14** through **Area 2C-18** is instead replaced with an encounter of **1d3 slithering trackers**.

Detections: High levels of magic emanate from **Areas 11** and **17**.
Shielding: None.
Standard Features: All non-cave areas have standard dungeon walls and ceilings (cut stone), as well as stone floors. Doors and secret doors are standard as well. The floors and ceilings of cave areas are covered with stalagmites and stalactites. Walls, columns and other features on this level are dry. Cave areas are fungus-filled 10% of the time. 20% of the fungus is edible while 10% is poisonous (save or die). Dwarves have a 2 in 6 chance to tell which are edible.

Gelatinous Cube: HD 4; **AC** 8[11]; **Atk** strike (2d4); **Move** 6; **Save** 13; **AL** N; **CL/XP** 5/240; **Special:** immune to lightning and cold, paralysis.

Giant Frogs (medium): HD 2; **AC** 7[12]; **Atk** bite (1d6); **Move** 3 (or 100ft leap); **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** leap. (***Monstrosities*** 179)

Ghoul: HD 2; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special:** immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Stirge: HD 1+1; **AC** 7[12]; **Atk** proboscis (1d3); **Move** 3 (fly18); **Save** 17; **AL** N; **CL/XP** 2/30; **Special:** +2 to hit bonus, blood drain (1d4).

Slithering Tracker: HD 4; **AC** 5[14]; **Atk** none; **Move** 12; **Save** 13; **AL** N; **CL/XP** 6/400; **Special:** drain fluids, paralysis, transparent.

Troll: HD 6+3; **AC** 4[15]; **Atk** 2 claws (1d4), bite (1d8); **Move** 12; **Save** 11; **AL** C; **CL/XP** 8/800; **Special:** regenerate 3hp/round.

Area 2C-10: Entryway from Section 1

This room is well carved, done with a more careful hand than **Level 2C, Section 1**. Clear markings on the floor indicate past furnishings and decorations, although they've been gone for centuries.

At the back of the room is a single thick 5ft square iron panel set into the floor. This trapdoor hides a 10ft drop into **Area 2C-11**. The trapdoor is magically locked. The panel has a large keyhole in its center, but there are no pins or tumblers, so it cannot be picked. The key for this door is in **Level 2, Section 1, Area 2C-9**. The key originally was found by Priestess Ilya. Once she figured out that what lay beyond was of no use to her followers, she hid the key. Inserting the key into the keyhole unlocks the door for 1 minute. Since it is the lock that is magical (rather than the key), making a duplicate of the key works just as well if the party has somehow seen the original. A *knock* spell also functions normally.

Area 2C-11: The Rainbow Vault

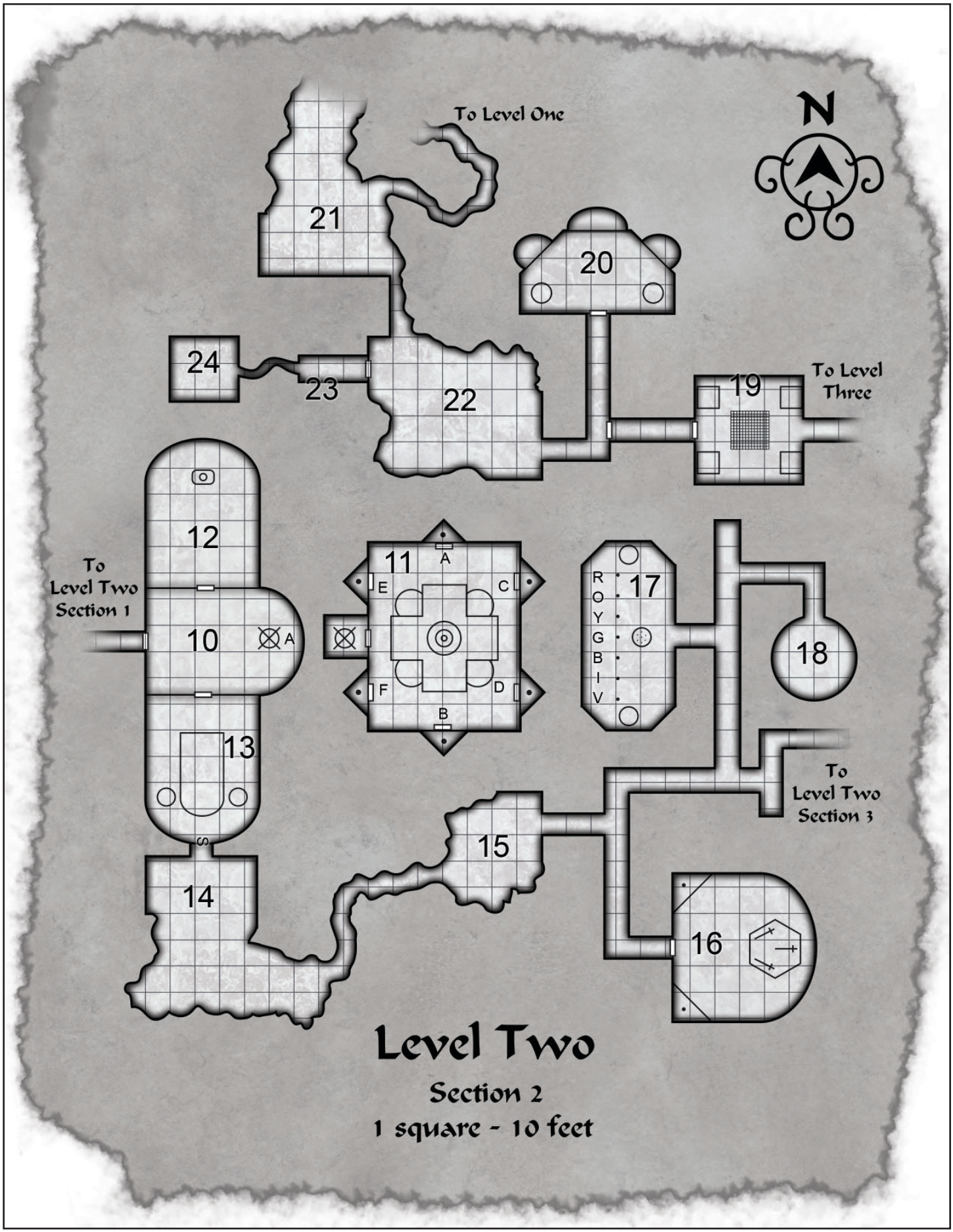
This room at the bottom of the 10ft drop from **Area 2C-10** is a tiny, drab and empty 15ft by 15ft chamber. The walls of this second chamber are created by *hallucinatory terrain* marking out a small space within a much-larger room. These fake walls are quite believable and require a save to disbelieve. Marking the walls with two strong pigments (such as blood and chalk) also dispels the illusion. This second method of dispelling the illusion is referred to in **Area 2C-12**.

The real room has six small alcoves in the walls set around a large central column in the middle of the room. The column is made of a white metal (a lead alloy) and, with its base, weighs more than 20 tons, far too heavy to lift. The base is 2ft tall at the rounded outer edges and 4ft tall at the cross-shaped area, creating a rather impressive centerpiece for the room.

Each alcove has a small plaque next to it that contains a riddle. If the correct answer is spoken aloud, a panel slides away to reveal a colorful staff. An incorrect answer set off a trap. Since the color of the staves follows the pattern of the rainbow, observant players may be able to use the colors of the riddles as a hint.

The riddles, rewards and traps are as follows:

A: The riddle reads: "*With which I painted my silver arm one cold winter's day, ink stolen from a man who gave no chase*." The answer is "*blood*," and the riddle references a stabbing. The correct answer rewards the party with a red staff, while an incorrect answer causes a burst of flames (2d6


To Level One
N
21
20
24
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To Level Three
12
To Level Two Section 1
11
A
E
C
F
D
B
10
A
17
R
O
Y
G
B
I
V
18
13
To Level Two Section 3
15
14
16
Level Two
Section 2
1 square - 10 feet

points of fire damage, save for half) to envelop the speaker.

B: The riddle reads: "*Who was it that I watched fade? Beauty repeated, a loss of something priceless each and every time. I felt no sorrow, for its passing promised me a new beginning.*" The answer is "*sunset*" (although "*dusk*" works as well). The correct answer rewards the party with an orange staff, while an incorrect one causes the speaker's equipment to be targeted by a *heat metal* spell (no save; see the spell *heat metal* for details).

C: The riddle reads: "*Father, although we call him child. He watches us, but only half the time*." The answer is "*the sun*" (the riddle plays on the homophones "*son*" and "*sun*"). The correct answer rewards the party with a yellow staff, while an incorrect answer evokes a *fear* spell (save negates).

D: The riddle reads: "*I stopped to admire your hair, so pretty was it when it blew in the breeze. I wondered how you ever kept it so short, and marveled at the color. My companion stopped to ask me why I should speak to a hill. What was it that I could see, and she could scarce care for?*" The correct answer is "*grass*." The correct answer rewards the party with a green staff, and an incorrect answer causes a group of *magic missiles* (3 missiles; 1d4+1 points of damage each) to strike the speaker.

E: The riddle reads: "*Where did I swim with such gorgeous fish, their scales in hues of brown and grey? My time there was short, I swam so fast, and only down.*" The correct answer is "*the sky*" and the riddle references falling ("*My time there was short, I swam so fast, and only down*"). The correct answer rewards the party with a blue staff, while an incorrect answer causes a lightning bolt (3d6 points of damage, save for half) to strike the speaker.

F: The riddle slate is blank. The correct answer is "*indigo*" (following the rainbow pattern of staves) although a Referee might accept "*violet*" as well. The correct answer rewards the party with an indigo-colored staff, while an incorrect answer targets the speaker with *confusion* (save negates).

If all six staves are collected, the central column rises up to reveal a seventh, violet staff. Each staff radiates magic (they were the source of the spells triggered when an incorrect answer was given). The violet staff radiates magic and was the source of a *reverse gravity* spell that lifted the pillar. If the staff is removed, the pillar crashes down exactly one minute later, almost certainly killing anyone beneath it (20d6 points of damage, save to avoid all damage).

These staves are required to solve the puzzle in **Area 2C-16.**

Area 2C-12: A Cryptic Message

This room has clearly seen better days. Hooks lining the walls and deep scratches in the stone floor suggest that this may once have been a display room of sorts. Roll once on the **Wandering Monsters** table when the party first enters the room as monsters have begun to frequent this room as a place to rest and relax.

At the back of the room is the chamber's sole-surviving statue, although its features are long since torn away. If a Lawful creature approaches within 15ft, a *magic mouth* on the statue appears long enough to say "*Two colors to enter the place of seven, seven to clear the three.*"

After that, the statue falls silent, and does not repeat its message until another 2d10 hours pass. This message gives hints on how to get through the *hallucinatory terrain* in **Area 2C-11** and what to do in **Area 2C-17**.

Area 2C-13: Defensive Lines

This room is a last line of defense established by Sigma and Ilya to prevent access to **Area 2C-16**. The evil priests may not know what lies beyond the door to that room, they know enough to try to prevent heroes from accessing it.

This room has a 10ft tall raised platform in the center and a 20ft high ceiling. Making camp on this rather defensible platform are **4 priests of Tsathogga**. With them are **8 acolytes**, 4 on watch on the platform and 4 near the secret door to **Area 2C-5**. Wandering the room are **4 ghouls** who obey the priests' orders (so long as they're fed). The ghouls are not quiet; anyone listening for sounds coming from this room hears groaning, feet dragging and chattering teeth. Lanterns hanging from hooks on the walls once held more elaborate decorations.

Tactics: The priests are here to defend this position, and they're well equipped to do so. The ghouls immediately rush intruders, while the acolytes wait for characters breaking off from the main group. The acolytes know that if the ghouls are destroyed, they'll be exposed to the front line, and they don't want that!

The priests are very cautious, casting *protection from good* on themselves before opening with *hold person*. The frog priests are in a good position, and they only need to stall for time until the heroes succumb to paralysis. If all goes well for the priests, they'll barely need to attack in melee at all.

Treasure: At the back of the raised platform is a large pile of supplies. Most is basic survival supplies, namely lantern oil, blankets and extra equipment (105gp worth total). The vast majority of supplies, however, are food and water. The ghouls are highly effective in such a confined space, but they eat at least twice as much as a human and have a tendency to try to snack on the acolytes when they get hungry! The priests have taken steps against this and have secured three weeks' worth of rations in iron-bound barrels difficult for the ghouls to open.

Acolytes of Tsathogga (Clr1) (8): **HP** 8x2, 6, 4x2, 3, 5x2; **AC** 9[10]; **Atk** heavy mace (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP 1/15**; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells).
Equipment: dark green felt robe with face-covering cowl, heavy mace, unholy symbol of Tsathogga.

Priests of Tsathogga (Clr4) (4): **HP** 10, 13x2, 12; **AC** 4[15]; **Atk** heavy mace (1d6); **Move** 9; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** +2 save bonus vs. paralysis and poison, spells (2/1).
Spells: 1st—*cause light wounds*, *protection from good*; 2nd—*hold person*.
Equipment: chain mail, fine green robe emblazoned with the symbol of Tsathogga, shield, heavy mace, unholy symbol of Tsathogga, 2 vials of unholy water (does 1d6 points of damage to Lawful clerics and paladins).

Ghouls (4): **HD** 2; **HP** 11x2, 8, 14; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Area 2C-14: The Damp

Two feet of water covers the floor here, and the entire area smells like a wet dog. Water flows into the room from **Area 2C-15** and drains out through cracks in the floor. Apart from the odd floating rat dropping, the water looks clean enough. Plaster once decorated the walls, but it has rotted and fallen away in great chunks to reveal a natural cavern wall. When the door is opened, a large colony of bats erupts out of the room (harmless, but it may spook the party if they're a bit on edge). Rats run along the walls, occasionally pausing to nibble at the plaster. This room is actually fairly safe, although wandering monsters come through here at twice the normal rate.

Area 2C-15: Slippery When Wet

This room is similar to **Area 2C-14**, with 2ft of water covering the floor and rock walls with the odd fragment of plaster still clinging to them. The corridor's floor slopes downward at a moderate incline and

the rushing water has polished the floor to a mirror-shine. Anyone moving through the area must make a save or fall prone. The same save is required to stand up.

Jets of water in the center of the room shoot 6ft into the air. The water comes through cracks in the ground leading to an underground river running beneath this chamber and **Area 2C-14**. Over time, the pressure of the water below has created this natural spring. The water is perfectly drinkable (although it tastes a bit odd). Wandering monsters come here to drink often; rolls made on the **Wandering Monsters Chart** should be made at double the normal frequency.

Area 2C-16: The Tomb of Prince Wales

The "door" to this room is a 20-ton slab of dense stone that can be opened only by solving the puzzle in **Level 2C, Area 2C-17**. Inside is a lavish tomb lit by two bronze candelabras each holding three torches lit with a *continual light*. The candelabras sit on moth-eaten carpets. Tapestries hanging on the walls depict a dwarf fighting evil creatures with a magical sword. A grand, six-sided coffin with **3 ceremonial swords** atop it sits at the back of the room. These swords spring to life if the coffin is approached. Unless intruders bear the crest of House Wales (which is rather unlikely), the swords fly to attack (each inflicts 1d8+1 points of damage, attacking as a 4HD creature). It takes 20hp of damage to break a sword, and it is AC 5[14].

Inside the coffin is the very old skeleton of Prince Nallis Wales. He is garbed in funeral gear nearly disintegrated with age. He was buried with his sword *Callissander*, a *+2 longsword* that can speak the common and dwarven languages. Callissander was created to defeat Chaotic priests and is happy to be wielded by any goodly hero on a quest to fight the followers of any Chaotic god. If it strikes a Chaotic cleric, the sword emits a burst of light from a gem on its pommel that causes blindness (target only must save or be blinded for 1 hour). Callissander is not particularly talkative and is rather single-minded in its focus. If it is used to kill a high priest of any Chaotic religion, it learns to trust its wielder and does not complain if used for purposes other than slaying clerics. It knows surprisingly little about Prince Wales, but is quite helpful deciphering the markings, rituals or symbols of Chaotic deities.

If the contents of the room are repaired and sold, they fetch 2100gp at a city market. This would be the same as defiling the tomb, however, for purposes of the heroes' alignment.

Area 2C-17: End of the Rainbow

This room has neatly carved walls that are completely bare. Unlike many other rooms on this level, the walls have neither hooks nor show any other signs of past ornamentation. Three pools containing different colors of water are in the room, one against the north wall, one against the south, and one near the entry. The northern pool contains blue water; the southern one holds red; and the central pool contains pale yellow water. Seven 1-inch-diameter holes are bored into the floor running along the length of the room. If the seven staves from **Level 2, Area 2C-11** are inserted into the holes in the order shown on the map (ROYGBIV starting with red in the northernmost hole), the pools of water turn clear and the door to **Area 2C-16** opens with a loud grinding noise (check for wandering monsters).

Area 2C-18: Slithering Tracker Nest

On the wall near this room, some brave soul scrawled a large circle with a line through it in chalk, a universal sign of warning.

The room is the nest of **8 slithering trackers** (subtract any killed as part of a wandering monster encounter). They do not appreciate intruders. On the floor are three skeletons, although there are no signs of a struggle — one last warning to the party. If the trackers hear someone approaching, they hide on the ceiling and wait.

These creatures are exceptionally dangerous, although they move slowly. A party that flees when they realize what they're facing may live to see another day. The trackers mostly hunt the corridors of **Level 2C, Section 3**.

Treasure: The skeletons are still fully equipped, as the trackers have no use for treasure. Among them are two suits of rusted chainmail, one rusted breastplate, a longsword, two daggers and various incidental bits of rotted equipment.

Slithering Tracker: HD 4; **AC** 5[14]; **Atk** none; **Move** 12; **Save** 13; **AL** N; **CL/XP** 6/400; **Special:** drain fluids, paralysis, transparent.



Area 2C-19: Bath Time!

The central features of this room are a thick iron grate and a terrible acrid metallic smell. The gaps in the grate are just under 6in across. Visible through the grate is a yellowish liquid. This is a powerful acid; anything not made of metal that falls through the grate bubbles and crackles as it dissolves. In the corners of the room are **4 pressure pad traps**, each one a trigger. If triggered, the central grate drops 10ft into the acid, submerging anyone standing on the grate (inflicting 4d6 points of damage *per round*).

A particularly clever party might use this powerful trap to its advantage.

Area 2C-20: Troll Lair

This room was once a grand display room. Two columns have survived the test of time, and three alcoves in the wall that once have housed mighty statues are empty. Now, they serve as cubbyholes for **3 trolls**. These trolls head to **Area 2C-21** to get to the surface to hunt. They have a deep-seated fear of the acidic smell from **Area 2C-19** and don't pursue intruders who flee into that room.

The right-hand column has a secret compartment that is packed with very dry straw hiding two long, thin bottles. These are a *potion of flying* and a *potion of invisibility*. They're a hidden stash from the magic-user who originally inhabited of **Area 2C-24**.

Treasure: Each troll keeps a sack by its bed to hold its favorite loot. The first sack contains a *+1 short sword*, 3 longswords and a heavy mace. The second troll loved things that sparkle. Inside the sack by its bed are 16 various cheap gemstones: 3 yellow citrines worth 55gp; 7 white fire opals worth 25gp; and 6 garnets worth 10gp. Also included is a rhinestone-studded walking stick that is very shiny, indeed, but worth only 10gp. The third sack contains clothes (mostly bloodstained) of man-and dwarf-size creatures. There's a mix of two dozen items, mostly shirts, dresses and pants. None of it holds any real value, but a Referee may want to put clues here about any important people that have recently gone missing.

Trolls (3): HD 6+3; **HP** 25, 31, 40; **AC** 4[15]; **Atk** 2 claws (1d4), bite (1d8); **Move** 12; **Save** 11; **AL** C; **CL/XP** 8/800; **Special:** regenerate 3hp/round.

Area 2C-21: Unfinished Business

This room is a mess. The southern section is carved stone and lightly decorated. To the east, someone has roughly hacked a path upward at a slight angle. After 40ft, this tunnel connects to **Area 1D-18**. In the northern part of the room, a rough area has been cleared to uncover an underground stream. The stream flows quickly to the east, but there is nowhere to come up for air for at least another mile. Exactly what purpose this room originally served is unknown. Piles of rubble litter the floor, but none of it has been disturbed since this room was first worked on. A dwarf may be able to reveal that the passage to the river was excavated in a mad rush around the time the rest of the area was carved. There is a 25% chance anytime the party enters this room that the trolls from **Area 2C-11** are here, either heading to or from the surface, or playing near the water. A small patch of dirt near the river is host to a patch of fairly common cave mushrooms. Some 20% of the fungus is edible, while 10% is poisonous. Druids and underground creatures can tell the differences, rangers can on a roll of 1–4 on 1d6. Poisonous fungus is fatal in 1d3 rounds on a failed save.

Area 2C-22: Empty Room

While other parts of the complex are carved, this room is essentially still a natural cavern. Stalagmites and stalactites cover the floor and ceiling. A humid breeze blows from **Area 2C-21**, and moss and small fungal growths grow on any rock facing north. A large number of bats, rats and beetles are in this room, living off the fungus and each other. The bats periodically fly to **Area 2C-21** to get to the surface before returning here to sleep. 40% of the fungus is edible by humans, while 5% is poisonous. Druids and underground creatures can tell the differences, rangers can on a roll of 1–4 on 1d6. Poisonous fungus is fatal in 1d3 rounds on a failed save.

The door to **Area 2C-23** is *wizard locked*. The key for the door was lost long ago. It is possible one of the trolls in **Area 2C-20** has it.

Area 2C-23: Cold Corridor

The door to this room is *wizard locked* (see **Area 2C-22**). This short passageway is very cold compared with the rest of the level, and a layer of frost and rime covers every surface.

Area 2C-24: The Abandoned Laboratory

A considerable time ago, this room was set up to be a magic-user's laboratory. Delicate glass equipment sits on one bench, while a veritable library of books on oak bookshelves cover the west wall. Everything is covered with a half-inch of ice that has slowly built up over the centuries. This room radiates cold and anyone venturing in too quickly gets a nasty shock: **Brown mold** covers all of the equipment and most of the walls and ceiling.

Brown Mold: HD n/a; **AC** n/a; **Atk** none; **Move** 0; **Save** n/a; **AL** N; **CL/XP** 4/120; **Special:** drain heat at rate 2d8 damage per round with no save, destroyed by magical cold. (***Monstrosities*** 335)



If characters destroy the brown mold and then thaw the room, they are in for another surprise. Hiding on a bookshelf on the west wall is an **inaed** previously frozen solid in a block of ice.

The alchemical equipment can be cleaned and sold for 1500gp to a sage or alchemist. The books on the bookcase are all spellbooks, but are badly damaged. A diligent magic-user can reassemble any 1st-level magic-user spell, along with 1d6 random 2nd-level spells and 1d3 random 3rd-level spells.

Tactics: Unsurprisingly for a creature that inhabits books, inaeds are rather clever, and this particular one wants the intruders out of "its" library! The *invisible* inaed opens with a *major image* of a blast of fire that sweeps along the walls and ceiling and causes a dormant patch of brown mold to sprout rampantly from seams in the walls. With the return of the brown mold, the temperature again plummets. If that illusion doesn't work, the inaed flies into the corridor and creates an illusion of a very angry frost giant. If this fails to scare the party off, it simply exhausts the rest of its spells and waits for them to leave. If the party takes a significant amount of the library with them, the inaed follows them, haunting the party for as long as it can.

Inaed: HD 3; **HP** 11; **AC** 0[19]; **Atk** none; **Move** 0 (fly 18); **Save** 14; **AL** N; **CL/XP** 7/600; **Special:** immune to all weapons or to normal weapons (depending on state), invisible, magical abilities. (***Monstrosities*** 263)

Magical Abilities: 2/day—*phantasmal force, sleep, suggestion*.

Level 2C: Section 3, The Tunnels of Terror

Level 2C, Section 3

Difficulty Level: 3–5
Entrances: Passage from **Level 2, Section 2** to **Level 2, Section 3, Area 2C-25**.
Exits: Passage to **Level 3D, Area 3D-7** from **Level 2, Section 3, Area 2C-34**.
Wandering Monsters: Check once per hour on 1d20:

1–2	**1d6 dire rats**
3–4	**1d4 wererats**
5–6	**1d3 acolytes of Tsathogga** on a mission to speak with **Remis (Area 2C-40)**. There is a 25% chance they have brought 1 well-fed **ghoul** as "protection".
7–9	**1d2 slithering trackers** if near **Area 2C-25**, **2C-31a**, or **2C-34**; otherwise **No Encounter**
11–20	No Encounter

Note: Treat all rolls made within **Area 2C-26** through **Area 2C-30** as "No Encounter." Acolytes will only be encountered in **Area 2C-25**, **2C-31a** or **31b**, **2C-37**, or **2C-38**; otherwise treat as "No Encounter".

Detections: Strong evil emanates from **Areas 2C-25** to **27**.
Shielding: No detection spells work in **Area 2C-35**, or they give false results (Referee choice).
Standard Features: All areas have standard dungeon walls and ceilings (cut stone), as well as stone floors. Doors and secret doors are standard as well, except as noted in room descriptions. Walls, columns and other features on this level are dry.

Acolyte of Tsathogga (Clr1): **AC** 9[10]; **Atk** heavy mace (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP 1/15**; **Special**: +2 save bonus vs. paralysis and poison, fanatic (+2 save bonus vs. mind affecting spells).
Equipment: dark green felt robe with face-covering cowl, heavy mace, unholy symbol of Tsathogga.

Ghoul: **HD** 2; **AC** 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special**: immune to *charm*, *hold*, and *sleep*; save or touch causes paralysis for 3d6 turns.

Rats: HD 1 hp; **AC** 8[11]; **Atk** bite (1); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special:** none are diseased.

Slithering Tracker: HD 4; **AC** 5[14]; **Atk** none; **Move** 12; **Save** 13; **AL** N; **CL/XP** 6/400; **Special:** drain fluids, paralysis, transparent.

Wererat: HD 3; **AC** 6[13]; **Atk** bite (1d3), short sword (1d6) or shortbow x2 (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** control rats, lycanthropy, silver or +1 or better weapon to hit, surprise on 1–4 on d6.
Equipment: short sword, shortbow, 20 arrows.

Area 2C-25: Meeting Tsathogga

The door to this room opens upon a grand sight. On the wall directly across from the entry, and down a half-flight of steps, is a large mural of the Frog God, Tsathogga. Fully encompassing the egg-shaped wall, and looming up the arched ceiling some 30ft tall is an exquisitely rendered painting of the demon lord, his head lowered in a position to devour all who enter. Closer inspection of the mural shows that in the absolute blackness of the gaping frog-maw, is what might appear to be a 3ft diameter door or passage (secret door, +2 on checks, elves spot immediately).

The "door" is actually the trigger for a **trap**. If the door is touched, a *symbol of sleep* is activated, affecting everyone within 30ft of the mouth (roll for those wandering monsters!). The door does not open.

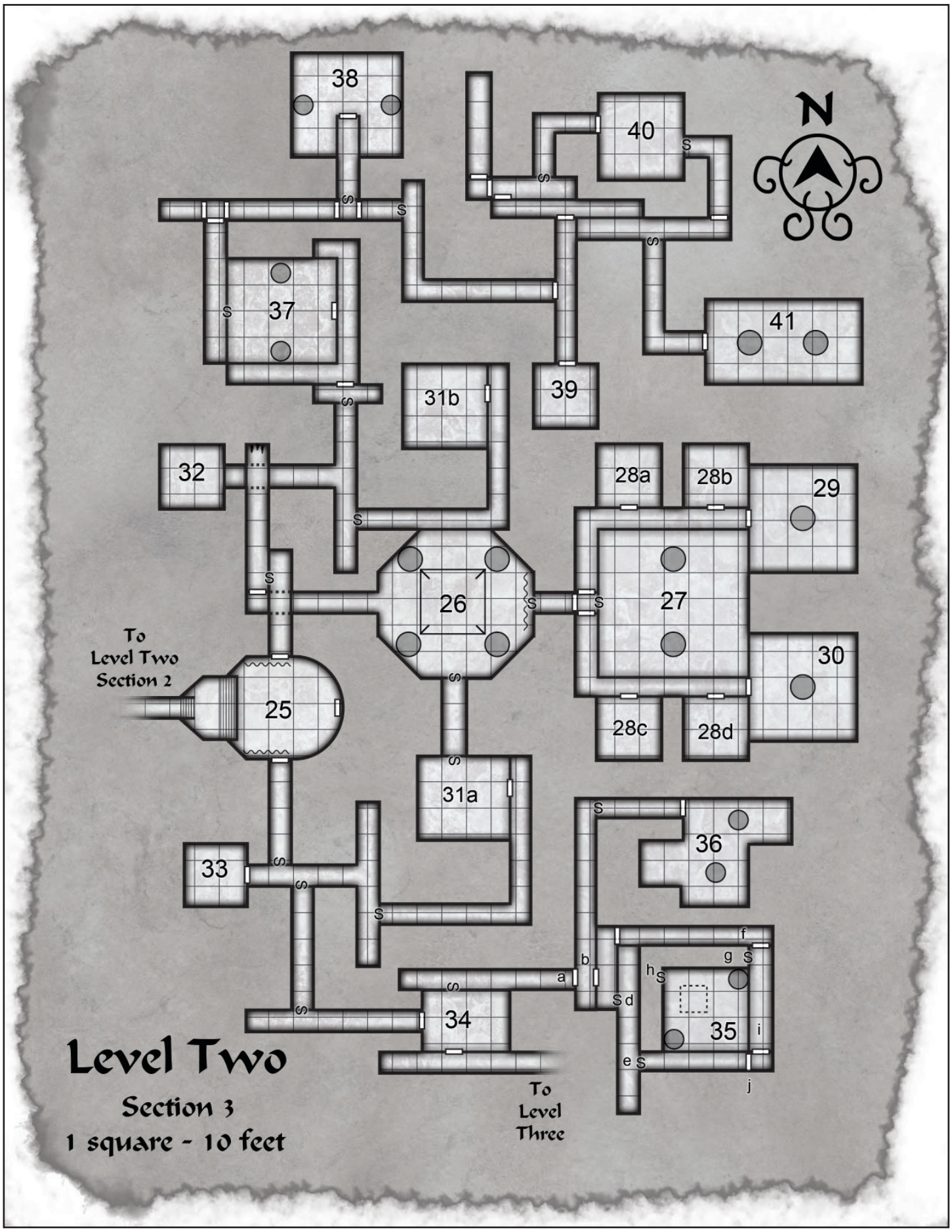
Flanking the great frog-mural are 2 tapestries, each 20ft square and created with obvious skill and passion. The northern tapestry depicts a boggy landscape, devoid of structures or undulations of the land. It's a flat, fetid marsh. On closer inspection (with a secret doors check), and observant character can detect the faces of humans and other humanoid being rendered in the weaving. Whether these are just tricks of the eye, or of some type of weaving technique is unknown. The southern tapestry is much clearer; it is an aerial view of the Dragonmarsh Swamp, somehow from miles overhead. In stark contrast to the northern tapestry, this one is seemingly alive with vibrant colors of swamp flowers, wildlife, etc. Each of the tapestries could fetch 1500gp, although they each weigh nearly 100 lbs, and a serious or deranged collector would be needed for the northern tapestry. Each of the tapestries is concealing an oaken door.

Area 2C-26: The Idols and the Inverted Pyramid

This octagonal room is dominated by four titanic statues surrounding an inverted pyramid-depression in the center of the floor. The statues depict huge beasts with other-worldly shapes that strain the imagination, their bodies malformed to the human eye and sense of proportion. Who or what these beings are supposed to represent is unknown. Certainly, they are not representations of anything from the known world. Each of the statues faces the exterior wall; they do not face into the room.

The pyramidal depression in the floor is approximately 30ft square, and 20ft deep. It is carved from the native rock; dwarves will notice there are no seems or cracks in the depression, and it looks as if it could hold water like a well.

In addition to the architectural elements of the room, the eastern wall is dominated by an enormous tapestry depicting a twisted landscape of buildings bent at impossible angles and formed in near-incomprehensible shapes. This mind-warping city is situated on the shores of a peaceful lake, although the water seems to shift and ebb of its own accord. The tapestry is an insidious **trap**; it is actually woven with the solidified stuff **shadows** are created from. Anyone coming into contact with the tapestry must make a save or lose 1 point of strength. Behind the tapestry is a secret door to **Areas 2C-27–2C-30.** There is no chance to detect the secret


38
40
N
37
41
31b
39
32
28a
28b
29
26
27
30
To
Level Two
Section 2
25
28c
28d
31a
36
33
34
35
Level Two
Section 3
1 square - 10 feet
To
Level
Three

"To Everything (Turn, Turn, Turn)"

The most important feature of this level are the various pillars located at **Areas 2C-27**, **-29**, **-30**, **-35–38**, and **-41**. Some of these pillars are needed to rotate the statues in **Area 2C-26**, and some are devious traps.

Area 2C-26 has 4 stone statues facing a pyramidal depression in the ground. Each of the statues begins facing outward, away from the depression. Various pillars and column "keys" are scattered through **Level 2C**, and in many cases these pillars need to be activated by other pillars to make them mobile. **Area 2C-27** has 2 active columns; if BOTH columns are turned together, the statue in the southwestern corner of **Area 2C-26** moves into place. If either of the pillars is turned separately, it triggers the **traps**. **Area 2C-29** and **-30** are trapped pillars, and do not move the statues in **-26**. **Area 2C-35** has 2 pillars that are part of a self-destruct mechanism, and do not move the statues in **-26**. **Area 2C-36** holds one false pillar (the northern) and one active pillar (the southern) that turns the southeastern statue in **-26**. **Area 2C-37**, the common lair of the wererats, holds 1 locked pillar (southern) and 1 trapped pillar (northern); the southern pillar must first be unlocked by rotating the eastern column in **Area 2C-38**. When it is unlocked, the southern pillar in **Area 2C-37** rotates the northwestern statue in **-26**. **Area 2C-38**, Remis' Nest, has 1 trapped pillar (western) and 1 pillar (eastern) that unlocks the southern column in **Area 2C-37**. **Area 2C-41** houses 2 unlocked pillars. If either pillar is rotated, a horribly loud grinding sound is heard, but no other effects. If BOTH columns are rotated together, the northeastern statue in **Area 2C-26** rotates into place.

Whew!

door unless the tapestry is moved and the eastern wall can be examined.

The purpose of the depression and the statues is not immediately apparent. If the statues are examined by a dwarf, the character will notice that there is a fine crack along the base of each statue. Clever characters may put together that the statues can be rotated, although doing so currently is beyond their ability. They are locked into place, and must be released by rotating other pillars throughout this section (see the **"To Everything (Turn, Turn, Turn)" Sidebox** for more details). Once the statues in **Area 2C-26** are rotated into place, a strange black mist begins to seep into the pyramid from some unknown source. The mist fills very slowly, taking nearly a week to fill the large space. The mist never flows out of the depression, it seems to be heavier than air, and fills form the bottom up. When the depression is completely filled, the mist begins to harden, even more slowly than the filling (it takes one month for the mists to fully harden). The while the mist is vaporous, it is extremely toxic to beings from this plane of existence (other-worldly beings are immune to its effects). If even a wisp is touched by a mortal, they must make a save at –3 or fall into a comatose slumber, filled with nightmares and will-sapping horrors. If *neutralize poison* is not cast on the character, another saving throw is required after 24 hours. If that save is failed, the character begins to lose 1d6 points of damage per hour, until death. If the save is made, the character takes 2d6 points of damage, and acts as if under a *confusion* spell for 1d6 combat rounds.

When the mists solidify, it creates a focus point for the contacting and summoning of Chaos-beings, highly useful for priests of Chaotic deities. Any priest of a Chaotic god is treated as 4 levels higher while standing on the hardened mist, and may use a *commune*-type effect once per day to ask Chaos 3 questions. The answers to these questions will always be truthful, if not absolutely clear (they are often cryptic, or riddles).

The hallway leading out of this room to the west leads to a door, and another hallway heading north. At the end of the northern hallway is a wall with 3 conical shapes protruding from it. This is a **trap**, and once the door is opened, the cones begin a slight humming sound, audible from 30ft away. If anyone approaches within 20ft of the cones, all three fire lightning bolts down the hallway, striking anyone in the hall for 6d6 points of damage in total. The trap recharges every time the door is opened, and it is weighted to close on its own (it can be spiked open, of course). The secret door in the hallway leads back up the ramp to **Area 2C-25**.

Area 2C-27: The Lost Columns

The secret door to this area is quite well hidden (+2 to the die roll). Inside this 70ft by 60ft room are two magnificent pillars, 10ft in diameter, covered in intricate carvings of many of the faiths of the Lost Lands. The northern column shows engravings of Muir, Thyr, Mitra, Freya, Arden, Kel, and a host of others. The southern column is covered with Orcus, Hecate, Set, Hel, Kal'Ay-Mah, Grotaag and sever other unrecognizable carvings.

The ceiling and upper walls of the room are covered in paintings of all the known gods on the pillars, and several other demons and angelic beings that are beyond the learning of the party. They cavort, fight, smile and frown upon the characters, as if in some vast judgment hall. Along the lower section of the room, strange jackal-, snake- and eagle-headed humanoids carry globes overhead, on their shoulders, and stand upon them. The significance of the animal-headed humanoids is unclear, but the artistry that was involved in their renderings cannot be overlooked. Only a master could have created the wall decor in this room.

The columns in the room are trigger devices for the great stone statues in **Area 2C-26**. If BOTH columns are turned at the same time, the southwestern statue in **Area 2C-26** rotates into place overlooking the inverted pyramid. If the northern column (the "Lawful" column) is turned by itself, the ground shakes, the light seems to dim slightly, the air gets warmer and stale, and a blot of utter darkness flashes for just an instant. Every character in the room must make a save; success means the character is sick from the utter evil unleashed (–2 on all rolls for 1 hour), failure indicates 1 level is drained. Fortunately for the characters, the level is regained at the stroke of midnight. If the southern column (the Chaotic column) is even touched, a painfully bright flash of light erupts from the ceiling, causing 2d6 points of damage and blinding everyone in the room. A save indicates the character is blinded for 1d6 combat rounds; failing the save means the blindness lasts 1d6 hours. There is no treasure in this room.

Area 2C-28: Leave Well Enough Alone

These rooms are all identical to each other. If the characters attempt to open the unadorned, plain oak doors, they feel a slight chill on the door, as a piece of wood left out in morning frost. As the door is opened, the party can see a single candle sitting on a shelf towards the back of the room. Nothing else is visible in the shadowy room.

If the characters enter, and they approach to within 10ft of the candle, they are set upon by shadows, the amount varying by room; **28a** has **4 shadows**; **28b** has **2 shadows**; **28c** has **1 shadow**; and **28d** has **4 shadows**. There is nothing of value in these rooms.

Shadow: HD 2+2; **AC** 7[12]; **Atk** touch (1d4 plus strength drain); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** +1 or better weapon to hit, drains 1 point of strength with hit.

Area 2C-29: The False Pillar

This unadorned 45ftx45ft room contains a brilliant uncarved 10ft diameter marble pillar in its center. The walls of the room are completely unadorned, natural stone. If the marble pillar is approached within 10ft, is begins to give off a soft radiance equal to torchlight. If the pillar is touched, it gives off a slight warmth, but has no other effects. A dwarf may notice (with a secret doors check) that there is a fine crack circling the base of the pillar. Astute observes may come to the conclusion the pillar can be rotated. It takes 2 open doors checks to turn the pillar, and if turned one-quarter turn (this is as far as it turns) anyone within 10ft of the pillar



will take 1d6 points of damage (no save) and be blinded for 1d10 minutes (save negates the blindness). This is the only feature of the room.

Area 2C-30: Another False Pillar

This room is covered in wild paint designs, stucco coatings of various textures and colors, and intricate designs. It appears to be a madman's art studio. The center of the room is dominated by a granite, 10ft diameter column, with multi-colored streamers twisted around its bulk. A dwarf may notice (with a secret doors check) that there is a fine crack circling the base of the pillar. Astute observes may come to the conclusion the pillar can be rotated. It takes 2 open doors checks to turn the pillar, and if turned one-quarter turn (this is as far as it turns) activate a *symbol of discord* that affects anyone within 10ft of the pillar (all affected characters begin arguing loudly over the merits of the "art"; those that fail a save begin fighting about it) for 1d6 rounds, rolled separately for each affected character.

Area 2C-31: There and Back, Again?

This very non-descript room appears to be totally empty and without any kind of adornments. No dust, debris or trash litter the room. It seems this room, for some reason, is one of the cleanest in the entire dungeon!

The secret of this room is that it is actually *two rooms*; **Area 2C-31a** and **31b** exist at the same time, in similar space, if not time. Entering one room immediately arms the room to prepare to shift. The door closing is the trigger mechanism for the spatial change to take place, and as soon as the door closes, characters move from one room to the other. The shift is instantaneous, and no sense of movement is felt; the characters feel as if nothing has happened. With the hallways and architecture around both rooms being identical (and the wererats take great pains to make sure it stays this way), it could be a while before the party realizes what has happened.

Obviously, anything the characters do before they enter the room (combat, spells marring the walls, etc.) would be noticed to have changed when the shift happens.

If the door is not closed (it is weighted to close on its own, but can be propped open easily) the rooms do not shift locations. The Referee may determine that monsters with the natural ability to teleport might notice the subtle shift when the rooms change locations.

The secret door in **Area 2C-31a** is particularly difficult to spot (+1 on all die rolls).

Area 2C-32: This stinks!

This room, along with **Areas 2C-33** and **2C-39**, contains a fissure in the floor leaking natural gases. The doors to each room are sealed with melted wax; this should be a clear indicator that something is amiss. It is necessary to dig the wax out of the doorframe to open it. If the wax is dug out, a very light cloud of methane gas beings to seep into the hallway. Being odorless and colorless in its natural state, and being under extremely low pressure, it is unlikely that anyone notices the gas filling up the hallway. The secret doors leading to **Areas 2C-31b** and **37**, as well as the normal doors around **Area 2C-39** are quite tight-fitting, but are not air-tight. Some gas leaks out of the hallway, but most lingers in this area.

Once the door is breached, it takes roughly 6d6 combat rounds for enough gas to spill into the hallway to create a "flashpoint" situation.

If the characters use the quick way and melt the wax out of the door frame, or if they have open flame when the gas reaches the flashpoint, then there is quite the fireburst. The methane ignites, and because of the low pressure there is very little concussive force behind the blast. In the hallway, the gas causes 4d6 points of damage to all in the hallway; if the ignition is due to melting the wax, where the gas has been trapped and built up, the damage is more explosive. Characters directly in front of the door (within 10ft) take 8d6 points of damage from the flame burst; those beyond 10ft, but within 30ft suffer 4d6 points of damage. Anything combustible catches fire.

Obviously, the gas leak does not stop naturally; if the characters can find a way to stop the flow, award them 250XP. If the door seal is damaged in any way, the gas will continue to fill this area creating quite a hazard. Eventually, the wererats will notice either the doors damaged, or some of their rats friends have succumbed to the poison gas…

Area 2C-33: This stinks too!

See **Area 2C-32**, above for details.

Area 2C-34: The Kobold Contingent

This group of **8 kobolds** have scurried up from **Level 3** to create a "Forward Point" for Agla-Rolsh (see **Level 3, Area 3D-5**) to know what is happening in the "populated" areas of the dungeon.

The wererats know the kobolds are here, but not why. Remis is not certain they are working for Agla-Rolsh, but has his suspicions. They leave the little ones alone, just in case, as there is nothing here, or in the rooms beyond, that interests Remis. The kobolds put up a token resistance during combat, but if more than 2 fall, the rest flee back to **Level 3, Area 3D-6** (by way of the cavern at **3D-7**, cautious of the xorn). There is a secret door in the northern wall, although the kobolds do not know this.

Kobolds (8): HD 1d4hp; **HP** 3x3, 2x2, 1x3, 4; **AC** 6[13]; **Atk by** weapon (1d6); **Move** 6; **Save** 18; **CL/XP** A/15; **Special:** none.



Area 2C-35: Traveler Out of Time

Several fail-safe precautions were built into this room, to ensure its inhabitant is never unleashed on the world. The secret door from **Area 2C-34** leads to a locked, solid metal door (**a**). The door is impervious to magical or physical damage, and cannot be opened by force. It would be possible to go *around* the door, if the party has access to teleportation magic, or has a *passwall* spell to use on the wall to the north. However, the door opens easily if the iron cube (see **Area 2C-38**) is placed upon it. If the characters place the cube on the door, it slides silently to the south revealing another metal door (**b**) directly across a hallway that leads north some 70ft. the entire hallway is well-lit form some unseen source. The hallway appears empty, but there is a well-hidden secret door at the end (+1 on die rolls to locate).

The second metal door is similar to the first, although it is not the iron cube that opens the door, but flesh (such as a bare hand). Anyone placing bare skin against the door feels incredible cold, and must make a save or lose 1 point of strength from the chill draining. The door slides to the south, revealing another north-south hallway, with an obvious door at the north end (**c**), and a secret door (**d**) 10ft to the south.

The northern door is a normal, oak-and-iron door, which is locked and **trapped**. There is a large, glowing rune on the face of the door, but this is simply a *permanent phantasmal force* image of a powerful symbol. The true trap is a poison needle in the lock mechanism (save at +1 or die). The door could be breached by force if 30hp of damage is inflicted on it. It opens into a 65ft hallway with an obvious door (**f**) at the eastern end. The secret door to the south is of the normal stone variety, and has normal chances to be found. It opens into a north-south hallway with no doors (there is a secret door (**e**) to the south).

The eastern door is covered is magical runes and script. This is also a *permanent phantasmal force*. However, there is also a *glyph of warding* (**Appendix**) scribed onto the door that explodes for 3d6 points of fire damage if the door is opened. The door opens into a hallway running south, with another door (**i**) visible at the far end. The hallway appears to be littered with debris, broken furniture, cracked and broken bones, trash and other detritus. This is an elaborate illusion, a *permanent hallucinatory terrain* spell designed to make the travel too difficult. The secret door (**g**) at the northern end of the hallway is cleverly hidden by the illusory magic, and elves do not automatically get a chance to detect it. It opens (is not locked or trapped) to an L-shaped hallway 50ft long by 40ft, with another secret door (h), just beyond the corner.

If the party bypasses the illusion, or simply slogs through the mess (in their minds), they reach the southern door. This door is locked normally, but not trapped. It opens into a 10ft by 10ft space, with another door (**j**) immediately to the west. This door is locked and **trapped**; if the door is opened without disarming the trap, 4 spears are fired from the ceiling, hitting everyone in the space between the 2 doors for 1d6+1 points of damage (save for half damage). The door opens into a 45ft long hallway, with no doors (there is a secret door [**e**] at the end of the hallway).

The secret door (h) leading into the chamber of the Sentinel is both locked and **trapped**. Anyone opening the door is burned for 3d6 points of damage, as acid sprays from pin-prick-sized holes in the ceiling.

After bypassing all these doors, the party may finally enter the room. Inside, 2 massive 10ft diameter metal columns dominate the northeastern and southwestern corners of the room. Roughly between these columns about 10ft from the secret door is what looks like a 10ft by 10ft by 20ft tall glass container. Inside the container is a slightly greenish liquid, and floating suspended in the liquid is a robotic variant iron golem (stats not given due to the room's self-destruct sequence). The liquid is acid, to keep the golem in a constant state of self-repair, and to keep it from sensing what is happening in the room around him. The robot is one of the experiments left over from the beings that dealt Tsen its fatal blow (see the ***Sword of Air*** for more details on Tsen).

The metal columns are a self-destruct mechanism to destroy everything in the room should the acid tank be breached and the golem released. If the tank is damaged (it takes 100hp of damage from a +2 or greater weapon to damage the tank), the acid spills forth in both directions towards the pillars, eventually forming a circuit. The pillars generate enormous positive and negative electrical energy; when the acid creates the loop between the two, it takes 1d4 rounds for the pillars to charge. After that time, they expel an electrical wavelength that cooks any animal or plant material instantly; fuses and welds any metals together; and cracks stone



and ceramics. This entire room and the surrounding hallways essentially collapse in on itself back to the metal door at (**b**), thus sealing the threat of the golem escaping into the world.

Area 2C-36: Activation Pillars

The western hallway leading into this room has a clever means of defense. The secret door at the beginning of the hallway is well-hidden (+1 on the die roll to detect), and on the eastern side of the door is a *glyph of warding* (**Appendix**) that activates 3 *darkness 15ft radius* spells in the hallway, spaced at 10ft intervals, completely blocking all sight. It takes 3 castings of *dispel magic* to clear the darkness. Other options for the characters are to enter the darkness (there is nothing to harm them in the hallway; it's just scary), or wait for the magical darkness to cease (takes 1 hour for normal lighting conditions to apply, which is natural darkness in the unlit corridor).

The door into **Area 2C-36** is locked, and the oddly shaped room contains 2 massive 10ft diameter pillars, made of a glistening obsidian stone not native to the area. The walls are covered in scenes of combat, and historical scholars will note some of the scenes are of battles from the Foerdewaith Wars (see the upcoming product ***The Lost Lands Campaign Setting*** for information about the Foerdewaith Wars). This looks to be some kind of gallery, with scenes on each of the walls depicting a different classic battle.

The pillars, if investigated by a dwarf, show a fine crack along the base; obviously, the pillars are constructed to turn. If the northern column is turned, a great grinding is heard, as if some massive stone gears were creaking into work after many years. This is strictly a ruse; the pillar actually does nothing. If the southern pillar is rotated, it activates the southeastern pillar in **Area 2C-26**, causing it to rotate into position facing the depression.

Area 2C-37: Wererat Lair

This is the communal nest of the wererats. Piles of straw and bits of debris are mounded in the corners of the room, piled high enough for the wererats to sleep in. There is no sense of ownership with this pack; everything is share and share alike. In-fighting is unknown to these wererats, and they work together is a very harmonious society. All members take care of the young, and each shares living space and chores for the pack.

The dominant features of the room are the 2 large pillar-columns on the north and south walls. If characters investigate the columns, they discover that they are similar to the other spinning columns on this level. Neither column immediately spins; the columns are locked into place. If the eastern column in Remis' Nest (**Area 2C-38**) is rotated, the southern column unlocks with a load stone-grinding sound. Rotating the southern column moves the northwestern statue in **Area 2C-26 into place.** If the northern column is touched (it is fixed and does not move), it shocks for 1d8 points of damage.

There are **12 male wererats** (bucks) and **14 females** (does). They all care for the **16 non-combative young** (the "pups"). There are also **4d6 normal** rats here at any time.

Wererats (26): HD 3; **AC** 6[13]; **Atk** bite (1d3); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** control rats, lycanthropy, silver or +1 or better weapon to hit, surprise on 1–4 on d6.

Rats: HD 1 hp; **AC** 8[11]; **Atk** bite (1); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special:** 2 are diseased.

Treasure: There are a number of valuable items scattered about in the mess of this room. They are found with a successful secret doors check, determined randomly on a 1d6: 1–a set of 4 crystal vials (5gp each); 2–3 gemstones (worth 10gp each); 3–6 yards of silk cloth, stained but excellent quality (50gp per yard; 1d4 yards ruined); 4–a set of 4 serving trays, silver with gold trim (75gp each); 5–a crumpled tapestry depicting the Stoneheart Valley (still valuable, worth 200gp); 6–a set of fine nobles clothing, 1d6 pieces (worth 100gp per piece). Items 1–3 may be found more than once, but items 4–6 can only be found a single time. There are 1d6+2 items to be found in the room, and searching requires 10 minutes per item.

Area 2C-38: Remis' Nest

The secret door to this room is difficult to detect (+1 to die roll), and opens onto a ramp descending at a 45 degree angle. Anyone descending the ramp must make a save, or tumble forward into lair of the wererat leader, **Remis** (no damage from the tumble, but an embarrassing first impression). Straw, tattered clothing and debris covers the entire floor of this room, giving the impression of a giant rat's nest (which it is). At any time, there are **3d6 rats** scurrying around in the mess. The debris is so thick and obtrusive that all movement here is halved.

Along the eastern and western walls are 2 of the great columns found in other locations on this level. Rotating the eastern column here activates the southern column in the Wererat Lair (**Area 2C-37**), allowing it to spin freely. If that column is turned, the northwest statue in **Area 2C-26** rotates to face the inverted pyramid (see that area for more details).

If the western column is rotated, anyone touching the column receives 2d6 points of cold damage (no save), and the column in **Area 2C-37** remains locked.

Remis is no fool; he has forged an uneasy truce with the Tsathogga cultists in exchange for being left alone. All wererats have free reign to bypass any Tsathogga worshippers, under one condition; they must be in rat form when they pass. For some reason, that was a condition that Ilya insisted on. Remis has traded the knowledge that Agla-Rolsh (see **Level 3, Area 3D-5**) is bound below this level to ensure the priests of Tsathogga keep him around for fodder, so they believe. Remis' only goal is to ensure the survival of his family. If the characters are willing to negotiate with the wererat, he agrees to aid the party against the Tsathoggan priests, as long as the rats are allowed to live on this level in peace. If such a deal is struck, within 6 months, this entire level will be overpopulated with wererats and normal rats, and they will be a force to be reckoned with for the adjoining dungeon levels.

Remis is distantly related to **Fiilaar** (***Rappan Athuk*, Level 1, Area 1-12**) in Rappan Athuk; in a break from his strong family tradition, he escaped the nest they shared previously to avoid being devoured by the sociopathic Fiilaar.

Remis has a few personal items he treasures: a tarnished silver flatware set (worth 125gp), a gold and ruby necklace (paste, but shiny, worth 35gp), 3 mismatched golden cups (worth 20gp each), a moth-eaten fur coat (35gp), a solid iron cube (valuable only in **Area 2C-35**, but Remis does not know this), and a teak and silver jewelry box (worth 150gp) that is filled with scraps of paper for no purpose.

Rats: HD 1 hp; **AC** 8[11]; **Atk** bite (1); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special:** 3 are diseased.

Remis: HD 4; **HP** 26; **AC** 5[14]; **Atk** bite (1d3), short sword (1d6); **Move** 11; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** control rats, lycanthropy, silver or +1 or better weapon to hit, surprise on 1–4 on d6.

Equipment: short sword, *cloak of protection +1* (included above), *potion of healing*.

Area 2C-39: This Still Stinks!

See **Area 2C-32** for details.

Area 2C-40: Madman's Scribblings

This 35ft by 35ft room is covered in chalk, charcoal, paint and other unidentifiable mediums. Scrawled over every inch of the walls (and some of the ceiling) are mad ramblings and rhymes and curses and utter nonsense. The gibberish does hide a bit of valuable information, if the characters can decipher it. If a magic-user spends one hour in the room, and rolls

a successful "Chance to Understand New Spell" check, he begins to put together parts of the ramblings on all the walls, and makes some sense of the chaos. If there is no magic-user, or the party does not attempt this, a thief has a 20% chance to find the information with a Read Languages check. If the party gains the esoteric information, read or paraphrase the **"To Everything (Turn, Turn, Turn)" Sidebox**.

It is very likely the party has encountered the pillars before discovering this room. If the Referee wishes, other information can be hidden in the scrawlings, if it doesn't seem appropriate to have the pillar information here.

Area 2C-41: Jokune, the Oracle

The secret door leading to **Area 2C-41**, is well-hidden (+1 on die rolls to find). Once the secret door is opened, a booming, baritone voice (in reality, a *magic mouth* spell) proclaims, "Jokune will see you now". The door leading to **Area 2C-41** is covered in runic script. Any magic-user will immediately recognize the runes as warding and protection magic. These wards and runes are a *permanent phantasmal force* spell, designed to frighten spell-casters. The door is unlocked, and untrapped.

The first thing anyone see upon opening the door is a massive 10ft diameter green soapstone pillar. The column is uncarved and unadorned, and remarkably polished to a high sheen. Entering the room, characters can make out another pillar roughly 20ft behind the first, but it is obscured by the cloudy haze of incense and smoke in the room. As there are no visible windows or vents here, the hazy-vapors are as thick as a cloud.

As the characters move about the room, they notice tapestries hanging from the ceiling, giving the entire area a desert-harem feel. As the party surveys the area, they discover no furniture or items of value. If the party looks as if they are about to take a closer look at a pillar, they suddenly hear a voice from the mists, "What do you seek?" the voice belongs to **Jokune**, an invisible ogre mage that is tasked with keeping this pillar untouched. If the party interacts with the oracle, he answers questions to the best of his ability, as he knows much about this level (all of **Level 2C**) and the one below (all of **Level 3D**). If the party asks questions politely, they can learn much valuable information from the oracle (Referee's discretion).

If the party attempts to turn a pillar, or speak disrespectfully to the oracle, he warns them sternly "Do not undertake the unwise action. It would be most costly." If they persist, the ogre mage attempts to *charm* a heavily-armored foe, or put as many people to *sleep* as possible. If desperate, he uses his cone of cold to slay the party before finally becoming visible and attacking with his giant naginata (polearm). If he is pushed to physical combat, Jokune is a deadly adversary, and slays the entire party, if possible.

If the party defeats Jokune, they are free to investigate the pillars. If a dwarf looks at the stonework, he can determine that there is a fine crack along the base of the pillars. A secret doors check allows other characters to notice the same. An astute character might determine that the pillars are able to be rotated. Anyone rotating the pillars hears a stone-on-stone grinding sound, but no other effects. If both pillars are rotated, the northeastern statue in **Area 2C-26** rotates to face the depression.

Jokune, Ogre Mage: HD 5+4; **HP** 29; AC 4[15]; **Atk** polearm (1d12); **Move** 12 (fly 18); **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** change into human form, magical abilities, regenerate 1hp/round.

> **Magical Abilities:** at will—create *darkness 10ft radius*, turn *invisible*; 1/day—*charm person, cone of frost* (range 60ft to a base of 30ft; 8d6 points of damage [save for half]), *sleep*.

Treasure: Although smoky and reeking of incense, some of the tapestries are valuable. The characters can recover 2d6 tapestries, each worth 1d4x100gp. Each tapestry weighs 75lbs

Part 6
Level 3D, Section 1: The Tunnels of Terror

Level 3D, Section 1

Difficulty Level: 4–6
Entrances: Level 2C-19 to **Area 3D-5**. Chute from **Level 1**, **Area 1D-9** to the Kobold Cavern at **Area 3D-6**. Pit trap from **Level 1**, **Area 1D-21** to **Area 3D-8**. Hallway form **Level 2**, **Area 2C-34** to **Level 3D**, **Area 3D-7**.
Exits: Area 3D-7 leads to **Level 4C**, **Section 1**. **Area 3D-11**, leads to **Level 3D**, **Section 2**, **Area 3D-12**. **Area 3D-21** (or **22**) lead into a hallway with a secret door. Behind the door is a passage to **Level 4C**.
Wandering Monsters: Check once per hour on 1d20:

1–2	**1d6 dire rats**
3–4	**1d2 slithering trackers** if in **Area 3D-7** (they do not cause a cave-collapse), or the hallways near **Area 3D-8–10**; otherwise **1d6 rats**
5–20	No encounter

Note: Treat all rolls made within **Area 3D-1–5**, and Area 3D-9–11 as "No Encounter."

Detections: Extreme evil in Area **3D-1–4**. Strong evil in **Area 3D-9**. Strong magic in **3D-1** and **3D-5**.
Shielding: *Dimension door*, *teleport*, *gate* and conjuring/summoning has a 20% chance of success in **Area 3D-1**. Also, divination-type magic (*detect evil*, *locate object*, *legend lore*, etc.) has a 50% chance of success in the area.
Standard Features: All non-cave areas have standard dungeon walls and ceilings (cut stone), as well as stone floors. Doors and secret doors are standard as well. The floors and ceilings of cave areas are covered with stalagmites and stalactites. Walls, columns and other features on this level are dry. Cave areas are fungus-filled 10% of the time. 20% of the fungus is edible while 10% is poisonous (save or die). Dwarves have a 2 in 6 chance to tell which are edible.

Rats: HD 1 hp; **AC** 8[11]; **Atk** bite (1); **Move** 12; **Save** 18; **AL** N; **CL/XP** A/5; **Special:** none are diseased.

Slithering Tracker: HD 4; **AC** 5[14]; **Atk** none; **Move** 12; **Save** 13; **AL** N; **CL/XP** 6/400; **Special:** drain fluids, paralysis, transparent.

Area 3D-1: Ruined Chapel of Orcus

This unholy site was first built by an advance force from Tsar (see ***Slumbering Tsar*** and ***Rappan Athuk*** for more information about the Disciples of Orcus, the evil Army of Twilight that escaped from Tsar, and the history of Rappan Athuk) as a waypoint, a staging area while Rappan Athuk was finished. This chapel is similar to the power temples of Rappan Athuk, and may give the characters some insight to those unholy sites if they enter the Dungeon of Graves.

This entire chamber is bathed in shadowy light, as if a hundred torches were casting a continually murky radiance here. Additional light does nothing to change the conditions here; even magical light does not brighten the room. Due to the shifting, low-light conditions, it always appears that something is moving, just out of vision...

The dominating feature of the room, as characters enter through the double doors from **Area 3D-2**, is the massive 20ft high, 30ft wide mural of Orcus decorating the front of the Raised Pulpit (**A**). Truly a work of a deranged mind, the image is as loathsome as the being that inspired it. Painted out of what appears to be, in this low-light, some form of tacky semi-liquid substance (yes, its blood); the mind reels where this amount of medium could have been drawn from. To each side, a row of columns flanks the pulpit, with disgusting and horrific bas-reliefs carved upon each and every one of them. Doors open into the eastern and western walls, past the columns, near the southern entrance wall.

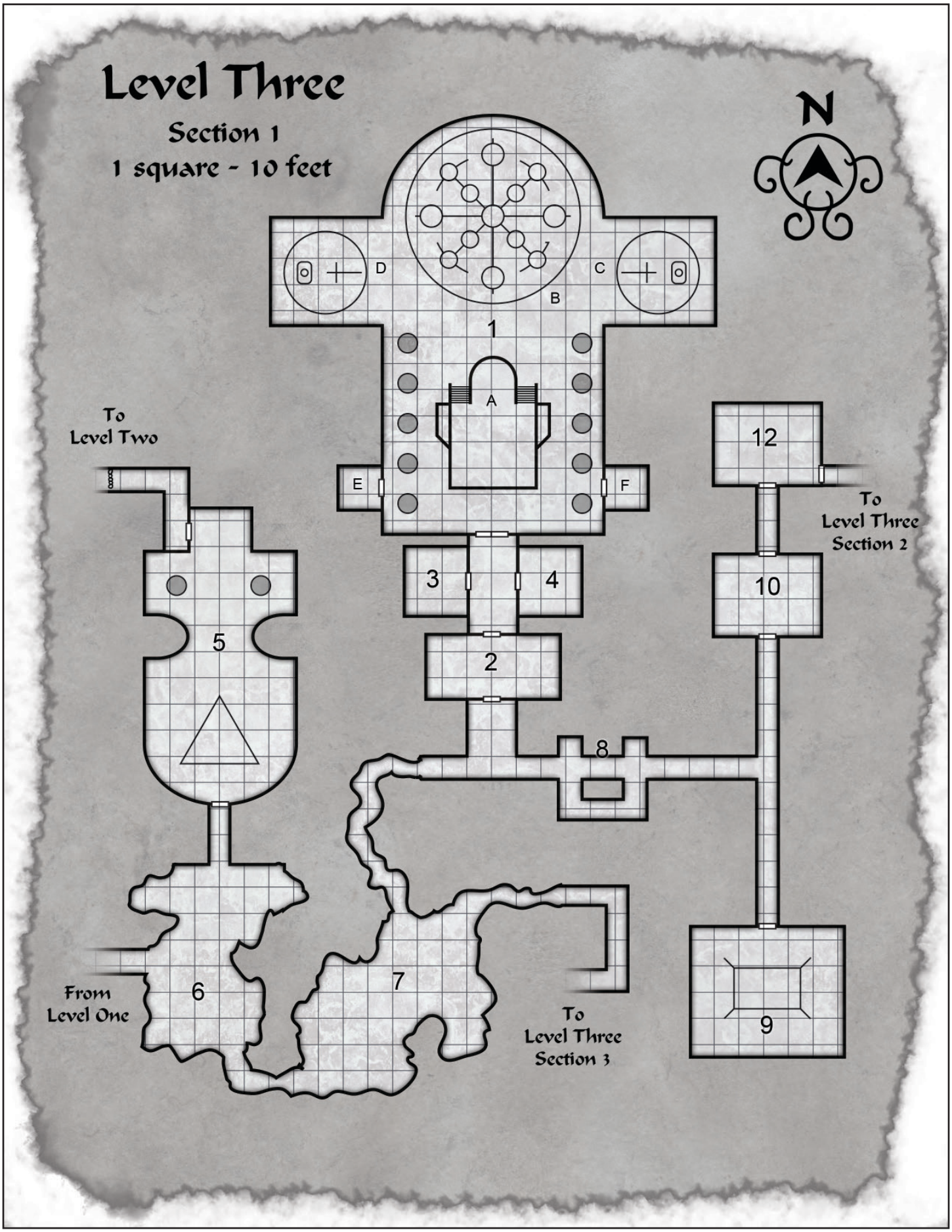
Exploring further into the room, beyond the pulpit, the party sees an enormous magical circle in the northern end of the room. Some 70ft or more in diameter, the circle is a massive array of magical materials and precious metals. A magic-user will immediately recognize this as a summoning circle of massive proportion. On the east and west sides of the circle are 2 stone statues. One, on the east side, is easily recognizable; the ram-horned head of Orcus, Demon-Prince of Undead, is rendered in white marble, 25ft tall, and flawless in detail. The statue on the west side is a little more difficult to determine, a regal-looking man 20ft tall, with a noble bearing, fashioned from granite.

Hiding next to the pillars flanking the pulpit are **10 shadows**, 2 per pillar, waiting to do their masters bidding and add to their ranks.

Shadows (10): HD 2+2; **HP** 13x2, 7, 9, 12x2, 11, 14x2, 15; **AC** 7[12]; **Atk** touch (1d4 plus strength drain); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** +1 or better weapon to hit, drains 1 point of strength with hit.

A. Raised Pulpit

This elevated platform oversees the Power Nexus (**B**), the hub of power


Level Three
Section 1
1 square - 10 feet
N
To
Level Two
From
Level One
To
Level Three
Section 2
To
Level Three
Section 3
A
B
C
D
E
F
1
2
3
4
5
6
7
8
9
10
12



designed to concentrate energy for the priesthood of Orcus. This chapel was the first attempt at creating a "Shrine of Power" (see ***Rappan Athuk*** for details on Shrines of Power) to enhance Orcus' abilities, and it was deemed too unstable for the Horned Father. The inverted pyramid (**Level 2**, **Area 2C-26**) is a byproduct of the harnessed power of the Power Nexus. At the top of the pulpit stands the former high priest of this chapel, now a **cadaver lord**, still wearing the trappings of a priest of Orcus (although antique and not in current style). Once the characters ascend to his level, he calls forth the cadavers from **Areas C** and **D** to lay siege to the pulpit, and not allow the party to escape. After the pulpit is surrounded, he calls for the shadows from each side of the pulpit to aid an aerial assault. The cadaver lord has no fear of death (again), and sacrifices himself to destroy the party, if necessary.

Cadaver Lord: HD 5; **HP** 31; **AC** 3[16]; **Atk** 2 claws (1d4 plus disease) and bite (1d6 plus disease); **Move** 9; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** +1 or better weapon to hit, command undead, create spawn, disease (1d4 points of damage, save resists), magic resistance (20%), magical abilities, reanimation (regenerate 1 hp/round when reduced to 0 hp). (***The Tome of Horrors Complete*** 80)

Magical Abilities: 1/day—*darkness 15ft radius, fear*.

B. Power Nexus

Originally designed as a focus point to summon Orcus himself fully into this plane of existence, it was quickly determined that simply would not work. The other gods would not stand for such a thing, so the architects of this dungeon shifted their design to harness the "god-like power" of the multiverse. Any cleric spells cast in this room are at +2 caster level. This affects Lawful and Chaotic clerics.

C. Statue of Orcus

This large statue is a nearly perfect representation of Orcus in every detail, other than being fashioned of white marble. Sparkling ruby eyes set off the white marble, and massive golden horns complete the menacing visage. The Horned Father's wand is not part of the statue. Surrounding the base of the idol are several semi-desiccated remains, the corpses of the last penitents of this foul chapel. They rise as **cadavers** if the statue is molested in any way, or if commanded by the cadaver lord on the pulpit (**A**).

Cadavers (8): HD 2; **HP** 13x2, 14, 8x2, 9x2, 10; **AC** 6[13]; **Atk** 2 claws (1d4 plus disease) and bite (1d6 plus disease); **Move** 6; **Save** 16; **AL** C; **CL/XP** 4/120; **Special:** disease (1d4 points of additional damage, save resists), reanimation (regenerate 1 hp/round when reduced to 0 hp). (***The Tome of Horrors Complete*** 79)

Treasure: The ruby eyes in the statue are obviously valuable (500gp value each), but carry a curse. One hour after touching either ruby (even if they are not stolen!), whomever handled them is struck blind for 24 hours. After the initial 24-hour period, a save may be made every day to remove the blindness. The golden horns are also valuable (750gp each), and cursed as well. Anyone removing the horns from the statue, by any means, must make a save or be turned to stone (white marble). The marble of the statue is valuable in its own right; a cubic foot of the material could fetch up to 50gp if broken up. There are roughly 2500 cubic feet of the material (weighing 200 tons) in this statue, so it has immense value if somehow transported. The statue is immune to all magic, and to weapon of +2 or lesser enchantment.

D. Statue of Jeravix

Who this statue represents is a little more difficult to determine. Built many years ago to placate the then-High Cornu of Orcus, this statue is an incredible likeness of the man that orchestrated the escape from Tsar, Jeravix. **Alumaxis**, a captain of the guard at Tsar, was tasked to build this complex as an extension of Tsar's might (this was even before the siege of Tsar by the army of Light). After its near-completion, Alumaxis was murdered in his sleep by clerics of Orcus, thus ensuring the secrets of this place stayed within the clergy. Alumaxis is now the knight gaunt in **Area 3D-9**. Surrounding the base of the statue are several desiccated and moldering bodies; several of these rise as **cadavers** if commanded by the cadaver lord on the pulpit (**A**).

Cadavers (6): HD 2; **HP** 12, 7x2, 4, 9x2; **AC** 6[13]; **Atk** 2 claws (1d4 plus disease) and bite (1d6 plus disease); **Move** 6; **Save** 16; **AL** C; **CL/XP** 4/120; **Special:** disease (1d4 points of additional damage, save resists), reanimation (regenerate 1 hp/round when reduced to 0 hp). (***The Tome of Horrors Complete*** 79)

Treasure: The statue of Jeravix is an amazing architectural feat. Formed form a single massive piece of granite, the statue would be worth hundreds of thousands of gold pieces to a collector of religious or historical objects (Referee to determine suitable price for the campaign), but the statue is 20ft tall, and weighs in excess of 50 tons. If it could somehow be moved out of this place, it would be a king's ransom! It has no magical powers.

E. Priest's Closet

This small, 15ft by 15ft room contains various hooks and racks to store clothing. Several clerical vestments are still here (4 complete sets of vestments, 1d6 other pieces) in serviceable, if outdated, shape. If the party dons the clerical robes, the cadaver lord at the pulpit (**A**) is confused for 1d4 rounds before he summons the other cadavers. The shadows feel the living energy of the characters, and attack normally.

Hidden in a small cubby, behind a false door in the NE corner, is a *+1 heavy mace*, kept by the clerics in case of emergency.

F. Priest's Closet

Similar to **Area 3D-1E**, above, this small closet was used to house the clerical garb of the priests of Orcus sequestered here. This room is bare, however a few broken bits of furnishings and scraps of clothes are

still here. A former acolyte of Orcus is bound here; a helpless **strangling ghost**. Driven mad by his years of solitude (he cannot leave this room, unless locked in a stranglehold; if the hold is somehow broken, it retreats to the room), he attacks any living being that enters.

Strangling Ghost: HD 5; **HP** 22; **AC** 0[19]; **Atk** strangulation (save or die in 1d4+1 rounds); **Move** 0 (fly 12); **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** magic resistance (50%), magic or silver weapon required to hit, strangles (if hit, save or die in 1d4+1 rounds). (***Monstrosities*** 190)

Area 3D-2: The Faces of Fear

The southern door to this room is highly adorned with symbols and sigils of intricate design. A magic-user of 5th-level or higher recognizes that there is a *symbol* spell inscribed upon the door, although determining the type of symbol is impossible. Most of the runes and sigils are a *permanent phantasmal force* designed to distract thieves and magic-users. However, there is a functioning *symbol of fear* inscribed on the door, designed to trigger if the door is opened. The symbol affects everyone in the 20ft by 30ft hall directly south of the doors. The door itself is unlocked.

Opening the door, the party immediately sees another door directly across from the first. Flanking the door are two translucent figures, wearing flowing robes of dark green over incorporeal chain mail. These beings are **2 fear guards**, and they attack anyone entering the room.

Tactics: The fear guards were former temple warriors, bound to this place after death. One of the guards begins combat by casting *darkness* at the doorway, ensuring characters that are out of the room do not know what's happening inside. The other guard engages armored foes first, using its incorporeal touch and *fear* abilities.



Fear Guards (2): HD 4; **HP** 22, 17; **AC** 5[14]; **Atk** incorporeal touch (1d6); **Move** 0 (fly 12); **Save** 13; **AL** C; **CL/XP** 6/400; **Special**: create spawn, fear aura, magical abilities. (***The Tome of Horrors Complete*** 239)

Magical Abilities: 2/day—*darkness 15ft radius.*

Area 3D-3: Unholy Font

This room contains a large (un)holy water font, a basin filled with clear fluid. The font itself is a monstrous-looking affair; an ancient, filth-encrusted column rises 3ft, with formed tendrils that wrap around the basin holding it like an inverted octopus, the entire structure oozing some unusual ichor or slime. The rest of the room is barren and dusty, but there is no debris.

The font is actually an **undead mimic**, a hideous creature that wandered into this place as a normal variety of mimic, and replaced the existing font, thinking to trap petitioners when they came to gather some of the water. The mimic waited so long, and was eventually infused with so much dark energy, when it perished from starvation it transformed into this undead version. The mimic does not need to eat, but it relishes any chance to drain souls from victims, and if roused it will fight to its destruction.

There is no treasure in the room.

Undead Mimic: HD 7; **HP** 35; **AC** 6 13]; **Atk** slam (2d6 plus adhesive); **Move** 2; **Save** 9; **AL** C; **CL/XP** 12/2000; **Special:** constrict, immune to acid, soul drain, weeping discharge (save or become stuck to the mimic). (***The Tome of Horrors 4*** 147)

Area 3D-4: Scriptorium

A collection of heinous scrolls detailing the clergy of Orcus are stored here. Several shelves worth of scrolls and books may be found. A few random diaries are also mixed in with the religious texts, giving spars details of life in and around Tsar (Referee's discretion how much information, if any, to provide).

The former collector of these scrolls, an injured soldier and neophyte acolyte of Orcus, was slain in here by a rival over hierarchy in the lower orders of the clergy. Maintaining his soldier's sense of duty towards his collection, the acolyte rose eventually rose from death as a **guardian cimota**, forever tasked to guard these scrolls. If anyone touches or harms anything in the room, the cimota materializes and attacks without quarter.

Guardian Cimota: HD 8; **HP** 39; **AC** 4[15]; **Atk** 2 scimitars (1d6+1 plus 1d6 negative energy); **Move** 0 (fly 24); **Save** 8; **AL** C; **CL/XP** 11/1700; **Special:** darkvision 60 ft., immune to cold and electricity, sense life (all living creatures within 60ft), unholy existence (reforms 1d6 days after destruction). (***The Tome of Horrors 4*** 36)

Equipment: 2 scimitars.

Treasure: The books and scrolls can be a treasure in themselves; the Referee should determine how much information about the clergy of Orcus and the city of Tsar they would like to give out. In addition to the mundane texts, there are a number of magic scrolls mixed into the jumble (roll 1d6 every 10 minutes of searching to determine what is found: 1–*scroll of cure light wounds*; 2–*scroll of sticks to snakes*; 3–a book containing the spells *bless, continual light, and commune*; 4–a scroll of very decorative calligraphy (worth 25gp to a collector); 5–a small statuette of a blackened hell hound (in actuality, a *figurine of the onyx dog*); 6–a series of 12 diaries detailing a merchants encounters in a city named Izamne, a deep underground city (Referee to determine exact details of the journey to Izamne; the city is detailed in **Frog God Games'** the ***Cyclopean Deeps: Volume I***). Each item can only be found once.

Also, if the characters search through the titles, and make a secret doors check, they find a folio written in an ancient dwarven script (either a dwarf, a thief with a successful read languages check at –40%, or a magic-user with *read languages* can decipher it) that details the workings of the

pillars on **Level 2C**, **Section 3** (read or paraphrase the **"To Everything (Turn, Turn, Turn)" Sidebox**, near **Area 2C-27** on that level).

Area 3D-5: Prison of Agla-Rolsh

This grand hall was originally used as a library or study of some kind. Scraps of parchment, bits of leather, and splinters of wood suggest there were several tomes stored in here at one time. What became of these items is unknown. Two large pillars in the northern half of the room still glow softly, offering a comfortable illumination perfect for reading. The southern portion of the room is much larger, and seems to be completely clear of any debris. Characters making a secret doors check will notice a solid line of silver imbedded in the floor, stained and tarnished with grime and dust.

What the characters probably do not see is the invisible form of **Agla-Rolsh**, a djinni that has been trapped in the silver triangle for a very, very long time. Agla-Rolsh was a traveler of the planes of existence, and other dimensions and times. He is very intelligent, and can converse expertly on any subject he chooses. He was investigating the "new excavation" here many years ago when it was being built, when a magical mishap caused him to be trapped in a powerful magic-user's experiment. Once the magic-user realized what had happened, he wisely left these premises, surmising that when the djinni escaped, he would be none too happy.

Agla-Rolsh spends all his time invisible, and speaks with the kobolds in **Area 3D-6** to bring him news of the surrounding dungeon happenings. Unfortunately, the kobolds have only ventured north as far as the hallway to **Area 2C-20**. The acid stench in **Area 2C-19**, was bad, but finding trolls beyond the door was too much! The chute to **Level 1**, **Area 1D-9** has proved too challenging to climb the full length of, so they have abandoned that. Exploration to the south, and through the Piercing Cavern has been a little more noteworthy. The kobolds know there is activity beyond the door at **Area 3D-2**, although they quickly fled that place. Excursions further east have determined there is possibly a way out of this level at **Area 3D-8**, if they can figure out how to climb up the pit trap, and they haven't been brave enough to try the doors at **Area 3D-9** or **-10** yet. Agla-Rolsh does not know about the influx of Tsathogga worshippers yet; they came after he was bound here. He does know that the temple at **3D-1** was at one time very important, and he knows about the pillars on **Level 2C**, but not what the statues at **2C-26** open.

While bound, Agla-Rolsh cannot leave the triangle. No amount of damage or scratching at the silver has freed him yet. His magical abilities are intermittently able to pass over the silver, so he has a 30% chance to affect someone outside the silver triangle. If anyone is brave enough to walk over the triangle, he is fully capable of unleashing the full weight of his power.

To free the djinni, the characters need the *bronze key*, found in **Area 3D-9**. If the party finds the key, and gives it to Agla-rolsh, the djinni is finally able to escape his long imprisonment. If the party has been pleasant and humble in speaking with him, he may grant them a small boon (knowledge of the Tunnels, or the answer to some otherworldly esoteric question; Referee's discretion). If they have been rude, or taunted him in any way, he immediately attacks the party, attempting to slay or subdue some to take as slaves.

Agla-Rolsh, **Djinni: HD** 9+3; **HP** 62; **AC** 5[14]; **Atk** fist (2d8); **Move** 9 (fly 24); **Save** 6; **CL/XP** 12/2000; **Special:** magical abilities, whirlwind.

Magical Abilities: at will—*gaseous form, invisibility*; 3/day—*create food, create water*; 1/day—*hallucinatory terrain*, *limited wish* (creates wooden or cloth items permanently; metals last 1d6 hours; cannot be used for other wishes).

Area 3D-6: Kobold Cavern

This natural cavern is the home of a tribe of kobolds that have been cut off from escaping the level. How or when they got here is unknown, but they fear running into the other denizens of the dungeon enough to refuse



to leave. There are **12 males** and **16 females**, with **8 non-combative younglings**, led by **Kurrick**, a rather wily and intelligent kobold. Kurrick has negotiated with Agla-Rolsh to be his eyes and ears in the dungeon, with the understanding that the djinn will not wholesale slaughter the kobolds should he ever escape.

Kurrick sends squads of kobolds out to investigate the dungeons, but has hit a few limits (see **Area 3D-5** for an explanation of the kobolds excursions). He deeply wants to investigate the dungeon past the door at **Area 3D-2**, and at **3D-10**; for some reason, they just can't get past their fears in those places.

There is a dark spot high up on one wall in the west, the end of a chute that leads upwards to **Level 1**, **Area 1D-9**. The chute is tricky to negotiate, being at a 60 degree angle. A thief can attempt the climb, but it is nearly 200ft up. Falling while climbing results in 1d6/2 points of damage per 50ft ascended, due to the slope of the chute cushioning the fall.

Kobolds (28): HD 1d4hp; **AC** 6[13]; **Atk** weapon (1d6); **Move** 6; **Save** 18; **CL/XP** A/5; **Special:** none.

Kurrick, Kobold Leader: HD 1; **HP** 6; **AC** 6[13]; **Atk** spear (1d6); **Move** 6; **Save** 17; **CL/XP** 1/15; **Special:** none.

Equipment: spear, loincloth, 1d6cp.

Treasure: The kobolds have managed to amass a few items they treasure (others may not); a broken ceremonial breastplate which was part of a noble's suit of plate mail (useless, but a historical piece; it might be worth 25gp to an antiquities collector); 7 yards of fine but stained woolen cloth (currently worth 5gp per yard, cleaned of stains it might fetch 15gp per yard); 32 functional arrows; 12 filthy backpacks; 77ft of hemp rope in various lengths (nothing longer than 10ft); 3 crystal vials (each worth 5gp); a *+1 heavy mace* with a tattered handgrip, the entire thing covered

in dried blood; and 2 strangely-colored vials (*potions of extra-healing* and *gaseous form*, respectively).

Area 3D-7: The Piercing Cavern

This cavern is thick with stalactites, the 40ft ceiling covered with them like the fangs of some huge beast. The kobolds are convinced that that cavern is populated with piercers, but that is not the case. The entire cave is a rare mineral deposit, of granite-like stone but with other strange mineral qualities, such as being extremely hard but very brittle. A dwarf will be able to tell the unique nature of the stone.

Due to the unique qualities of the stone, occasionally stalactites or random pieces of the room crumble off when certain vibrations occur. It is impossible to determine what will cause the ceiling stone to drop, which is why the kobolds are extremely cautious when coming through here. If the party moves through this cavern, every 10ft they travel requires the Referee to roll to determine if the ceiling comes down on them. On a roll of 1 on 1d6, a portion of the ceiling falls, and a second 1d6 must be rolled. On a roll of 1–2 a simple stalactite falls, causing 1d6 points of damage (no save). On a roll of 3–5, a 5ft chunk of the ceiling comes down, causing 4d6 points of damage (save for half damage). On a roll of 6 on 1d6, a major collapse happens, causing 8d6 points of damage (initial save for half damage; secondary save or pinned under the rubble, can be dug out in 1d4 man-hours). Spells such as *silence 15ft radius* do not alter the chance of the ceiling collapse, it seems that only vibrations in the stone make a difference. A thief with a successful Silent check can move without disturbing the stone. Combat has a 50% chance each round to cause a ceiling drop (determine randomly where the stones fall during combat).

Once stone falls from the ceiling, it shatters into shale-like debris, making quite a mess. The unique qualities have caught the attention of a **xorn** that loves the shale fragments, but is too lazy to break the stone up himself. There is a 1 in 8 chance that the xorn appears any time the party is traveling through the cavern. If the party is engaged in combat, and the xorn happens to appear, he then has a 5 in 8 chance of appearing when the party crosses the cavern (he's watching).

Xorn: HD 7; **HP** 40; **AC** –2[21]; **Atk** 3 claws (1d3), bite (4d6); **Move** 9; **Save** 9; **AL** N; **CL/XP** 9/1100; **Special:** half damage from electricity, immune to fire and cold, travel through stone. (***Monstrosities*** 521)

Area 3D-8: Death from Above

This horse-shoe shaped area seems like just an odd architectural exercise. The true nature of the area is not apparent unless secret doors are checked for *on the ceiling*, 15ft overhead. The secret trapdoor is unusually well-concealed (+1 on die rolls), and leads to **Level 1**, **Area 1D-21**.

Area 3D-9: The Pyre

The end of this long hallway is tinged with the smell of smoke. As the party approaches the iron door at the end of the hallway, they will notice a slight rise in temperature, a nice warm feeling. The door itself is warm to the touch, as a stove warming up might be. There is a large and imposing-looking lock in the center of the door, and it feels solid and impassible. The lock is, in fact, a normal lock, and is not trapped.

Inside the room, read or paraphrase the following:

> As you open the door, you see before you a blazing bonfire, a large conflagration in the center of the room. It appears to be a pyre of some sort, smoldering, but occasional small licks of flame jump and dance along its mass. The room is smoky, and smells of strange incense. The smoke is not too thick to see, and several amphora and boxes line the bit of back wall that can be seen from the doorway.

This is the last resting place for the former captain-of-the-guard-turned-architect, **Alumaxis**. A good soldier to the end, Alumaxis volunteered for the role of leader of this building site when he understood it would further the reach of Orcus in the world. What he didn't know was the depth of deceit in the ranks of his "advisors". As a man used to facing foes head-to-head, he did not see the treachery of the clergy until it was too late. To cover any evidence of their assassination, the clergy ordered this pyre built to honor their fallen "leader". The captain's body was laid to rest atop the bonfire, and he was immolated. Unexpectedly, the fire never burned itself out; it smolders even to this day, wafting smoky tendrils to remind the very stones of the dungeon what happened here.

Alumaxis himself was not fully consumed by the flame. He regained his material body after being scorched, and returned to the mortal realm as a knight gaunt, an undead horror normally created when a paladin falls in righteous combat against Chaos. Orcus himself found the humor in returning his soldier to the field in such a form.

Alumaxis retains his soldier's training and knowledge of tactics. He is no fool, and uses the room and terrain to his advantage. The smoky conditions are not enough to affect combat, but 6 of the 12 amphora along the back wall are filled with lamp oil; Alumaxis uses these as missiles or breaks them to create a barrier so the party cannot reach him while he peppers them with his arrows. If he needs more time to defend himself, he begins throwing treasure at the party, on the fire, etc. to distract them. He fights to his destruction.

Alumaxis, Knight Gaunt: HD 4; **HP** 22; **AC** –1[20]; **Atk** *+1 longsword* (1d8+2 plus bleeding) or *+1 longbow* x2 (1d6+2) or 2 claws (1d4 plus bleeding); **Move** 9; **Save** 13; **AL** C; **CL/XP** 10/1400; **Special:** +1 bonus to attacks and damage (damage bonus included above), bleed (additional 1d4 points of damage until wounds bound or cure spell applied), magic resistance (15%), resists cold (half damage), smite Lawful (1/day—double damage on successful hit to Lawful creature). (***The Tome of Horrors 4*** 129)

Equipment: plate mail, shield, *+1 longsword*, *+1 longbow*, 15 arrows, unholy symbol of Orcus.

Treasure: Along the southern wall there are 12 lavishly decorated amphora, 4 crates, 3 chests, and 9 boxes roughly 1ft square. As noted above, 6 of the 12 amphora are filled with high-quality lamp oil (each burns twice as long as normal oil, is worth 250gp per amphora, contains the equivalent of 50 flasks, and weighs 60lbs). The other amphora are filled as follows:

#1 contains 25lbs of multi-colored sand (no matter how much the sand is mixed, it always keeps its color layers separate, strictly a novelty, worth 125gp to a collector)

#2 appears to be filled with copper coins. In reality, there are 25cp atop a wax-sealed stopper. If the stopper is removed, poisonous gas fills a 20ft by 20ft area in 1 round (save at +1 or die)

#3 is filled with 10 gallons of fine wine (worth 200gp to a collector or restaurant)

#4 is filled will rolled scrolls and parchments. If each scroll is taken out and examined, they are 13 *scrolls of cure light wounds*.

#5 contains 12 silver-tipped arrows, 13 normal arrows, and 1 black-fletched, silver engraved arrow (an *arrow of direction*).

#6 is filled to the top with desiccated shrunken heads. At the bottom of the container, is a disgusting, stained bag. The bag radiates magic, and seems to all tests to be a *bag of holding*. It is actually a *bag of devouring*, and any items placed in the bag disappear after 1d4+1 hours.

Area 3D-10: Hall Monitor

The door to this room has odd scratches in the face of it. Upon closer examination, the scratches are actually words etched into the surface: *no open door*

Should the party not heed the warning, and open the door (it is unlocked), they see a 30ft by 40ft room, with piles of dirty straw along the eastern and western walls, with a narrow pathway leading through the

center of the room to another door in the northern wall.

Laying atop the straw is a gargantuan sight, a very large troll sits up in the straw, and slowly begins pulling itself upright. As it stands, the party notices its flesh is torn and pulled-away in unnatural fashion, and as it lumbers forward, an eyeball pops out!

This beast was a former guardian of the path to **Level 3D**, **Section 2**. After most of the living inhabitants died, the troll starved to death. The power of the chapel kept the beast from entering the afterlife, so he is confined here as an **undead troll**.

Undead Troll: HD 9; **HP** 53; **AC** 5 [14]; **Atk** 2 claws (1d6 plus disease), bite (1d8 plus disease); **Move** 12; **Save** 6; **AL** C; **CL/XP** 11/1700; **Special:** darkvision 60ft., regenerate (3 hp/round), rend, resist cold and fire (half damage). (***The Tome of Horrors 4*** 224)

Treasure: Buried in the straw at various places are the items and equipment form previous trespassers. There are 2 suits of battered but functional plate mail, 3 suits of chain mail, 2 bent shields (useless), 1 normal shield, 6 longswords, 2 two-handed swords, 3 heavy maces, 2 flails, a *+1 shortbow*, 87 arrows, a *+1 dagger*, 4 cracked staves, various broken sticks (completely broken magic wands and staves), shattered glass (broken potion vials), 2 *potions of healing*, 1 *potion of invisibility*, 6 backpacks, 268ft of rope, 3 hammers, 12 iron spikes, 17 torches, and 342 gp in various loose coinage.

Area 3D-11: The Black Hole

Just beyond the troll guardian at **Area 3D-10** is a short hallway leading to a stone door tightly set into the end of the hallway. The door is not locked or trapped. Opening the door leads into a 30ft by 40ft room, with another stone door set into the eastern wall. Directly in front of the eastern door is a 10ft by 15ft black oval on the floor, and in the northwestern corner is a large, black sphere. Closer examination of the oval reveals it to be a large painted spot, nothing more. The floor-oval is simply a distraction, as the black sphere is an **ebon ooze** that rolls forward to attack! There is no treasure in the room. The door leads to **Level 3D**, **Section 2**, **Area 3D-12**.

Ebon Ooze: HD 8; **HP** 55; **AC** 6 [13]; **Atk** slam (2d6 plus 2d6 acid); **Move** 9; **Save** 5; **AL** C; **CL/XP** 10/1400; **Special:** acid, immune to acid and disease. (***The Tome of Horrors 4*** 162)

Level 3D, Section 2: The Tunnels of Terror

Level 3D, Section 2

Difficulty Level: 8–11
Entrances: Hallway from **Level 3D**, **Section 1**, **Area 3D-11**, leads to **Area 3D-12**. Small (and not so small) natural fractures in the rock surrounding **Area 3D-23** allow small vermin into the level.
Exits: Hallway between **Areas 3D-21** and **3D-22** contains a secret door to **Level 4.**
Wandering Monsters: There are no wandering monsters in this section. Any normal rats discovered here are spies for **Kenard** in **Area 3D-20**.
Detections: Strong evil detected everywhere.
Shielding: None.
Standard Features: All non-cave areas have white, 2ft square tiles covering standard dungeon walls and ceilings, as well as over all the floors. Doors and secret doors are standard as well unless noted. The ceilings of cave areas are free of stalagmites and stalactites. Walls, ceilings and other features on this level are dry. All rooms have at least a moderate amount of light from some unseen radiance, unless noted.

Area 3D-12: Entrance

A massive 10ft tall stone door greats the party as they enter this section of the dungeon. Carved into the door are bas-reliefs of angels, cherubic faces covered in smiles, and various images reflecting light and hope. This is a stark contrast to the rest of the dungeon the party has encountered so far. Perhaps things are about to get easier? Hahahahahahaha…

As the party enters, the see a large 60ft hexagonal room beyond the door. Hanging cobwebs and a thick layer of dust greets the party. From first inspection, the room seems to have been abandoned for years. Doors in the north, east, and southern walls are immediately visible, as there are no furnishings or embellishments in this room whatsoever.

As soon as a character enters the room, he or she must make a save. The dusty, unkempt appearance of the room is a powerful illusion; the actual room is spotless, white tiles 2ft square, covering all surfaces. There is a bright-but-not-too-bright illumination coming from some undefined source. Located in the center of the tile floor is an inscription in a cramped, rigid script:

"*Death Awaits beyond the Door*"

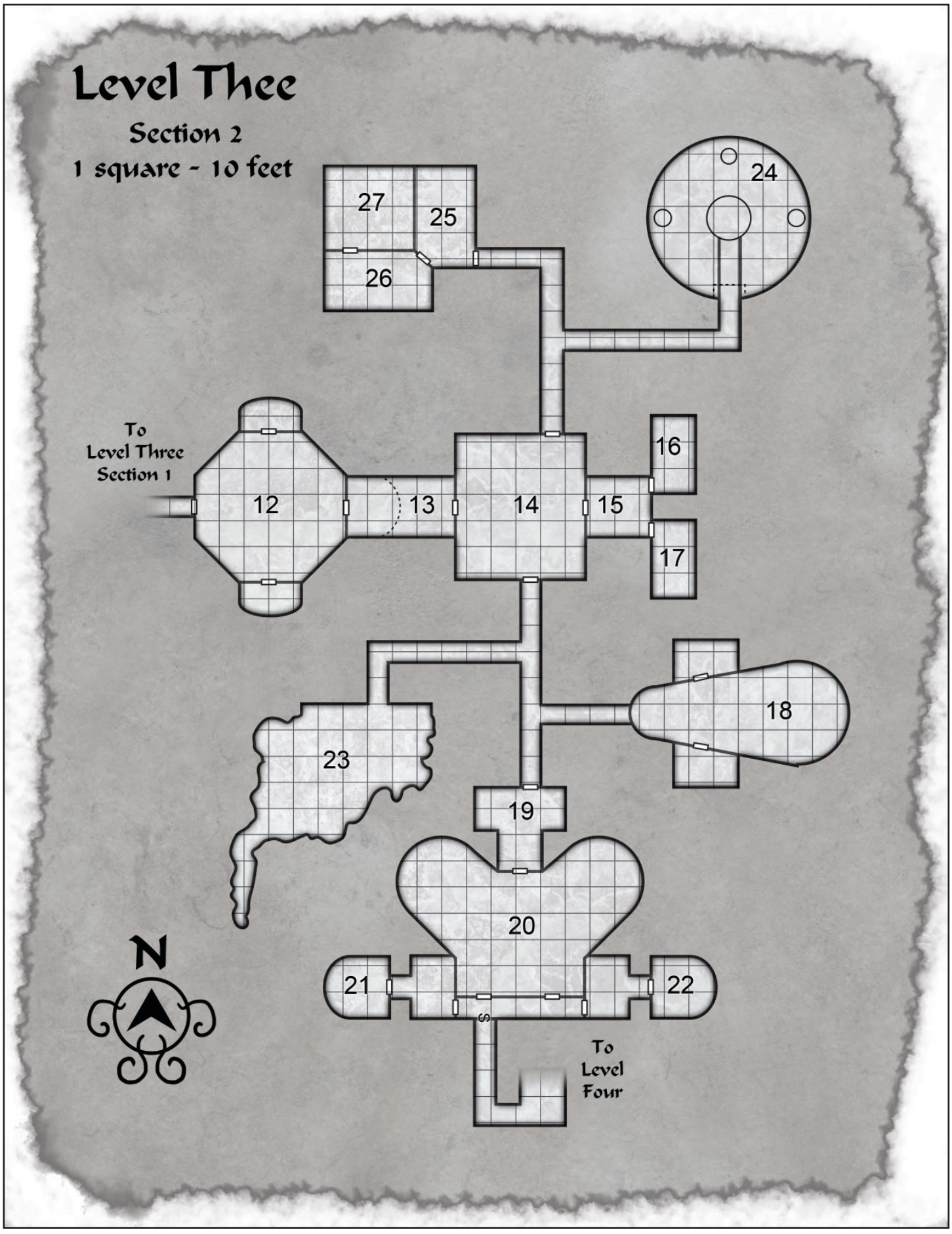
The inscription is carved into the tiles, and upon close inspection, there is the slightest coppery staining in the tiles.

The northern door is a large 10ft tall by 5ft wide slab of copper sheeting over oak, with silver and iron rivets. Runes cover the entire copper surface, and a magic-user of 6th level or higher realizes these are warnings of dire evil and necromantic power. The door is locked. If the party bypasses



the door, they discover a 20ft by 20ft hemispherical room, covered in disgusting fluids and small bits of flesh. The reason for these leavings is the enormous 8ft tall **hulking brute** shuffling along the back wall, stiches protruding from and juices oozing out of its body. As soon as the door is opened, the brutish thing turns its head towards the door, and moves *quickly* towards the party!

Necromantic Golem: HD 11; **HP** 55; **AC** –1[20]; **Atk** 2 slams (2d6 plus 1d6 negative energy); **Move** 12; **Save** 4; **AL** N; **CL/XP** 18/3800; **Special:** enervating ray (30ft by 5ft ray; lose 2d4 levels, a successful save loses 1d4 levels), immune to most magic, rejuvenation (heal 1 hp per hour), unholy blast (every 1d4+1 rounds; cone 40ft long and 20ft wide; 6d6 points of damage, save for half). (***The Tome of Horrors 4*** 109)


Level Thee
Section 2
1 square - 10 feet
24
27
25
26
To
Level Three
Section 1
16
12
13
14
15
17
18
23
19
20
N
21
22
To
Level
Four

Tactics: The golem is short on brains, so its simple tactic is to crush the party. As it comes out of the door, it looks towards the largest group of beings, and unleashes its unholy blast to soften them up, then it leads with big, meaty fists. If the golem is solidly struck by an opponent, it uses its enervating ray to drain the life-force out of that target, and concentrates attacks until that character is dead. It fights until no targets remain in the room, and does not pursue if characters flee back to **Section 1**.

The southern door in this room is a solid iron affair; 8ft tall and 4ft wide worth a fair amount for it metal value alone (a blacksmith might give 1000gp for it, but it weighs in excess of 2 tons). Again, this door is covered in glyphs and runes, and a magic-user over 6th level recognizes some of the runes as dealing with chilling cold and deathly frost. This is a ruse, as the door is both locked and trapped. The trap on this door is activated if it is opened, and a massive fireball detonates centered on the script in the center of the room. Due to the height of the domed ceiling (10 ft. at the walls reaching up to approx. 15ft at the apex) and the shape of the undulations, the fireball engulfs everyone in the main room, for 8d6 points of damage, save for half.

The western door leads into the main complex, beyond the unusual ward the party will notice as soon as they open the door to **Area 3D-13** (the garlic).

Area 3D-13: Arc of Garlic

As the party exits the first chamber, they notice an interesting sight in the 20ft wide by 50ft long hallway. Roughly halfway down the hall is a semi-circular portcullis barring further egress. What is odd about it is that all the bars are covered, floor to ceiling, with garlic. Strings, cloves, and various bits and pieces are strung all up and down the metal bars, creating an awful stink. How these sprigs of garlic have stayed as fresh as they are is a mystery. The portcullis is a normal one of its type, and can be bypassed with a normal bend bars/lift gates check. The door beyond the portcullis is plain and unadorned, but it is locked.

Area 3D-14: Towering Inferno

This 50ft by 60ft room is covered in straw, broken furniture, bits of paper, and a slightly slick fluid coating the floor. There are 2 doors visible in the room, one to the north, one halfway down the eastern wall, and one in the south. The door to the east is trapped with an exploding fireball trap (4d6 points of damage, save for half; ignites oil on the floor, see below)

Shambling around in the northwestern, northeastern and southeastern corners of the room, are several bipedal, man-sized figures in tattered robes, hoods drawn down over their faces. When the characters enter the room, they begins to shuffle their way towards the party.

The figures are **16 pyre zombies**, 4 in the northwest corner, 5 in the northeast, and 7 in the southwestern corner.

If it is not obvious to the characters (hopefully, they player's don't know these creature's nasty power), they may rush forward to engage the zombies as soon as they realize there are "unfriendlies" about. The pyre zombies have a very special and terrible power; when struck by a melee weapon, they burst into flame. While this is bad enough, the zombies are in what amounts to a giant tinderbox. If a zombie is struck with a melee weapon in here, the entire room bursts into flames the next round, the flames racing from whichever corner the zombie was struck in. Thick black smoke fills the chamber on the third round, reducing visibility to 5ft (at most). The characters can flee out the door they came in, and if shut it blocks most of the smoke, but there is still some that leaks out from the door, and the hallway containing the Arc Of Garlic fills in just under 30 minutes (Ah, smoked garlic smell! Yum!)

If the characters stay in the smoke to fight, give them a save each round to avoid smoke inhalation; after round one, add a –1 penalty to the save each subsequent round. Eventually, staying in this room means asphyxiation. The zombies, now skeletons, are immune to the flames, and fight on as long as a living person is in the room.

Pyre Zombies (16): HD 2; **HP** 10x5, 6x2, 7x3, 8x5, 11; **AC** 8[11]; **Atk** strike (1d8); **Move** 6; **Save** 16; **AL** N; **CL/XP** 3/60; **Special:** immune to sleep and charm, immolation. (***Monstrosities*** 532)

Treasure: If the party somehow manages to search the room without it becoming an inferno, there are a few items scattered about in the debris. On a roll of 1 on 1d6, the party can find any of these items (Referee to determine how many times any particular item is found): 1d6x10gp (still available after the fire, but melted into a globular shape; a gemcutter may purchase for 25% of value); a bag with 125sp (still available after the fire, but melted into a globular shape; a gemcutter may purchase for 10% of value); 3 gems worth 50gp each (unscathed by the fire); a *scroll of protection from undead* (destroyed by the fire); *potion of flying* (destroyed by the fire); 4 *+1 arrows* (unharmed by the fire); 2d10 normal arrows (destroyed by the fire).

Area 3D-15: Armory

The door to this 10ft by 10ft room, from **Area 3D-14**, is trapped (see **Area 3D-14**, above). The room itself is filled with the various odds and ends of an armory. Bits and pieces of armor, parts of weapons and the like litter the room in a haphazard manner. Characters searching through the debris can find 1d6 serviceable bowstrings, 4d4 arrows, 1d3 short swords, and 1d6 other assorted serviceable weapons.

The door to **Area 3D-16** is locked and trapped with a poison needle trap (save at +1 or die). The door's lock is stout, and has a –15% penalty to Tasks checks to open it.

Area 3D-16: Odd-itorium

This small, 10ft by 15ft room is filled with various items arranged on floor to ceiling shelves. Several taxidermied rats, snakes, and other small animals line the shelves, and one of the larger varmints has a *luckstone* installed as an eyeball. The entire bottom shelf of the northern wall is home to 8 dusty left boots. These are actually *boots of tromping* (**Appendix**), and still retain their magical abilities. An additional eye-catching item is a beautiful ebony and mother-of-pearl chessboard (all the pieces are missing; worth 130gp). Many of the other items in the room are mundane, if not oddly collectable. The party could gather up 150lbs of items and sell them in a medium-sized city for 1500gp, if they had a week in town.

Area 3D-17: Miscellaneous Equipment

This room is filled with old, but most of the inventory is fully functional equipment. There are barrels full of rations (long since spoiled), crates of other foodstuffs (also spoiled), and two small kegs of wine (now vinegar). There are 2 large boxes full of random cloaks, robes, boots, belts and assorted clothing (enough for 6+1d6 man-sized people), 1d6 of each of the following items: empty large sacks, shovels, 10ft poles, tents, hammers, and grappling hooks. There are 10d10 spikes, 5d6 torches, 1d4 silver mirrors, 1d6 grappling hooks, and a large pile of rope coiled up in a corner. The rope is, of course, a **rope golem**, and attacks when the party least expects it.

Rope Golem: HD 5; **HP** 27; **AC** 7 [12]; **Atk** 2 slams (2d6); **Move** 6; **Save** 3; **AL** N; **CL/XP** 13/2300; **Special:** immune to magic, strangulation, vulnerable to fire. (***The Tome of Horrors Complete*** 296)

Area 3D-18: Bubbles!

This smooth-tiled room has extremely bright illumination (any creatures affected by light take an additional –1 penalty), and has no sharp angles. The entire room looks to have been created from some mad non-Euclidian geometry, with warping, undulating walls and ceiling, like a large jellyfish left pulsing on a shore. Floating in the air,

along the ceiling and bumping into the walls, are 12 spherical shapes with a chitinous-looking shell. What these are is difficult to determine, the ambient light casting a glare that makes looking at the spheres so close to the walls almost painful.

If the party approaches for a more careful examination of the spheres, they notice that they are actually clear, much more like bubbles than anything else. The chitinous appearance is the diffusion of the walls coming through the bubble. In the center of the room, is a large sphere, apparently made of white marble swirled with light greys and blues. Touching this sphere revealsthe truth; a rather enraged **air elemental**, held in a stasis field, is now free! The air elemental wastes no time in forming a whirlwind that throws the **12 clear gas spores** around the room. Each person in the room must make a saving throw or be struck by a gas spore as they spin and whirl about the chamber. The spores are not harmed by bumping into the walls of the room (having no corners to impede them), and the room acts as a focus to toss them about wildly. Each round a character is in the room, there is a 2 in 6 chance they are struck by a spore (no to-hit roll needed), with a resulting explosion.

There are 2 secret doors in the room, one in the north wall and another to the south. The 15ft by 10ft chamber beyond the northern door is accessed by sliding the secret door down into the floor. The room is filled with a fine yellow sand. The sand is harmless, unless the air elemental uses its whirlwind ability. If the door is down, and the elemental is freed, the sand whips around the room scouring anyone with exposed flesh; only metallic armors are protection against the sand-blasting. Any character in non-metallic or non-magical armor are blasted for 1d6 points of damage per round they stay in the room with the active elemental. The door to this northern room stays in its recessed state for 1 hour.

The southern secret door is locked, and sealed with wax. Opening the secret door reveals a floor entirely covered with smoldering, burnt material, kept hot by some unseen source. The heat wave opening the door is incredible. If the air elemental is active when the door to the southern room is open, it creates a backdraft situation; any characters in the western half of the room are blasted with fire as the smoldering embers burst to life. Each characters takes 8d6 points of damage, and any flammable items are instantly engulfed.

Gas Spores (12): HD 1d4 hp; **AC** 9[10]; **Atk** touch (disease); **Move** 0 (fly 3); **Save** 18; **AL** N; **CL/XP** 4/120; **Special:** attacks as 3HD monster, causes disease, explodes. (***Monstrosities*** 187)

Air Elemental (8HD): HP 47; **AC** 2[17]; **Atk** strike (2d8); **Move** 0 (fly 36); **Save** 8; **AL** N; **CL/XP** 9/1100; **Special:** whirlwind.

Treasure: Buried under the sand in the northern room is a small pirate's chest. It is locked, and trapped with a poison needle trap (save at +1 or die). In the chest are a *decanter of endless water*, a *potion of flying*, a *scroll of protection from undead*, a *ring of fire resistance*, and a set of skeleton-headed keys that open all the locked doors on **Level 3** (both sections).

Area 3D-19: The Lesser Servitors

This T-shaped chamber reeks of filth and decay. There are 6 caskets in differing states for disrepair. It looks like the entire room has been ransacked, complete with the molested corpses strewn about the room. However, 3 of the bodies (actually **wights**) lurch up and stalk towards the party.

Wights (3): HD 3; **HP** 12, 10, 7; **AC** 5[14]; **Atk** claw (1hp plus level drain); **Move** 9; **Save** 14; **AL** C; **CL/XP** 6/400; **Special:** +1 or silver weapons needed to hit, drain 1 level with hit.

Treasure: Thrown about the room are several excellent weapons. A *+1 dagger* is embedded in one of the caskets; a silver-encrusted heavy mace is thrown back by the southern door (besides its value as a weapon, it could fetch 250gp in a market); a *+1 shortbow* is laying on the floor in the eastern wing of the chamber (it is without a bowstring however); and a *+1 silver flail* is in the center of the room, under some debris (secret doors check to notice the item).



Area 3D-20: The Tragedy

This room was initially designed to be a receiving room for the nobility of Orcus. No gaudy accouterment has been spared; the walls are coated in gold flake, the 40ft ceiling is tiled in white marble, a soft but pleasant light emanating from some unknown source. Various tapestries hang along the walls, depicting great glories of Orcus; the demon-lord battling a giant, two-headed ape-like thing with tentacles; thousands of undead trudging through a fertile valley, only to have it wither at their passing; scores of vampires devouring an entire city's population; and one large landscape shows an entire legion of undead, laying siege to a metropolis. In all the tapestries, save one, Orcus is reigning supreme. The one odd tapestry our shows a triad of vampires stalking and intimidating a fair maiden, her fate all but sealed. If the party has encountered the feral vampires in **Area 3D-24**, the clothing of the figures in the tapestry is strikingly similar to the interred. Each of the tapestries is quite well done, and could command as much as 1200gp each (there are 16 tapestries in total) if a collector of the macabre could be found. Any Lawful church would grant the party 250gp for each tapestry, just to burn the foul items.

Shuffling along the perimeter of the rooms, robed figures appear as if they are admiring the tapestries, oblivious to the party. They do not react to the party unless attacked, in which case they all fly into a horrible frenzy and rush the characters. These are **12 brain-eating zombies**, and they are drawn immediately to spell-casters in the party.

Along the southern wall, in a mundane but comfortable chair, flanked by two doors, sits the **Warden of the Dead**, a former ranger and hero who chose to be infected with vampirism to ensure the feral vampires in **Area 3D-24** are never released from their prison. He holds a spear in one hand, and has a short sword in a scabbard at his hip. After a few moments, he rises and banters with the party. If talk turns to the brothers interred at **Area 3D-24**, he immediately flies into a rage and attacks the party.

Brain-eating Zombies (12): HD 3; **HP** 20x2, 11, 17, 13x2, 12x2, 18, 9, 20, 15; **AC** 8 [11]; **Atk** strike (1d8); **Move** 6; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** absorbs spells. (***Monstrosities*** 530)

Kenard, Vampire (9HD): HP 59; **AC** 2[17]; **Atk** *hateful spear* (1d8+1) or *spiteful spike* (1d6+1) or bite (1d10 plus level

The Tale of Three Boorish Brothers

In an abbreviated version of a long and tragic tale, the 3 feral vampires were brothers in life; terrible and loathsome louts that beat and stole from any who were weaker than them. One day, Judith, a fair and frail maiden, was travelling to meet her betrothed, Kenard, a ranger and protector of Good Hope Forest (as it was called, long ago by the local woodsman). She never made it, as she was set upon by the foul brothers. Rather than have a shred of kindness, and just kill her quickly, the brothers made sport of her torment. Eventually, Kenard discovered the abduction, and he raced to save his future bride, but when he found the trio of brutes and his love, it was far too late to save Judith. Unable to control his monumental rage, Kenard took spear and short sword to the brothers, unleashing all his hate and fury. So powerful was his retribution, the forest itself was shocked and outraged by the display. Kenard took days to dispatch the brothers, and in that time a powerful forest spirit, Aspen, came to the site. "This cannot go unpunished, Kenard. You are a good and lawful man. You did the wrong thing. You must atone for your own sins." And with that, the brothers rose, staggered about, and were cursed as vampires.

Judith, with her last few breaths, smiled to Kenard and said, "You know Aspen to be true. Stop this hateful action, Protect. It is what you do." "I will protect, Lady Judith. I will protect the land from such beings as those."

The brothers looked to each other, and fell upon the pair, their newfound bloodlust too overpowering to be ignored. As the pair fell to the foul vampires, Kenard's will kept him "alive" in a sense. He too rose as a vampire, able to overpower the brothers. After another titanic battle, Kenard subdued the brothers, and brought them to this temple during its construction. Forging a deal with the Orcusites, Kenard was allowed to inter the brothers in oubliettes designed specifically to contain vampires, as long as he stayed as a guardian of the entire dungeon level. And to this day, he has honored his promise to protect the outside world.

drain); **Move** 12 (fly 18); **Save** 6; **AL** C; **CL/XP** 12/2000; **Special**: +1 or better weapon to hit, charm gaze, drain 2 levels with hit, gaseous form, no coffin*, regenerate (3/round), shapeshift, summon rats or wolves.

Equipment: *hateful spear* (**Appendix**), *spiteful spike* (**Appendix**), locket (worth 50gp, contains scrap of cloth from a dress).

***Note:** As Kenard was not created like a normal vampire, he has no coffin. If he is reduced to 0hp, he is destroyed.

Treasure: The tapestries (listed above). The gold flake could be scrapped from the walls, and in 4d4 hours 50lbs could be gathered (worth 1500gp).

Area 3D-21: Reflection Room

A semi-circular 20ft by 25ft room, this was used as a reflection and meditation room by the original clergy. Abhorrent murals cover the walls, and a small shrine to Orcus is along the western curvature of the wall. Hidden under the shrine in a secret compartment (roll a secret doors check to discover), is a map of **Levels 2** and **3** of this complex. These would be quite valuable to a collector, as well as their intrinsic use to the party. They would command 300gp to a cartographer or collector on the surface.

Area 3D-22: Unused Space

This room, identical to **3D-21**, is filled with broken tiles, normal stone-working tools, and a few benches and tables at one time suitable for construction work. They have fallen to disrepair and rot, and break with any strenuous use.

Area 3D-23: Fractured Cavern

The original purpose of this cavern is lost to time. The northern wall is carved and partially covered with cut stone tile, but the other walls and ceiling are still rough natural stone. Whatever caused the stoppage of work here is unknown, but the fractured stone has fissure all through it ranging from a few inches to a few feet in width. Mundane insects, rats and other vermin occasionally crawl through the miles of underground fissures and end up in this room. Lurking in one of the larger fissures are **3 carrion claws**, ravenous as they have been here a while and cannot figure out how to get back to their nest. They attack immediately.

Carrion Claws (3): HD 6; **HP** 24, 33, 27; **AC** 7[12]; **Atk** 6 claws (1d6 plus grab), bite (1d4 plus paralysis); **Move** 15; **Save** 11; **AL** N; **CL/XP** 8/800; **Special:** darkvision 60ft, paralysis, vulnerable to magical light. (***The Tome of Horrors 4*** 30)



Area 3D-24: Dead Garden

Starting along the southern hallway leading to this room (from **Area 3D-14**), the walls and ceiling are covered in mirrored tiles. The mirrors cover the 70ft east-west hallway, and turn north to cover the remaining 25ft to a portcullis covered in strings and cloves of garlic, similar to **Area 3D-13**. The portcullis itself is extremely sturdy (requires 2 bend bars/lift gates rolls to raise), and remarkably, the garlic is still fresh (if quite overpowering). Beyond the portcullis the 70ft diameter cylindrical room has a domed ceiling starting 30ft up the walls and arching to a 50ft peak at the center. A ramp descends from the portcullis opening, descending 35ft to the cluttered floor below. The floor is covered in desiccated and dried flowers, their original type nearly indistinguishable. A druid or ranger can tell these were once fuchsia, honeysuckle, sage, and bottlebrush, long since their prime. Bushels of the dried flowers are strewn around the room, piled heavily at points directly north, east and west of the landing dais. Above, a strange, light humming can be heard from the dome ceiling,

with small darting shapes flitting to and fro in the distance.

The darting shapes are **undead hummingbirds**, a wicked and terrible creation. While not innately deadly on their own, there are several of the little pests in the dome (more than 2 dozen), and they attack creatures moving through the dried flower "garden" below.

Undead Hummingbirds (30): HD 1d4hp; **HP** 1 each; **AC** 3[16]; **Atk** 1 beak (1 plus bleeding); **Move** 1 (Fly 36); **Save** 18; **AL** N; **CL/XP** B/10; **Special**: attack as a 3HD creature, bleeding (1 point of damage per round until magically healed). (**Appendix**)

Tactics: The hummingbirds attack en masse, 2d6 of them attacking every round (spread out the attacks to all available targets in the room), and each of them striking for only a single point of damage. However, due to the nearly petrified beaks they possess, each of the wounds continues to bleed, only stopping from magical healing.

The 3 large piles of flowers cover convex iron vault-doors, firmly set into the stone floor. A large dial, looking much like a ship's steering wheel, is affixed to the doors. The dial is a trap, and any attempts to turn it results in a powerful shock (4d6 points of electrical damage). The doors can only be opened if 50hp worth of blood is poured upon the floor. The hummingbirds can do the job, potentially, in a few rounds. Once 50hp worth of blood falls to the ground, each of the 3 doors opens with a pressurized hiss. If a character lifts the door, they see what looks like a 3ft diameter well, stretching to an indeterminate depth (it's very dark, and is 200ft deep). Two rounds after the seal is broken, or if the party lowers themselves down the well, they are momentarily enveloped in a sickening, cloying miasma. The mist moves to the ground floor, where it coalesces into a brutish, pale humanoid shape. With a guttural roar of hate and starvation, the **feral vampire**, long imprisoned in the oubliette, attacks!

Feral Vampire Spawn (3): HD 9; **HP** 50, 32, 40; **AC** 4[15]; **Atk** bite (2d8 plus level drain); **Move** 12; **Save** 6; **AL** C; **CL/XP** 11/1700; **Special:** darkvision 60 ft., gaseous form, regenerate 2 hp/round, resists cold and electricity, vampire weaknesses. (***The Tome of Horrors 4*** 228)

Tactics: Very straightforward. Kill the party. Since it is unlikely the party surrounds all 3 vault doors initially, 1 or 2 of the vampires may sustain their gaseous form to move into position for a surprise attack. They are not tacticians, and will make bold, straight-ahead attacks at whomever is the closest target. All they wish to do is feed after their internment.

Treasure: At the bottom of the northern well, there is a small, golden locket. The item itself seems to be nothing more than a trinket, perhaps worth 25gp in a market in civilized lands. However, the item is actually an *amulet of demon control*, and quite powerful.

Area 3D-25: Trapped Room

The entrance door to this room, in the eastern wall, is locked and trapped. If a key is not used to open the door, all the mechanical traps in **Areas 3D-25–27** are armed at once. The entrance door has a scything blade that springs from the door jam, slicing anyone who walks through the doorway for 3d6 points of damage (save for half). The floor is covered with a fine, pale dust. This dust is mildly toxic; if it is not removed with alcohol (one wineskin per man-sized creature), anyone coated with the dust loses 1hp per hour. While this does not seem like an immediate problem, the dust also minimizes magical healing of any kind, and negates regeneration. Any time a healing spell or potion is used, the minimum amount of healing possible is gained.

The door to **Area 3D-26** is also locked and trapped. If the lock is not bypassed with a key, a spray of acid covers everyone directly in front of the door (up to 10ft from the door). The acid does 2d6 points of damage immediately and 1d6 points of damage for 1d4 rounds, and can only be removed with a salt scrub. Water or alcohol intensifies the effect, doubling the damage for the remaining rounds.

Area 3D-26: Trapped Room

The entrance door to this room is locked and trapped (see **Area 3D-25** for a description of the trap). Once the door to this room is opened (if it is opened without a key), the party hears a low humming sound coming from the western wall. Buried behind the stone wall are very large and powerful magnets that draw anyone in metal armor towards the wall at incredible velocity (just as if they were falling; characters in metal armor "fall" 30ft to the western wall, suffering 3d6 points of damage). One round after a character impacts the wall, the magnets shut down, and similar magnets behind the eastern wall activate, slamming characters into that wall as well (for an additional 3d6 points of damage. This continues as long as the door in the northwest wall is open, and the magnets de-activate if that door is closed.

The door in the northern wall (leading to **Area 3D-27**), is locked and trapped. Runes cover the door, and any magic-user over 5th level will be able to tell the door is protected by a *symbol of discord*. If the door is opened, even with the key, the *symbol* is activated. The way to bypass the trap is to use *dimension door, passwall, phase door, teleport*, or similar types of magic to avoid the door entirely.

Area 3D-27: Treasure Vault

The southern door to this room is locked and trapped (see **Area 3D-26** for a description). Inside is the wealth of the Orcusites, up to this point. In this 30ft by 40ft room are boxes, chests, and shelves filled with a mix of historical items and accumulated wealth. The items include:

- A flat, rectangular wooden box (worth 2gp), which is closed with a hasp but not locked. Inside, the box is lined with green velvet and contains a set of steel cutlery with knives, forks, spoons and serving spoons, six of each. The handles are inlaid with mother of pearl and the blades of the knives bear the hallmark of a well-known royal family (Referee to determine family; worth 300gp). Tucked into one side of the box is a green leather bag (worth 2gp) and inside it is a silver pot of ink. The ink is still usable and the pot is inscribed with images of fern leaves (worth 75gp).
- A tiny set of weighing scales made from brass and suitable for measuring the weights of spices (worth 25gp).
- A box made from walnut wood with a tiny statue of a fairy on top. (This is a music box, and the statue rotates as the clockwork mechanism plays a pretty tune; worth 100gp).
- A cloak of heavy brown leather (worth 50gp) lined with wool, the collar and edges are trimmed in fox fur. It can be worn by almost any human, though it fits only middle-sized ones well.
- A well-crafted dagger (worth 115gp) with a deep green gem (spinel) in the pommel, housed in a brown leather sheath (worth 2gp).
- A sleek highly polished wood box (teak or other expensive wood, worth 50gp). Inside, carefully packed, are four crystal glasses decorated with silver vines (worth 25gp each). Under those are two bolts of cloth, one fine yellow wool (10 yards, worth 20gp) the other white silk (8 yards, worth 80gp). Set along the edge is a short green-glazed jar with a broad mouth, lid closed and sealed with wax (worth 5sp). It is half-filled with honey, mostly crystallized (1 pound, worth 2sp). A plate, larger than a man's spread hand and apparently made of pure gold, lies on its side behind the jar. It is very thin and so also light (worth 45gp). Also along the wooden bottom of the chest is an empty green-enameled bottle (worth 2gp), a toy dog carved of wood (cute but crude, worth 5cp) and a sack of coins (26gp, 74sp, 119cp).
- An enormous wooden chest banded with black iron (worth 7gp). The chest is covered in deep cuts, as if from sword and axe blows, and it is held shut by a single broken lock. The lid opens with a theatrical creak, revealing six shields, each of which sits in its own wooden frame (worth 20gp each). The shields are painted alike, with the design of a stag over four quadrants: blue, white, black and dark gray. They are all pristine save one, which has a single large dent in its face. Tucked in among the shields are eight daggers in green leather sheaths (worth 2gp each), two heavy maces with wire-wrapped grips (worth 12 gp each), a warhammer with its striking surface shaped like a bear's head (worth 22gp) and an exceptionally fine longsword (worth 815gp). The sword's blade is slightly

longer than normal, and features carvings on both sides. On one side are the faces of a long line of dwarven kings with the eldest near the pommel; there is room for a few more faces at the far end of the blade. On the other side is a beautifully depicted mountain range over which hangs a line of heavy rain clouds. A chunk of amber the size of a grape is set into the sword's pommel, and the heartwood grip is inlaid with thin lines of silver. A perfect tourmaline is set into each end of the crossguard, which is shaped like a pair of stout spears pointing outwards.

- A fine mahogany box about the size of a large pot with silver fastenings (worth 30gp). Inside, a silver chain and circlet lie on a bed of gold and platinum coins. The circlet is decorated with gold wire intertwined in a flowing pattern and emphasizing the four blue and three lavender stones decorating it (blue quartz and amethyst; worth 475gp). The silver chain supports a dangling centerpiece of seven silver circles of various sizes. The two smallest circles attach to the chain, and are set at either end of a row of slightly larger silver circles, each with a stone in the center — one black, one blue and one purple. Below those are two larger silver circles, one holding a nearly flat piece of green stone, the other a dark grey oval stone (onyx, blue quartz, amethyst, green turquoise and hematite; worth 350gp).
- A pouch, which contains more than a dozen beautiful stones. There is one deep purple stone (alexandrite, worth 480gp), a very fine sparkling blue gem (sapphire, worth 1,200gp), five pieces of clear, pale green (chrysoberyl, worth 120gp each), and six pieces of gleaming black onyx (worth 70gp each). In the bottom are a couple hundred coins (130pp, 145gp).
- Various mundane items that could be gathered and sold to a collector of antiquities, valued at 3500gp, and weighing 500lbs.

These treasures are taken from the **Necromancer Games** product ***The Mother of All Treasure Tables***.

Part 7
Level 6B:
The Dead Bury The Dead

Author's Note

Rappan Athuk contains several powerful undead who've not let death slow them down. Here we look at four evildoers and their pet dragon who, realizing their deaths were not far off, built themselves a place to really make the most of their unlives.

Fights on this level can vary wildly with just the normal occupants in each room, not counting four villains that can move around at will. Quick wit and clever thinking by the party is required for victory here.

This module can slot into ***Rappan Athuk*** as the Referee desires, but a suggested placement would be adjoining **"Banth's Lair"** on **Level 5** of ***Rappan Athuk***, connecting to one of the northeast rooms.

Introduction

Not many years after the Righteous March met their demise in Rappan Athuk, a band of malign adventurers was nearing the end of their days. Although they had a good run, the group was getting on in years and looking to retire. When news of the Dungeon of Graves reached them, it seemed like the perfect place to build a hideout for themselves.

The four villains — Davith, Tabitha, Vallis and Kenneth — worked together to build a play area designed to lure unsuspecting souls to their deaths. With a squad of undead on hand to keep the place clean and in good repair, they performed dark rituals to allow themselves to become ghost-like creatures while retaining their memories and free will.

Like most dungeon levels, the tomb is full of odd sights, sounds and smells that range from the reek of fresh blood to the uncomfortable smell of rust, oil and decaying machinery. The level is also awash with sounds and is very alive — or at least undead. Behind the scenes, an army of zombies and skeletons reset traps and reload poisonous canisters. There are no accidents of design here, only calculated malice.

The tomb lies mostly undisturbed, a shrine to the villains' egos. Can the forces of good overcome this twisted place or will they end up only entertaining the tomb's ghostly inhabitants?

The Shades

The four shades that haunt the level are the spirits of the adventurers who built this place. While comparable to ghosts, these undead creatures are something new, a result of living creatures willingly sacrificing themselves as part of a ritual to rise again as intelligent undead. They can switch between a corporeal form capable of acting normally and a ghostly form that can pass through walls and is difficult to damage. In their corporeal form, a shade looks like a living person, with one difference: They have no eyes. Anyone looking a shade in the face can see straight through to the back of its head. When they open their mouths, their hollow nature is likewise revealed. Although their skin is a perfect copy of how it appeared in life, they are just empty apparitions. In their ghostly form, they appear as a smoky mass of muscle, flesh and organs. In this form, their eyes glow like emeralds, as if lit by some disturbing inner light.

The shades also carry equipment that shifts from solid to incorporeal

Shade

Hit Dice: 8
Armor Class: 8[11], by armor, or incorporeal 2[17]
Attacks: 2 claws (1d6) or by weapon
Saving Throw: 8
Special: immortality, incorporeal, materialize, recall weapons
Move: 12 (fly 24)
Alignment: Chaos
Number Encountered: 1, 2 or 1d4+2
Challenge Level: 9/1100

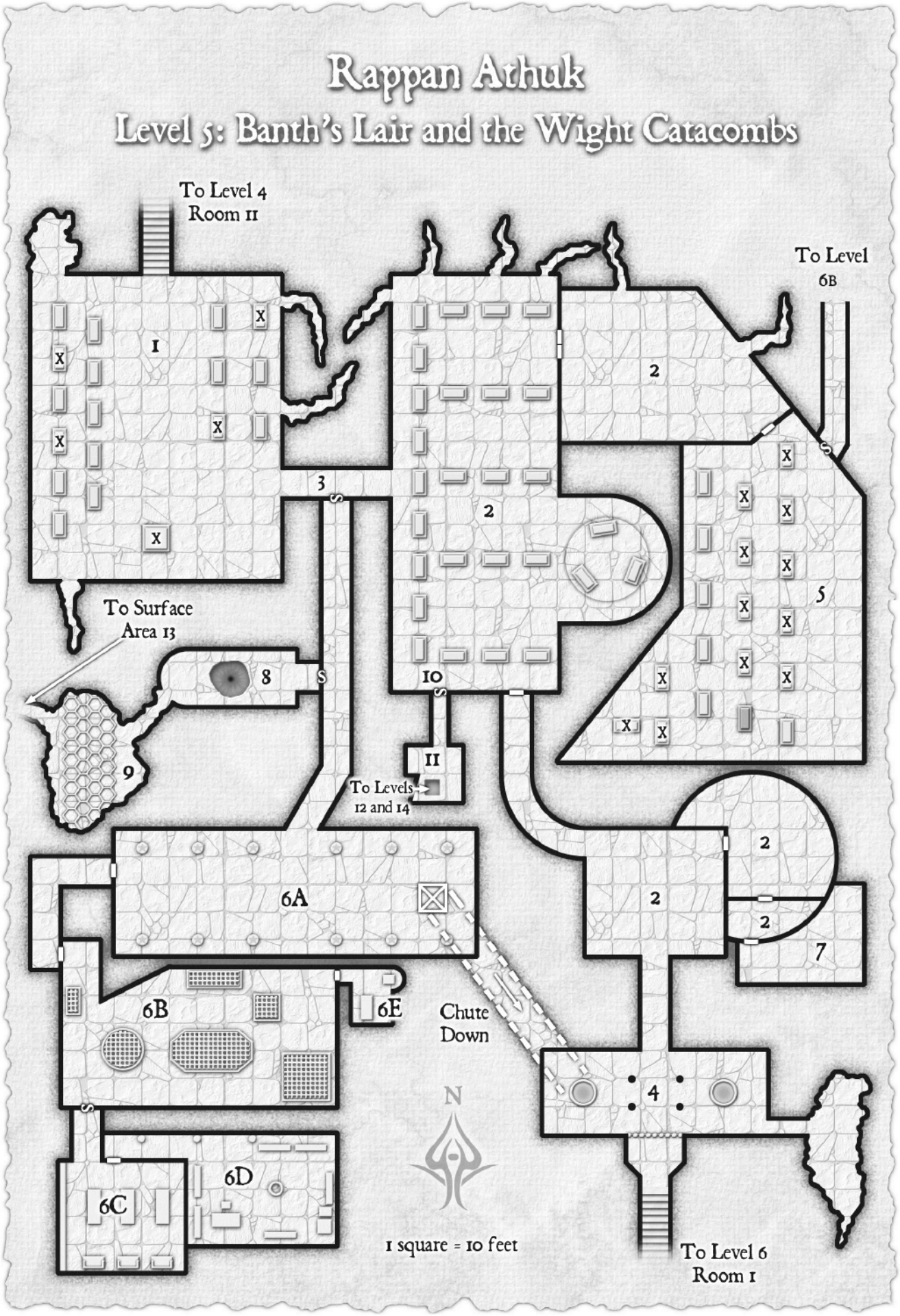
A shade is an undead creature that rises when a living creature willingly sacrifices itself in a ritual to Orcus. The shade appears as it did in life, but has hollow spaces where its eyes should be. In fact, the shade is little more than a hollow husk of skin resembling its previous form.

A shade can switch between its corporeal and incorporeal forms in one round. In its ghostly form, it appears as a smoky mass of muscle, flesh and organs. In this form, its eyes glow like emeralds, as if lit by some disturbing inner light. An incorporeal shade gains the ability to fly.

Shades retain any abilities they had in life (such as spellcasting abilities or thief skills), although they can no longer advance in levels. A shade can also use any weapon or item buried with its body. It can summon and dismiss these items in a round. If the items are removed from the shade's tomb, the shade no longer has access to that item until it is returned to the tomb. If the shade is separated from any shadow weapon it carries, the item vanishes in a puff of smoke.

Shades are immortal. When one is destroyed, its essence instantly returns to an object (such as a gem or reliquary) that is designated during the ritual.

Shade: HD 8; **AC** 8[11], by armor, or incorporeal 2[17]; **Atk** 2 claws (1d6) or by weapon; **Move** 12 (fly 24); **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** immortality, incorporeal, materialize, recall weapons.


Rappan Athuk
Level 5: Banth's Lair and the Wight Catacombs
To Level 4
Room 11
To Level
6B
To Surface
Area 13
To Levels
12 and 14
Chute
Down
N
1 square = 10 feet
To Level 6
Room 1
1
2
3
4
5
6A
6B
6C
6D
6E
7
8
9
10
11

along with its owner. This equipment is itself the shade of the weapons, armor and other gear with which the shade was entombed. The gear therefore is not real, only an expression of the real objects in the tomb, similar to illusions. As a result, if any gear is separated from the shade for more than a round, it disappears into nothingness (including ammunition and thrown weapons). A shade can recall any of its lost gear with ease, making it difficult to disarm.

If the tomb is broken into and the original gear taken, the shade loses its connection with it and no longer possesses a shadowy copy, nor can the shade recall it. A shade who has its tomb plundered is greatly weakened and much less effective in combat. It regains the use of the gear if the items are returned to the tomb.

If a shade is slain, Kallinstraids, the bone dragon and servitor of the shades, restores their forms, a process that takes one minute. The shades are restored with all their memories, prepared spells and abilities ready for use (treat them as if they had just rested for eight hours). The shades are therefore impossible to get rid of until Kallinstraids is dead and constantly harry the party.

The shades rarely speak, opting instead to fight mostly in silence. They refuse to be drawn into idle conversation. They do not trouble the characters too often, preferring to let their network of elaborate traps do most of the work for them.

In the centuries they've spent as undead, their humanity has mostly evaporated. Some optional content is included for insightful parties that reach out to the shades and manage to make a deal with them. If the Referee allows this, it should be very difficult, and certainly not without its own problems. The four shades are mean, spiteful and cruel in a way that has nothing to do with being undead; they're just terrible people.

The shades in this adventure appear to be toward the end of middle age. Each shade has also developed special abilities based on their lives that they can use at will. These abilities are noted below. The shades are:

Tabitha Mirrax, Shade: HD 8**; HP** 52; **AC** 7[12] or incorporeal 2[17]; **Atk** 2 short swords (1d6) or *+1 light crossbow* (1d4+2); **Move** 12 (fly 24); **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** +1 to hit with 2 weapons, +2 save bonus vs. traps and magical devices, backstab (x3), immortality, materialize, read languages, recall equipment, shadow equipment, Tabitha's hush*, thieving skills.

Thieving Skills: Climb 92%, Tasks/Traps 50%, Hear 5 in 6, Hide 55%, Silent 60%, Locks 55%.

Equipment: leather armor, *cloak of elvenkind*, 2 short swords, *+1 light crossbow*, quiver, 20 bolts, thieves' tools.

**Tabitha's Hush:* As a shade, she has learned to materialize subtly, affording her the surprise attacks she relishes. Tabitha can make a Silent or Hide check when she materializes to not be noticed.

Tabitha was a short elf, under 5ft 2 inches tall, with a penchant for cruelty. As a young maiden, she spent many happy days in the forest of her home catching wildlife in elaborate snares and spent hours or even days watching them slowly die. Eventually, she was caught in the act and quietly exiled. She lived as a thief and petty assassin until meeting Davith aboard a boat, which changed the course of her life. For the first time in her long life, the elf lass, famous for slowly cutting her victims with long knives, felt love blossom in her heart. While too emotionally damaged to pursue him in life, in undeath they have a comfortable companionship.

If Tabitha is destroyed, her essence instantly returns to Kallinstraids (see **Area 6B-25**)

Tactics: Materialize, hide, sneak attack with her crossbows, dematerialize. Tabitha is just a menace. She works very hard to keep herself out of the line of fire. If she gets the drop on her targets, she tries to take out the toughest member then vanishes. If she is not noticed, she studies her prey to learn their weaknesses.

Davith, Half-Orc Shade Warrior of Orcus: HD 8**; HP** 58; **AC** 1[18] or incorporeal 2[17]; **Atk** *+1 spear* (1d6+3) or spear (1d6+2); **Move** 12 (fly 24); **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** –1[+1] dexterity AC bonus, +1 to hit missile bonus, +2 to hit and damage strength bonus, +2 damage strength bonus, Davith's pain*, immortality, incorporeal, materialize, recall weapons, shadow equipment **(Appendix)**.

Equipment: *+2 plate mail*, *gauntlets of swimming and climbing*, *+1 spear*, 2 spears.

**Davith's Pain:* Davith can opt to make a melee attack against himself with any weapon he's holding. All living creatures within 30ft take damage equal to the amount Davith inflicts on himself unless they may a saving throw for half damage.

Davith was a simple half-orc captain of a slave ship, which allowed him to engage in his dual passions of sailing and hitting people. He might have continued in this vocation forever if he hadn't made a drunken bet with Vallis that he would make a better mercenary than her. After the thrill of battle, slave-trading became too dull, and he reluctantly joined up with Vallis in search of excitement, taking little notice of the wide-eyed Tabitha that got swept along with them. As the years went on, Davith's desire to inflict pain on anything and anyone steadily grew, to the point where as a shade he can injure himself to hurt those around him.

If Davith is destroyed, his essence instantly returns to Kallinstraids (see **Area 6B-25**)

Tactics: Davith loves to throw his spears and use his recall ability to get them back, ready to be thrown again. He enjoys his immortality and fights until destroyed, making no effort to protect himself if it means forgoing an attack. If his tomb is raided or he is surrounded, he falls back on his pain attack, even if it means bludgeoning himself with a loose rock.

Vallis Blacklocke, Shade: HD 8**; HP** 47; **AC** –1[20] or incorporeal 2[17]; **Atk** *+1 heavy mace* (1d6+1); **Move** 12 (fly 24); **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** +2 save versus paralyzation and poison, control undead, death touch—1/day (roll 3d6: if total equals or exceeds target's current hit points, it dies; save avoids), immortality, incorporeal, materialize, recall weapons, spells (2/2/2/2/2), Vallis' touch*.

Spells: 1st—*cause light wounds* (x2); 2nd—*hold person, silence 15ft radius;* 3rd—*cause disease* (x2); 4th—*cause serious wounds* (x2); 5th—*finger of death*, *insect plague*.

Equipment: *+1 plate mail*, *+1 shield*, *cloak of protection +1, +1 heavy mace*, silver unholy symbol of Orcus.

**Vallis' Touch:* Vallis can attempt to touch a creature to deal 3d6 points of negative energy damage (save for half). This attack heals undead creatures.

Not all heroes are the good guys. Vallis was a human priestess of Bowbe but was excommunicated when her brothers and sisters realized she loved glory and blood more than she loved following orders or assisting her allies on the battlefield. Vallis took this in good stride, however, her scarred face hiding a sunny disposition. After meeting Davith and Tabitha, she went looking for a new religion, and was recruited by Kenneth, a local hedge-wizard in the employ of Orcus. Vallis found fighting alongside the undead to her liking, as her new allies did not complain when they were wounded and appeared to listen attentively to her rousing speeches. For such an inspiring, chipper woman, she has a lot of darkness inside her. As a shade, her touch deals negative energy damage to her targets.

If Vallis is destroyed, her essence instantly returns to Kallinstraids (see **Area 6B-25**)

Tactics: Vallis charges into the center of melee with no regard for her safety. Vallis retains all her abilities as a cleric and can change what spells she has prepared each day by spending 15 minutes in prayer at midnight. If she is restored by Kallinstraids, her spells (and special abilities) are restored, but she cannot alter her spell selection at that time.

Kenneth, aka **Lord Darkblade von Nightkill, Shade: HD** 8**; HP** 42; **AC** 8[11] or incorporeal 2[17]; **Atk** 2 claws (1d6); **Move**

12 (fly 24); **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** immortality, incorporeal, magical abilities, materialize, recall weapons, spells (4/3/3/2).

Magical Abilities: at will—*bolt of ice* (1d4 points of damage; roll to hit).
Spells: 1st—*charm person*, *magic missile* (x2), *shield*; 2nd—*darkness 15ft radius*, *mirror image, web*; 3rd—*fireball*, *hold person*, *slow*; 4th—*fear* (x2)
Equipment: robes, *ring of protection +1*, *ring of fire resistance*.

**Kenneth's Reserve:* Kenneth can cast a bolt of ice that does 1d4 points of damage if it hits its target. This magical ability can be cast even if Kenneth loses his spellbook.

At 4ft tall, Kenneth is tall for a halfling and has quite an impressive beer gut. Kenneth doesn't speak of his past much, but cauliflower ears and a pattern of burns on his back tell their own story. At some point in his life, he gathered enough power to terrorize entire villages, and began calling himself Lord Darkblade Von Nightkill. He made a point of murdering anyone who dared address him otherwise, all the while gathering more power. Kenneth, like many evil magic-users, turned to necromancy as a way of discovering a path to immortality, which he eventually found. While being a shade precludes one from enjoying some of the delights of the living (such as alcohol) or from venturing far from his tomb, he finds this new form to his liking. As a semi-immortal being, he is obsessed with the fear that mortals display, especially their fear of dying.

As a shade, he combines the power of his new form with his magical knowledge to cast a *bolt of ice* at will.

If Kenneth is destroyed, his essence instantly returns to Kallinstraids (see **Area 6B-25**)

Tactics: Kenneth is smart and should be played as such. In battle, he positions himself strategically to avoid being destroyed.

If his tomb is raided, he spends each combat doing all he can to slay the person who took his spellbook.

Author's Note

Kenneth is something of a joke, a reference to the gross ego of evil. Kenneth is not particularly powerful, no more so than his fellows, and certainly not in the grand scheme of things. However, considering his obsession with fear, it follows that he has sunk a lot of effort into appearing more frightening than he really is. Referees are encouraged to alter his name to fit the preferred mood of their game, or to play up his delusions of grandeur into something truly vile. Normally, halflings are not able to be magic-users in the *Swords & Wizardry* rules. If this causes a problem for some Referees, please just make Kenneth and extremely short, frail human. This increases his latent feelings of inferiority!

Kenneth retains all his power as a magic-user and may spend two hours each day changing his spell selection. In addition to the spells listed above, his spellbook contains: 1st—*detect magic, sleep*; 2nd—*ESP, mirror image, strength*; 3rd—*dispel magic, fly, rope trick, suggestion*; 4th—*confusion, wall of fire.*

If restored by Kallinstraids, he regains all his prepared spells but cannot alter his selection as part of the restoration process.

Level 6B

Difficulty Level: 7–10
Entrances: Passage from ***Rappan Athuk* Level 5, Area 5**
Detections: A faint evil emanates from the entire level
Shielding: Area 6B-16 is shielded. It is also protected from all magical means of transport in or out.
Standard Features: Unless otherwise noted, all doors on this level are constructed from ironbound stone.
Wandering Monsters: Check once every 30 minutes on 1d20. If a random encounter is rolled, it is likely led by a shade if one is available. Roll 1d6 to determine if a shade arrives. Conversely, if a shade feels the need to assault the party or set up an ambush, roll 1d10 and check the result on the **Random Encounters Table**. Any encounter rolled appears along with the shade and obeys its commands.

Shade Encounters

Roll	Result
1	Davith
2	Tabitha
3	Vallis
4	Kenneth
5–6	No Shade

Random Encounters

Roll	Result
1–2	**1d6 skeletons** and **1d6 zombies** as part of a cleanup crew (see **Area 6B-27**)
3–4	**2d4 ghasts** who wandered in from elsewhere in the dungeon
5–6	**2 will-o'-wisps** looking to feed on fear
7–8	**1d4 black skeletons**
9–20	No encounter

Black Skeleton: HD 6; **AC** 4[15]; **Atk** short sword (1d6); **Move** 12; **Save** 11; **AL** N; **CL/XP** 6/400; **Special:** shriek. (***The Tome of Horrors Complete*** 493)

Ghast: HD 4; **AC** 4[15]; **Atk** 2 claws (1d3), bite (1d6); **Move** 14; **Save** 13; **AL** C; **CL/XP** 5/240; **Special:** stench, paralyzing touch. (***Monstrosities*** 189)

Skeleton: HD 1; **AC** 8[11]; **Atk** strike (1d6); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** none.

Will-o'-Wisp (2): HD 9; **HP** 60, 55; **AC** –8[27]; **Atk** shock (2d6); **Move** 18; **Save** 6; **AL** C; **CL/XP** 10/1,400; **Special:** change appearance, lightning.

Zombie: HD 2; **AC** 8[11]; **Atk** strike (1d8); **Move** 6; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** immune to sleep and charm spells.

Entering the Dungeon

Refer to the following room descriptions as characters move through the dungeon.

Area 6B-1: Entrance

The passage slopes down sharply for a while, with the occasional stair carved into especially steep sections. The stonework gradually gets cleaner and more consistent until the passage flattens out into a well-hewn corridor

Area 6B-2: Lobby

This large room looks like it has seen slightly grander days. Burned-out torches adorn the walls, along with hooks designed to hold tapestries stolen long ago. Three well-made doors branch at the end of the room, hinting at grander things beyond.

An inscription above the center door in slightly archaic script reads *"The floor was paved in gold so it may be painted in blood."*

This poem is just Davith indulging in poetry, but serves as a vital hint to **Area 6B-26.**

Part of the southern wall has fallen down, and a nest of **4 giant scorpions** settled here. They feed off the occasional rat and goblin, although the shades are quick to keep them away from the zombies. They are a good disposal unit for any extra flesh the level generates.

Shades: Vallis has a soft spot for the scorpions. She materializes and engages the party if they attack the creatures.

Giant Scorpions (4): HD 6; **HP** 33, 28x2, 26; **AC** 3[16]; **Atk** 2 pincers (1d10), sting (1d4 plus poison); **Move** 12; **Save** 11; **AL** N; **CL/XP** 8/800; **Special:** lethal poison sting.

Area 6B-3: Statue Room

This room contains some stonework of careful carving yet questionable taste. The walls and ceiling depict images of a ram-horned, bat-winged demon in various flattering poses, such as sitting atop a pile of skulls or tearing angels apart with his hands.

A pair of demons holds a long strip of cloth, on which the words "*Bow before your master and his agents*" are carved in large letters.

The main decorations in this room are **four statues** carved out of a light-gray stone that shows detail well. The quality of the carving is incredible, and someone has gone to a lot of effort to keep the statues clean and undamaged.

The first statue is a burly, musclebound human woman who stands 12ft tall. She is wearing a breastplate and carries a heavy mace and large shield. Around her neck on a carefully carved chain is a holy symbol of Orcus. The sculptor went to considerable lengths to emphasize her many scars, including details such as her missing ear. Her expression is proud, and she has a commanding presence.

Carved into the base of her statue is the name "*Vallis Blacklocke*."

The next two statues are obviously carved from the same block. They are posed back-to-back in a familiar manner.

The first is a half-orc standing 14ft tall, with a weather-worn face visible under the raised visor of his plate mail. He carries a broad-head spear and looks to be in the latter part of middle age. He has a ring on his finger and, if the fine detail is noticed by climbing up and looking, one can see that the sculptor engraved images of anchors, skulls and hearts on the ring.

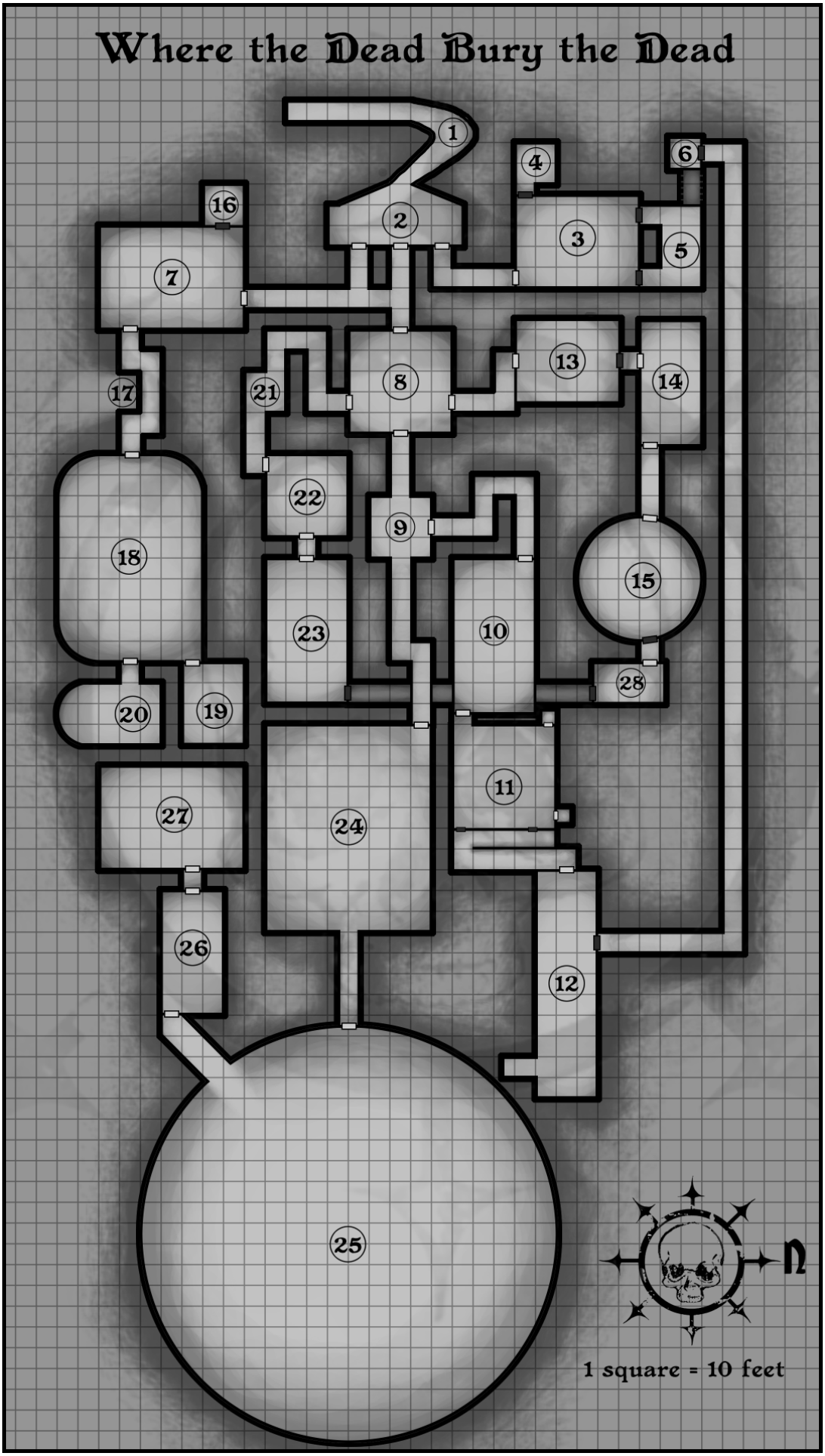
Carved into the base of the statue is the name "*Davith*."

The second statue is of an elven woman standing 9ft tall with the back of her head resting below the half-orc's shoulder blades. Two hand crossbows are strapped to her back, and she holds a wicked-looking knife with its pair hanging by her side. She looks excited and happy, and the sculptor managed to capture her look of amused wonder. She also has a ring engraved with hearts, daggers and skulls (again noticeable by climbing up and looking).

Carved into the base of the statue is the name "*Tabitha Mirrax*."

The last statue is not as tall as Davith's, but is certainly the grandest. No expense has been spared, and the quality and detail suggest magic is





a more likely tool of construction than a sculptor's chisel. The statue is 12ft tall and depicts a small man in the prime of life. He is shirtless with a magnificent beard and moustache that does not in any way obscure the view of his rippling abs. He wears a bandanna and baggy pants and stands atop a pile of skulls. In his left hand, he carries a short staff; in his right, he holds a book.

At the base of the statue is the inscription

> "*Lord Darkblade Von Nightkill*." Beneath that is the instruction: "*If you think yourself worthy of our treasure, lick the boot of your betters*."

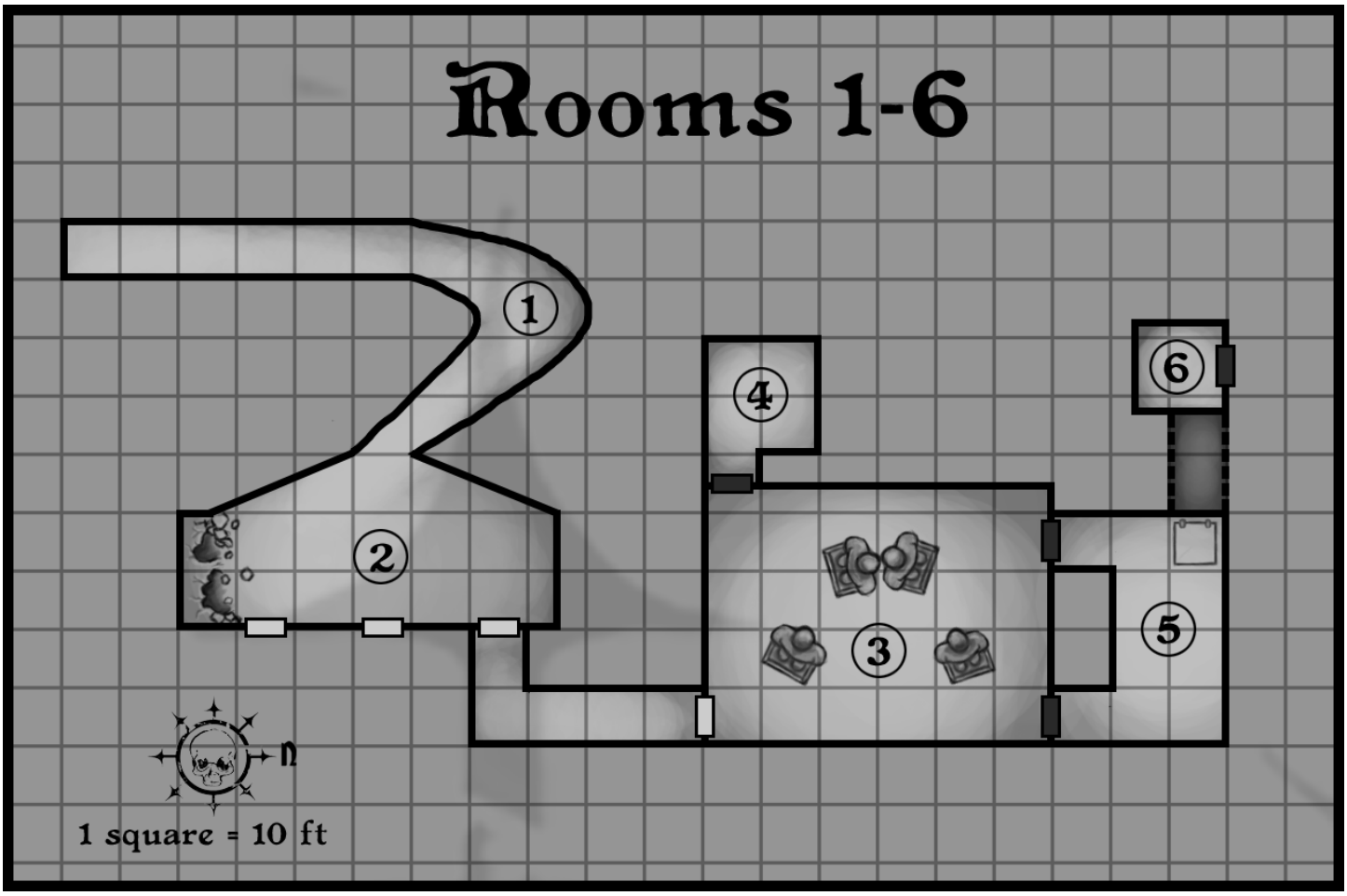
Should anyone actually lick the statues' boots (or simply pour water over them) an audible click is heard as the secret door to **Area 6B-4** unlocks.

Shades: Not surprisingly, **Kenneth** watches over this room. If he feels the party is being disrespectful, he unlocks and opens the door to **Area 6B-5** and joins in the resulting fight. He hopes that combat or the contents of **Area 6B-5** distract intruders from further vandalism.

Area 6B–4: Bootlicker

This room contains many thousands of coins and other bits of treasure scattered on the floor and walls. The room contains 1521cp, 2013sp, 112 gp, and 12 small gems (worth 100gp each). Someone has gone to painstaking effort to glue every coin and gem to the floor. A nice iron crowbar is helpfully glued to the wall.

A niche in the wall across from the door holds an interesting device: a cube of hardened glass filled with water. A thin glass vial of concentrated solvent (helpfully labeled) floats in the center. The water in the cube is under pressure, and it's this pressure that holds the vial closed. If the pressure is increased in any way (such as by smashing the glass), the vial cracks and becomes useless. If the pressure is lowered, the vial opens and spills, spoiling it. The stopper on the vial is held



in place with wire attached to one of the walls of the cube. Even slight motion (such as that caused by draining the cube) pulls the stopper from the vial, likewise ruining it. The cube is not glued down, and the vial contains just enough solvent to recover all the treasure.

The shades put the vial under glass here to befuddle adventurers. A thief has a 15% chance of successfully snipping the wire holding the stopper while keeping the solvent from becoming contaminated. Characters may come up with other means to get at the vial; the Referee should judge the creativeness of the attempt and decide if they succeed (or assign a percentage chance).

Shades: Kenneth and Davith find this room endlessly amusing. If the party is having an easy time with this room, Kenneth unlocks the door to **Area 6B-5** and lets the golems cause trouble. Davith takes great delight in materializing while someone is holding the cube (or about to apply solvent) and throwing a spear at them.

Area 6B-5: The Workshop

This locked room is the residence of **2 wood golems** of rather poor quality. They normally engage the party when the door between this room and **Area 6B-3** is opened by a shade. They were made as a bit of a laugh by everyone involved and have fewer hit points than a normal wood golem.

This room doubles as the workshop storeroom for this level. Inside are long wooden beams, iron in varying sizes and shapes (mostly scrap), and a great number of old, rusting tools for woodworking and metalwork. The building supplies weigh around 10,000 pounds and would sell for 500gp. The tools weigh 100 pounds and are worth 50gp.

Near the back wall is a hidden trapdoor neatly disguised as a natural part of the floor. If opened, it springs violently closed one minute later with enough force to knock back anyone standing next to it (oddly, this was installed as a safety feature). If a rope is lowered through the door, the force of the trapdoor closing severs the rope. A shaft leads downward to **Area 6B-6**.

Wood Golem (shoddy) (2): HD 9; **HP** 30 hit points; **AC** 2[17]; **Atk** 2 slams (2d6); **Move** 12; **Save** 6; **AL** N; **CL/XP** 10/1400; **Special:** alarm, immunity to cold and electricity, double damage from fire. (***The Tome of Horrors Complete*** 300)

Area 6B-6: Waste Disposal

The area is dark and humid, and smells like an alchemist's lab. This is the waste disposal for the workshop upstairs. The room is 15ft deep with the last 3ft filled with acid. The acid deals 1d6 points of damage to anyone standing in it, and 3d6 points of damage to anyone swimming in or submerged in it.

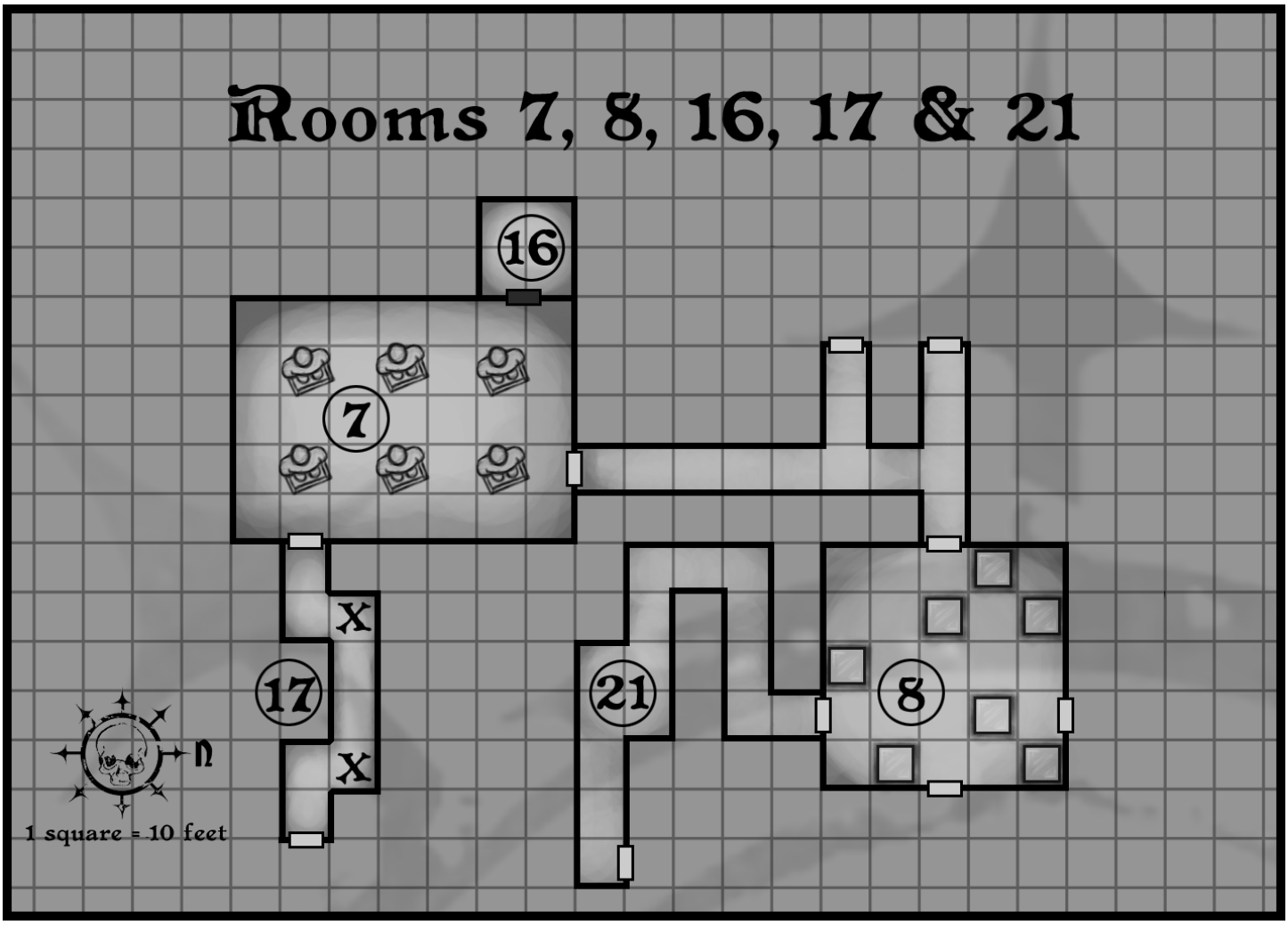
This room is also home to Clarence, a **rust monster** that was Vallis' pet. It's immune to the acid and lives off scraps thrown down by the zombie workers. If it hears anyone entering the room, it hides and waits for a good time to leap at them.

Under the acid is a small stone grate that blocks a passage to **Area 6B-12**. The grate is hard to see. The passageway beyond is filled with acid. It is a 550ft swim to **Area 6B-12**.

Rust Monster (Clarence): HD 5; **HP** 34; **AC** 2[17]; **Atk** 2 antennae (0); **Move** 12; **Save** 12; **AL** N; **CL/XP** 5/240; **Special:** cause rust, immune to acid. (***Monstrosities*** 406)

Area 6B-7: The Hall of Victories

This room continues much in the same vein as **Area 6B-3**. The walls are neatly carved into scenes of four adventurers traveling the lands, finding beautiful things and killing them. In some scenes they sail a pirate



ship, and in others they ride across the countryside on zombie warhorses. A few battle scenes are depicted. These battles occurred roughly 50 years before the fall of Tsar and firmly identify the party as champions of Orcus.

Six statues stand around the room, each carved with very little care and then further defaced. Most are marked with deep gouges and hammer blows, and some dry brown stains hint at further desecration.

The statues have epitaphs carved into their bases, some of which are still legible:

- *"Bofred, fool that he was"*
- *"Saracek, zealousness requires loyalty"*
- *"Carla, trust your friends less and yourself more"*

It is entirely possible that, in life, the shades that haunt this level were responsible for slaying the heroes depicted here. The Referee can make the shades appear more egotistical by adding more statues with less-likely names, such as Zelkor or Naphrathoth.

A secret door against the west wall has been left open a tiny crack, giving anyone a 1-in-6 chance to notice it even when they are not searching.

Shades: Only **Vallis** keeps a constant eye on this room, although there is a 25% chance any of the other shades is present (roll separately for each shade). They do not react to much that goes on in this room, besides joining any fights. If **Davith** or **Vallis** is present and the party fails to notice the secret door, they open it a little wider after the party leaves the room.

Area 6B-8: The Uneven Floor

The floor of this room is covered in 10-foot-square stone tiles. All of the tiles are supported an inch off the floor, and some are raised an inch or so higher. A gap exists beneath the tiles. The room is lit by a candelabra hanging from the ceiling. The candles of the candelabra have long since burned out, but the frame is enchanted with a permanent *light* spell that is bright enough to illuminate most of the room and cast long shadows from the uneven flooring.

The candelabra are hollow and filled with a poisonous powder. On the off chance that it is destroyed or knocked from the ceiling, everyone in the room gets a lungful of poisonous fumes that deal 1d8 points of damage (save resists). Of all the traps in the dungeon, this one is actually just an honest mistake. If the "trap" is set off, it is never reset.

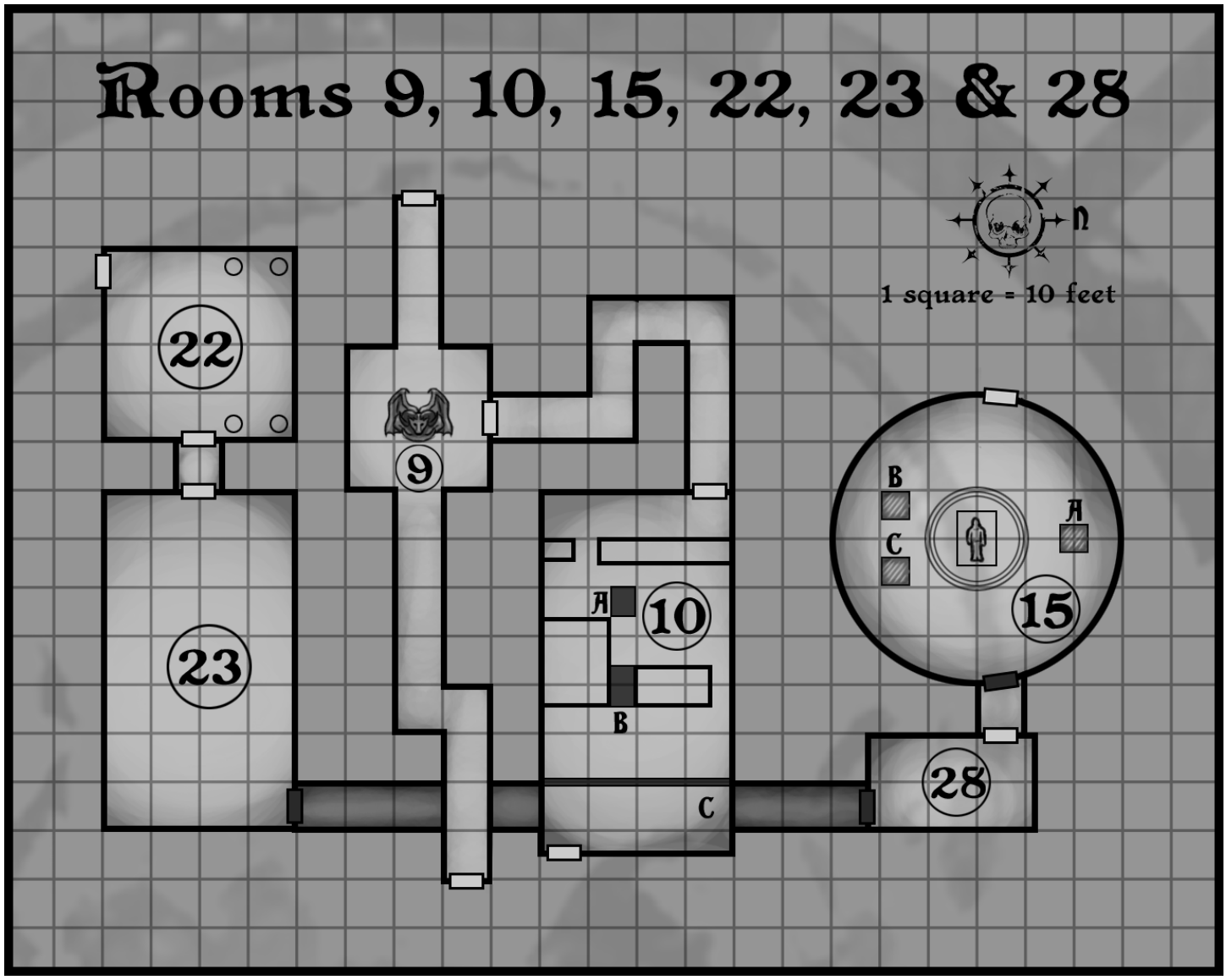
This room contains a nest of **8 shadows** that hide under the flooring. They wait for living creatures to cross the room then hide in their shadows as they pass. They emerge from any of the raised tiles (the shaded tiles on the map). While under these tiles, they can easily move in the tiny gap between tile and floor to slink between one raised tile and another with impunity.

Tactics: The shadows concentrate at the tiles near where the party enters. One by one, they move from their hiding spots and attempt to hide in the party member's shadows. Once enough are in position or they are detected, they attack quickly, prioritizing attacks on clerics and paladins. They can hide in the gap between the tiles and the floor mid-combat to frustrate their attackers and to reposition themselves.

Shadows (8): HD 2+2; **HP** 11, 10, 8, 14, 7x3, 12; **AC** 7[12]; **Atk** touch (1d4 plus strength drain); **Move** 12; **Save** 14; **AL** C; **CL/XP** 4/120; **Special:** +1 or better weapon to hit, drains 1 point of strength with hit.

Area 6B-9: The Glory of Orcus (Yet Another Statue Room)

This room follows the same style as the other statue rooms. The walls display images of a ram-horned, bat-winged demon laying waste to cities and armies.



In the center of the room is a single, 16ft tall statue of the Demon Prince of Undeath. Orcus is depicted sitting atop a throne of bones and skulls held in place by long metal spikes. The stonework is of high quality, and each and every skull is finely detailed down to the individual teeth.

The Demon Prince himself is done well, smoothly carved from a single block of stone, except for his eyes, which glitter with the radiance of two huge red diamonds.

Lying face down on the floor is the body of an orc in armor. The body looks fresh, and has a rune-covered longsword driven between its shoulder blades. This is not an actual corpse but rather the shade of **Davith**. The sword piercing his form is a *Ghostbind* sword (see **Sidebox**). If the sword is removed, Davith flees the room.

The players receive no further information about the sword and must infer its function.

The statue is a trap, with the eyes as bait. If the eye-gems are handled while the face is in shadow (generally someone climbing up and attempting to pry out the gems), the trap goes off, firing a spring-loaded spike out of the statue's mouth that does 2d6 points of damage to anyone in front of the opening. The statue has four such spikes, and resets after 1 round. If it runs out of spikes, the trap is effectively useless and must be reloaded by zombie workers.

The gems are cheap (worth 10gp each on closer inspection).

Shades: While Davith is impaled here, no shade comes into this room, ironically making it quite safe. **Tabitha** and **Davith** like this trap and, assuming Davith has been freed, do their best to interrupt the party if the trap goes off.

Area 6B-10: The Fear of Death

This room smells strongly of dried blood and rust. The walls and ceilings are covered by rusting iron panels bolted roughly onto the surfaces. While no two plates are the same size, all of the stonework is covered.

The floor is an iron grating (the holes are 2 inches square) running across the entirety of the room. The grate is the source of the room's smell. Six inches below the grating is a two-foot-deep pool of rotting blood.

The room is full of rusty machinery, iron beams and exposed gears. All light sources emit at half their normal radius (as a result of being so close to **Area 6B-11**), casting deep shadows throughout the room. The Referee is encouraged to try to build tension in this room, perhaps by mentioning the strange shapes that loom in the darkness, the smell of blood and the occasional deep moan of iron under stress.

Several **traps** are in the room, although they're all easy to spot. The traps are marked on the map at **A**, **B** and **C**. The purpose of the traps is not directly to harm, but rather to instill fear. The traps are in place such that they require people to take a longer path around them, indicating their fear and respect of these death-dealing machines. Because of the simple and brutal nature of these traps, they're easy to see but hard to disable, and there is no mercy for any hero who takes these traps lightly.

A: Heavy Weight Trap

This trap is nice and simple. On top of the floor grate is an iron pressure plate, which when stepped on drops a heavy iron weight from above. The weight remains there for a round, then a chain winches it back into position, hiding it among the shadows of the roof. The noise it makes when it

falls is absolutely spectacular, and a roll should be made on the random encounters table the first time it's triggered. The falling weight does 6d6 points of damage to anyone who fails a saving throw to jump out of the way.

B: Guillotine Trap

The wall of iron scrap has a hole about a foot and a half across, with enough room for a creature to crawl through. On the west side of the hole is a rusted iron blade affixed to a coiled spring. Anything touching the edge of the hole triggers the trap, causing the blade to cleave through them for 8d6 points of damage! That the hole is trapped is relatively obvious as there are bloodstains around it, and the trigger plate is the only rust-free piece of metal in the room. This trap does not reset; one of the zombie workers must crank a hidden handle.

C: Crushing Gear Trap

A 4-inch-wide track is set into the floor between rusty grids covering the floor. If anyone stands on the track or to just either side of it, a large toothed gear rolls rapidly across the room from one side to the other. The giant gear does 6d6 points of damage to anyone who fails a saving throw to jump out of the way.

D. Scrap Golems

These **3 scrap golems** are not a trap per se, but rather the room's guardians. They activate only when someone approaches within 20ft of the east door. These creatures each look slightly different, but are large shambling piles of rusted iron scraps twisted roughly into humanoid shapes. They have rough features and four limbs that end in thick coils of wire that the golem uses to grab opponents. These constructs grab an opponent and ram them repeatedly into the gear trap (**C**). They are not bright and fight to the death.

Scrap Golems (3): HD 11 (50 hp); **AC** 4[15]; **Atk** 2 slams (1d8); **Move** 12; **Save** 5; **AL** N; **CL/XP** 9/1100; **Special:** healed by fire, +1 or better weapon to hit. (**Appendix**)

Shades: This is one of **Kenneth's** favorite rooms. He certainly joins the fight with the scrap golems. **Davith** also joins in if it looks like there's a chance that one of the traps is about to go off.

Area 6B-11: No Minotaurs Here

This room is a maze, and the area is under the effect of a permanent magical darkness that causes all light sources to be cut in half. The passages are 5ft wide with a roof that is only 4ft high.

The purpose of this area is fear. There's nothing really dangerous, just things designed to worry and unnerve anyone who trespasses into the maze. Since it's unlikely that the characters can see, the Referee should take the opportunity to describe how things sound. The shades may be making spooky noises in addition to the background noise of people crawling through the darkness.

The passageways are neatly worked stone, and the walls are 6 inches thick. The zombie workers have carefully covered the ground with a mix of bent caltrops and broken glass that deal 1 point of damage for every 5ft a creature moves without boots (or crawls without gloves and boots).

A: The glass and metal here contains a number of rust monster scales. Anyone touching them is subject to rust as the rust monster's special ability. Normal metal rusts into pieces; magical metal has a 10% cumulative chance to avoid rusting per +1 bonus of the armor or weapon. The scales continue for 15ft and can be spotted by a creature that can see in magical darkness.

B: A floor panel **trap** here lowers the doors (**C**) and releases **2 cockroach swarms** (see **C**, below) into the maze.

C: Secret doors are located here. Anyone listening can clearly hear the sound of scritching made by **2 scarab-beetle swarms** (one swarm is behind each door). If the doors are opened, the roaches pour out into the maze, looking for food. If the roaches have already been released, there's nothing here but scraps of meat.

Scarab-Beetle Swarms (2): HD 3; **HP** 14, 11; **AC** 1[18]; **Atk** swarm (1d6 plus disease and painful bite); **Move** 6 (climb 6); **Save** 14; **AL N**; **CL/XP** 4/120; **Special:** distraction, painful bite, surprise on roll of 1–3 on 1d6, swarm. (***The Tome of Horrors Complete***, Scarlet Spider Swarm 534)

D: Another floor panel here causes one wall (**E**) to rise and another wall (**F**) to lower. After one minute, the wall (**E**) lowers again, and the wall (**F**) rises. The walls raising and lowering are very quiet but anyone within 10ft of the doors feels that something nearby has moved.

E/F: These walls raise and lower. Close inspection by a creature that can see in the magical darkness reveals that they can move. The floor panel (**D**) causes the walls to raise or lower.

G: An elf corpse wearing a tunic and simple clothes is here. The elf died many years ago but was left here to scare would-be heroes.

H: A plate for a **magical trap** is here. Unlike the other plates, it is as wide as the passageway and harder to bypass. The plate causes the entire passage to gradually heat. After four rounds, everything in the maze suffers 1 point of fire damage a round. This continues at a rate of 1 point of damage every 4 rounds for 1 hour, at which point it ceases and the trap resets. This damage is not meant to pose a real threat to the heroes, but rather to cause them to quicken their pace and possibly make a mistake, or just to instil the fear that they will slowly die in these passages.

Shades: Kenneth loves this room, as does **Tabitha**. They spend their time making spooky noises, trying to confuse and scare the party. The shades are not luminescent and are just as hard to see in the dark.

Area 6B-12: The Grave of Kenneth

The floor is this room narrows (**A**) while the walls stay the same width. The floor slowly drops away to reveal a 100-foot-deep pit (although it is unlikely that the party's light sources illuminate it all the way to the bottom). At the bottom of the pit are many long iron spikes rising up out of a dark yellow liquid. The liquid is a strong acid (the same as **Area 6B-6**) that deals 1d6 points of damage per round to any creature standing in it. On the north wall, beneath the surface of the acid, is a stone grate that leads to **Area 6B-6**. The passage is 550ft long and filled with acid.

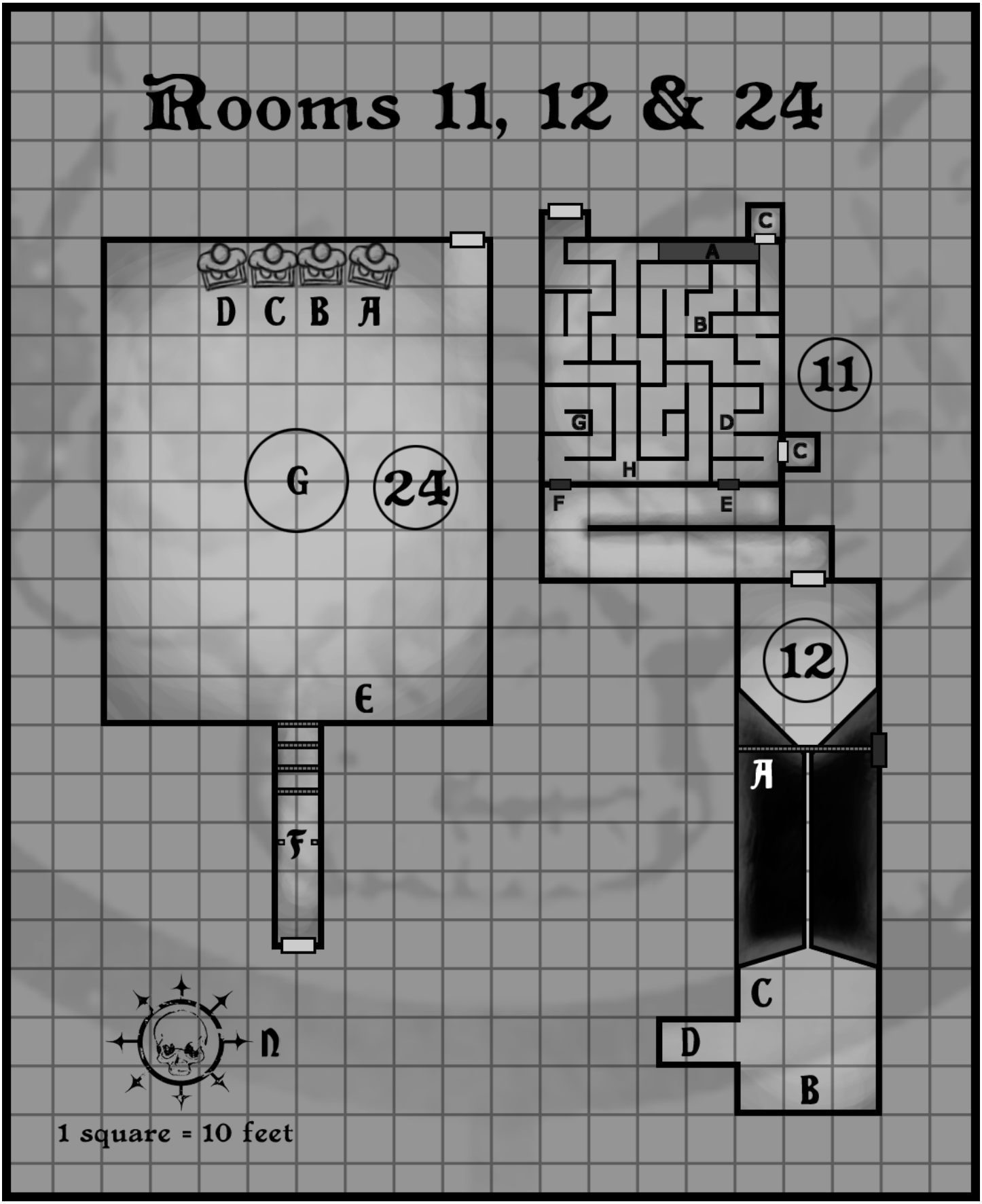
Movement below the surface of the acid is due to a particularly mean-spirited gang of **6 acid quasi-elementals**.

Quasi-Elementals, Acid (6): HD 2; **HP** 11, 13, 12, 14, 7, 6; **AC** 6[13]; **Atk** slam (1d4 plus 1d4 acid); **Move** 6/30 (swim); **Save** 16; **AL** N; **CL/XP** 3/60; **Special:** acid, fumes. (***The Tome of Horrors Complete*** 444)

The wall (**A**) is not solid; rather it is a mesh of bars like a portcullis. The mesh extends 10ft below the floor but no lower. A particularly enthusiastic climber could climb down, under and back up the wall, bypassing the door set into the mesh. The door itself is locked, but not trapped. The floor on the other side of the door is only 6 inches wide and continues for 100ft. The cross section of the bridge is roughly square, and it looks very solid.

The walls are decorated with dramatic paintings of Kenneth's life, grossly overstating his significance and power. About a half-dozen scenes are depicted on each wall, such as "Von Nightkill" strangling a silver dragon with his bare hands or blowing the head off an angel with a perfectly cast spell.

A small raised platform (**B**) has a thick glass plate set into it. Under the plate is the body of Kenneth "Lord Darkblade Von Nightkill," along with all of his worldly possessions. The body here is much closer to his shade's form than that depicted in the artwork scattered about the level. The corpse is that of a mummified, taller-than-average halfling. The size of the threadbare robe suggests that he must have been rather overweight in life. The scene is a little melancholy. Whether Kenneth was a great anti-hero in life or just a halfling with an ego problem, in death he is a pile of rags and dried flesh just the same.



A small tower (**C**) stands 20ft high and 10ft round. It is carved out of a natural piece of rock and is only 5ft wide at its peak. The top is carved into the shape of a smiling skull. Generously sized arrow slits are carved into the lower area, affording anyone inside a good view of the rest of the room.

Inside the tower is a table with a trio of neatly arranged wands. The wands are *dispel magic* (2 charges), *fear* (12 charges) and *cold* (8 charges). The *wand of cold* is a variant Kenneth created that causes a 60ft long by 30ft wide patch of ice to form on the floor.

D is not easily visible from **A**. Inside is **"Kenneth Junior,"** a powerful **black skeleton** under Kenneth's control. Junior waits patiently until he

hears people crossing the bridge or until he's ordered to attack.

Tactics: With only Kenneth and Junior as opposition, the main threat comes from the terrain itself. The acid quasi-elementals don't bother the party unless they're attacked first or someone falls into the acid.

Kenneth materializes inside the tower and uses the wands there to great effect. He goes for a defensive play, waiting until someone is halfway along the bridge before hitting them with *fear* (–4 to saves to anyone charging back across the narrow walkway to escape), an ice slick (–2 to saves to remain upright on the patch of ice) or attempting to dispel *fly*.

Kenneth should be played with all the guile possible, carefully targeting his spells and calling Junior out at the last possible moment.

Junior obeys Kenneth's orders, making use of his bulk to push foes into the acid.

The acid quasi-elementals converge on anyone falling into the acid and attack without mercy.

Note: This room, like the other graves, can be very dangerous even to an experienced party. The easiest way across the room is to hang from the bridge (possibly with the aid of some meathooks from **Area 6B-19**. This prevents Kenneth from getting a good bead on the party (so long as the party remains below the level of the bridge it's difficult, if not impossible, for him to see them from inside the tower). Unlike the other shades, there's no real way around the dangers of this room. Kenneth is a psychopath and quite insane; there is no point in trying to engage him in conversation, nor should there be an obvious flaw in his defenses.

If Kenneth is pinned by the *Ghostbind*, the area becomes much easier. One of the other shades may step up to aid in the defense of the tomb, but they lack the ability to use the wands. Kenneth Junior still engages if someone comes within 10ft of **C** and fights intelligently even without orders.

Treasure: Inside the tomb is Kenneth's mummified body, along with his spellbook. His *ring of protection +2* is inside his desiccated mouth (easily visible to anyone who checks). He has a second copy of his spellbook sewn inside his stomach cavity and a third copy is hidden within his burial shroud.

Any equipment removed from his body is also removed from him as a shade. If all three copies of his spellbook are removed, he can no longer prepare and cast spells as a magic-user. Without his gear, Kenneth is forced to rely on his *reserve* special attack.

Black Skeleton (Kenneth Junior): HD 6; **HP** 38; **AC** 4[15]; **Atk** *+1 short sword* (1d6+1) or 2 claws (1d4); **Move** 12; **Save** 11; **AL** N; **CL/XP** 6/400; **Special:** shriek. (***The Tome of Horrors Complete*** 493)

Equipment: *+1 short sword*

Area 6B-13: The Sacrifice

This room is nice in its own way. Several "windows" have been made by cutting a 3-foot-by-6-foot hole 6 inches into the wall, then hanging a curtain over it. A piece of carved iron is affixed to the back of the window like a pane of glass. The glass is faintly magical and causes the window to glow with a dim light, while a fresh breeze moves the curtain and makes the room smell pleasant.

The room is clear of furniture. The floor is covered in odd-shaped sections of carpet that overlap slightly, making the room look a little uneven.

At the far end of the room is a bas-relief of a humanoid form standing 6ft tall with its feet a foot above the ground. Where its heart would be (5ft off the ground) is a 2-foot-long metal spike protruding from the wall.

Carefully carved into the stone above the spike are the words:

> *"Impale yourself upon this spike so that you may know your own pain, and the door will be opened for you"*

The trap (if it can be called that) is almost exactly what it appears to be. If a creature is impaled on the spike (dealing 1d6+2 points of damage), the victim begins to bleed at a rate of 2 points of damage per round. The blood flows through fine channels in the bas-relief, making a pattern like a blooming vine. As long as the creature remains impaled, they can be healed normally, although the bleeding does not cease.

The mechanism triggers when 10 hit points of blood flow into the bas-relief from the creature impaled on the spike, so long as the blood is from an intelligence 4 or higher creature and there is at least 20 pounds of weight on the spike. The flowing blood activates a secret mechanism behind the wall that draws **2 white ladies** from **Area 6B-14**. They arrive one round later, opening the doors as they arrive. Their arrival is preceded by the noise of iron on stone, made by the ladies dragging their clubs. If the ladies do not open the door 10 rounds after the mechanism was triggered, it opens automatically. The trap can be bypassed if its mechanism can be understood. Simply pouring blood from an intelligent creature onto the bas-relief while weighing down the spikes is enough to trigger it. Disconnecting the mechanism achieves nothing.

The doors leading to **Area 6B-14** open by sliding slightly into the room, then rising up. Thus, anything impaled on the spike finds itself 10ft up in the air when the door opens.

Shades: Tabitha guards this room. She stays out of sight, watching from through the windows and hoping to see something die. If she sees the mechanism being tampered with (not just inspected) she fires her crossbow from her vantage point and keeps moving to avoid an easy confrontation. This is nothing more than a tantrum, and she does not put up much of a fight. Even if is restored before the party has left the room, she won't attack again.

Area 6B-14: The Chamber of the White Ladies

This room is quite lavish. The floor is tiled marble, and the windows from the previous room appear again, providing fresh air and a gentle breeze. The walls have been painted in shades of black, blue and gold in an intricate, spiraling pattern. Three large beds are around a large marble table in the center of the room.

Two beds are occupied by **2 white ladies**, abominations of incredible power. They look human enough, except that they stand 9ft tall. A floor-length thick cloth skirt covers muscled legs and bare feet, while their torsos are naked apart from deep scars. Their faces are hidden behind veils reminiscent of a bride's headdress or a funerary veil. Beneath the covering, their heads are mostly devoid of flesh, their lips having rotted away to reveal a smiling skull. Powerful arms grip long clubs made out of a single twisted piece of rusted iron. They move slowly, dragging their clubs behind them, lifting them off the ground only when they're ready to strike.

The ladies are not creations of this place; rather, it is their clubs that curse them and twist their flesh into their current form. The clubs were created by a priest of Orcus many years ago as an experiment and have no goodly use.

The marble table has a single twisted iron club resting on it. It is visually identical to the ones carried by the white ladies, except it looks cleaner and somehow fresher. It radiates a magical aura. An inscription next to the weapon reads:

> *"To achieve victory, you will need to sacrifice part of yourself. The safety of the world must overrule the safety for one's own self. Take up this weapon, and lose that which would doom you to defeat"*

The weapon is a **trap**. The first person to pick up the weapon must make a saving throw each round he holds onto the weapon. If someone holding the club fails a save, he gains a sudden understanding of his own might as his muscles bulge. The victim's strength and constitution immediately increase by 3 points each (to a maximum of 18). The curse continues to raise his strength by 1 point each day for the next

10 days (to a maximum of 18). Over that time, the person becomes increasingly emotionally distant, focusing only on killing those who stand between him and his goals. After the 10th day, he gains the ability to regenerate 3 hit points per round, like a troll. He marches inexorably toward his goal with no regard for personal safety, destroying everything in his path. He likely is killed in short order, although that doesn't slow him down. The corpse continues its doomed march. Over the days that follow, he violently twists and morphs until he becomes another white lady (identical to the ones in this room). The club functions as a *+2 club* to anyone under the effects of the curse. When the creature finishes its transformation, the club grows in size to match him. The curse can be removed only by *dispel evil*, *limited wish*, or by slaying the afflicted person in a suitably slow manner (Referee's discretion). Raising a cursed character from the dead who was killed by another manner does not remove the curse, nor does removing the club from his possession. If he is slain in another manner and subsequently revived, the curse starts up from where it left off. If the curse is removed, the bonuses to strength and constitution are also removed. Slaying a White Lady causes her weapon to lose its power, reducing it to nothing more than a normal club.

White Lady (2): HD 7; **HP** 47, 44; **AC** 4[15]; **Atk** club (2d6+4); **Move** 9; **Save** 9; **AL** C; **CL/XP** 8/800; **Special:** regenerate (3 hp/round). (**Appendix**)

Area 6B-15: The Grave of Tabitha Mirrax

This room follows on from the previous by being airy and slightly lit. The room is circular, with 12 "windows" (see **Area 6B-13**), each with fine curtains fluttering in a magical breeze. The door into the room is thick stone reinforced with iron bars.

In the center of the room is a raised round stone platform with three shallow stairs leading up to it. Set into the floor is a large pane of hardened glass, 6ft long and 3ft wide. Under the glass lies the remarkably well preserved corpse of Tabitha, her equipment lying beside her. The inside of the coffin has a bluish tinge (caused by gas inside). Around the room are three 5-foot squares of "glass" (actually steel enchanted with an *invisibility* spell) that reveal a variety of liquids filling deep pools.

Anyone specifically searching the roof of the room has a 2-in-6 chance of spotting some nozzles, although their function is not clear.

Two rounds after the party enters the room, the door closes and locks. At the same time, the three "glass" trapdoors open. The underside of each door bears an inscription.

Trapdoor A: This door is labeled "*Escape*." The pit is 10ft deep and filled with water, dyed green. One foot from the bottom is a hole 12 inches deep and 6 inches across set into the side wall. At the back of this hole is a brass valve. Turning the valve causes the door to the room to audibly unlock, while at the same time **Trapdoor A** slams shut (there is no pocket of air beneath the trapdoor). One round later, the water begins to cool rapidly. After an additional round, anyone submerged in the water begins taking 1d6 points of damage from the cold each round.

In 10 rounds, the water freezes entirely, and even water-breathing creatures begin to suffocate due to lack of air in the chamber. The water stays frozen for 10 minutes and then begins to warm. After 1 minute of warming, the water is back at room temperature (and the continuous cold damage ends), and the trapdoor opens again.

Trapdoor B: The door is labeled "*Power*." The pit is 10ft deep and entirely filled with water, dyed blue. One foot from the bottom is a hole 12 inches deep and 6 inches across set into the side wall. At the back of this hole is a small five-pronged white device. This is actually a flayed ghoul hand. Anyone touching it must make a saving throw or be paralyzed for 1d4+1 turns.

When the hand is first touched, **Trapdoor B** slams shut and locks (there is no pocket of air beneath the trapdoor). The lock is clearly visible on the underside of the door and is simple to operate from that side.

Trapdoor C: The door is labeled "*Sarcophagus Hatch*." The 10ft deep pit is entirely filled with water, dyed red. One foot from the bottom is a hole 12 inches deep and 6 inches across set into the side wall. At the back of this hole is a brass valve. When turned, two things happen. The first is that nozzles in the ceiling spray the room with **green slime**, hitting everyone in the room who fails a saving throw. The second is that the "glass" top to the sarcophagus opens, filling the room with poisonous mist. Anyone breathing the gas must make a saving throw or lose 1d6 points of damage each round for 1d6 rounds.

Tabitha likely also takes this opportunity to try to destroy the party. She can materialize in any window and begins firing her crossbows at surprised targets.

Tactics: If the party looks sufficiently panicked, Tabitha appears in one window using her stealthy materialize to enable sniping. If threatened or spotted, she dematerializes and waits for another opportunity. If her sarcophagus is opened, she fights until she is destroyed.

Note: The traps here are extremely deadly. However, a party that's been paying attention should know that the traps are there. Tabitha's obsession with watching death happen and the glass lids are hints.

Treasure: Tabitha's preserved body is inside the sarcophagus, along with all the equipment her shade uses: *+1 light crossbow* (along with a quiver with 20 bolts), 2 wickedly serrated short swords, leather armor and a *cloak of elvenkind*. Her equipment is in good condition, and wrapped in oilskins.

Any equipment removed from the sarcophagus is also removed from her shade. Tabitha becomes rather ineffective in combat without her gear, and instead spends her time trying to locate weapons that may have been left on the level from other encounters. Any weapon she does find is dropped when she is destroyed or when she dematerializes.

Area 6B-16: Drowning

The door to this room is closed but not locked. This room appears to be a safe haven. It has obvious lead-lined walls, floor and ceiling as well as a very sturdy lead-and-stone 1-foot-thick door. The room is obviously protected against shades, with magical runes of warding carved into each surface. The room contains an iron work table, a wooden cupboard, an iron bathtub (complete with rubber plug) and three straw beds of passable make.

On the inside of the door is a large wheel that is used to seal the door. If there is anything suspicious about the contents of the room, it is that everything is rather fresh and clean. The protective magic guarding the area is real; the room is legitimately shielded from the shades, but also blocks any magical forms of transport such as *teleport* or *dimension door*. Any non-magical object left unattended in the room for 24 hours is fully repaired and cleaned. This is especially useful after the trap goes off (see below).

The room is a **trap**, and a fairly obvious one. It is triggered by the door being closed and the wheel being spun three times clockwise (thus locking the door). If the door is closed with people inside but not locked, the locking mechanism can be engaged from a space hidden above the room, accessible only to the shades and any other incorporeal creatures. Any shades can operate the lock except for Vallis (who thinks this trap to be in poor taste).

One minute after the door has been locked by either method, blood from a reservoir above leaks down the walls. The blood leaks out of eight 1-inch-by-4-inch ducts, one at each corner of the room and one in the top-middle of each wall.

The room continues to fill with blood (at the rate of 2ft per minute) until it reaches the 10-foot-high ceiling. It then remains full for 2 hours, before draining (via the bathtub, which refills the reservoir) and activates an enchantment that proceeds to clean the room over a period of 12 hours, at which point the trap is effectively reset. Unplugging the bath does not cause the room to empty prematurely.

If the middle bed is moved at all, a very obvious a trapdoor is discovered underneath it. The trapdoor is fake and intended only to waste time.

Shades: Either **Tabitha** or **Kenneth** (equal chance) watches this room if the trap goes off. The shades cannot enter the room while the door is closed, but they content themselves by listening to the shouting coming from inside. They're not above staging an ambush outside to deal with survivors.

Area 6B-17: Third Time's The Charm

This hallway is no different to the others except for the traps at either end. When the first person passes through the center of the hallway, a *phantasmal force* spell creates an image of an iron javelin at the far end that launches at the party! This is designed to look and sound just like a mechanical trap, except that when the javelin hits it's clear that it was just a trick (even if it misses and hits a wall, it fails to make the correct sound). A round later, a second illusionary javelin fires. A round later, the trap goes off again, this time firing a real javelin (treat it like a 5HD monster). For this third shot, the trap still creates an illusion of a javelin and the sound of it firing overlaps the real one so anyone expecting an illusion is not disappointed.

When traveling through the hall a second time, the trap activates, also firing three illusionary javelins. This time the real bolt is the second one. The javelins do 1d6 points of damage to anyone they strike.

Area 6B-18: The Glory of Battle

The floor of this room is a checkerboard of light tan stone alternating with slabs of dark gray rock. This is one of the largest rooms on this level and is built to look like a natural cave, but is actually artificial. A dwarf recognizes that the roof of the room is carefully designed to amplify sound. The dome shape of the roof and the fake stalactites are all carefully placed with acoustics in mind.

Standing in the room in neat formation are **20 juju zombie soldiers** and **40 skeleton archers**. The undead wear rotting tabards depicting a skull impaled on a spike. Shortly after the party enters the room they make any noise they can, either roaring with rotted lungs, stamping their feet or smashing their hands together. Before the sound dies down, they charge. Behind them stand the real guards of this area: **10 black skeleton champions**. These champions are kept in reserve until at least half of the soldiers and zombies are slain. After 50 undead are destroyed, or when Vallis calls for them, they move in quickly to clean up.

Tactics: The tactics of the army of the dead are blissfully simple. The archers split into 4 groups of 10 and fire in unison at the same target, picking on lightly armored foes. The zombies are even less cohesive, simply running at foes, aiming to overwhelm them. If Vallis is present and the characters have shown they are a substantial threat to the forces of evil, she commands the zombies to fight more intelligently. However, this is only as a last resort as Vallis much prefers a chaotic melee she can truly enjoy.

If the black skeletons are sortied, they move up and look for a clear line into the battle. They fire one shot with their heavy crossbows before dropping them and drawing swords. They move in an almost professional manner, and fight with cunning. At this point the battle is serious, and Vallis acts appropriately.

Shades: Vallis loves this room more than any other, in spite of the extensive work required to clean the room up after it's all done. If able, Vallis materializes as soon as the fighting starts and wades into melee. Vallis makes little effort to command her troops or to keep them organized; she simply revels in the thrill of battle and the sounds of steel striking flesh.

Skeleton Archers (40): HD 1; **AC** 8[11]; **Atk** strike (1d6) or light crossbow (1d4+1); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** none.

Juju Zombie Soldier (20): HD 3; **AC** 2[17]; **Atk** strike (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** +1 or better weapon to hit, immunity to electricity and cold, immunity to magic missile, resistance to fire (50%). (***The Tome of Horrors Complete*** 616)

Black Skeleton Champions (10): HD 6; **AC** 4[15]; **Atk** longsword (1d8) or heavy crossbow (1d6+1) or 2 claws (1d4); **Move** 12; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** shriek. (***The Tome of Horrors Complete*** 493)

Equipment: chainmail, longsword, heavy crossbow, 5 bolts

Area 6B-19: The Butcher's Pantry

This room is ice-cold and full of mist, and requires unprotected characters to make a saving throw every 10 minutes or take 1d4 points of damage from the cold.

The walls are unpolished iron plates, and the 10ft high ceiling has 32 hooks arranged in a grid pattern every 5ft. The hooks are iron loops suspended from the ceiling, with an S-shaped butcher's hook hanging from the loop. The mist reduces visibility to 10ft and gives the illusion of shapes moving just beyond sight.

Hanging from the ceiling by their feet from random hooks around the room are 8 blood-covered skeletons. Most of their flesh is stripped from them, but just enough tendon and sinew remain to hold them together. They're a mix of races.

This room is the haunt of **4 bone cobblers** who work with the shades to keep this level fully stocked with skeletons. They are largely responsible for creating the denizen of **Area 6B-20**.

Tactics: If they hear people in their room, the bone cobblers sneak around to the door, hoping to trap the party inside. They use *animate bones* to get the hanging skeletons to attack. Finally, they use their breath weapons to *slow* (and hopefully panic) everyone in the room.

Note: The cobblers swapped their light hammers for hooks, which they use to move skeletons from one hook to another. The hooks do 1d4 points of damage.

Treasure: The skeletons are the remains of an adventuring party killed elsewhere on the level. Most of their gear was taken to be used elsewhere or given to other Orcusites, but some still remains. In the back of the room are four piles of furs and skins. Underneath one pile is a sack of coins (the cobbler's stash in case they ever need to find a new place to stay) worth 2016gp, 2011sp and 3018cp. Another pile holds a bottle of fortified wine. A third pile conceals a *bag of holding* that unusually doesn't have a magical aura. The cobblers are aware of this odd property and have been using it to conceal items from the Orcusites. It currently holds a gold signet ring (250gp), 2 well-cut rubies (500gp each) and a glass bottle filled with a reddish smoke that the cobblers watch for amusement (like a lava lamp).

Bone Cobblers (4): HD 5; **HP** 34, 30, 26, 31; **AC** 5[14]; **Atk** 2 hooks (1d4) or 2 claws (1d3); **Move** 12; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** animate bones, breath weapon. (***The Tome of Horrors Complete*** 69)

Area 6B-20: The Grave of Vallis Blacklocke, Priestess of Orcus

This comparatively smaller room is the final resting place of Vallis. The decoration is ornate but inexpensive. Every 5ft along the wall is a carving of a weapon picked out in fine detail. The floor is a mural depicting Vallis in her prime as a proud soldier of evil and victor of many battles. An iron casket recessed in the center of the floor is decorated with symbols of Orcus.

Vallis guards the room, which feels claustrophobic due to the presence of her monstrosity-of-war, **Jawbone**. Jawbone roughly resembles a five-headed hydra skeleton, but with goat horns on each head and hooves

on each of its six feet. Skeletal bat wings sprout from its shoulder blades. The creature stands as an unliving monument to Orcus' power.

Neither Vallis nor Kenneth has the power to properly animate such a creation, so they've taken a shortcut. As long as Vallis is not pinned by the *Ghostbind*, she can use her essence to activate the creature (Vallis assumes her incorporeal form and occupies the skeleton's space, wearing it like armor). If Vallis is not present, one of the other shades takes control, although Jawbone loses its regeneration if controlled in this manner. Any shade controlling Jawbone is protected by its bulk and takes no damage from attacks, but cannot take any other actions beyond controlling the creation. Jawbone has no mind of its own; if no shade controls the creature, it simply stands still.

Jawbone: HD 10; **HP** 60; **AC** 4[15]; **Atk** 5 bites (1d6) and 6 hooves (1d4); **Move** 12 (fly 12); **Save** 5; **AL** N; **CL/XP** 14/2600; **Special:** control, regeneration (5 hp/round)

Tactics: If Vallis is present, she has a pretty good grasp of the abilities of the different party members, and engages the group intelligently. Otherwise, the creature is limited in its offensive options and picks on spellcasters, followed by party members in heavy armor. Jawbone presents a massive physical threat with no obvious weak points, but may be more than a match for the party in a straight fight. If they elect to turn and run, Jawbone makes no effort to pursue the fleeing targets.

Treasure: Inside the casket is Vallis' now rather dry and aged form, along with all the gear her shade uses. This includes her *+1 plate mail, +1 shield, +1 heavy mace* and her *cloak of protection +1*, all of which are irrevocably stained with blood. Her body is wrapped in a dark-gray funeral shroud and is dressed in a ceremonial robe of Orcus that falls to bits at a touch. All of her equipment is neatly wrapped in pieces of white cloth. If the equipment is removed from the casket, it is likewise removed from her shade. Her holy symbol is around her neck and may not be visible at a glance. If the holy symbol is removed, she loses access to all her spellcasting abilities. Without her weapons, she moves into a support role (much to her chagrin), occasionally engaging in melee using her shade *touch* attack.

Note: For a low-level party or one that prefers puzzles over combat, there are ways around Jawbone's might. If the party deduces Vallis' motivations from the many murals around the room, they might know that she loves glory and chaos more than she loves Orcus. Attempting to preach the virtues of another god of battle (such as Muir, or her former patron Bowbe) gives Vallis pause — long enough to open her casket at any rate. Getting her to admit that she follows Orcus only out of convenience is enough to prevent her from being able to control Jawbone (although the other shades are still able to do so).

Finally, convincing Vallis that her fighting days are not over and offering to *raise* her body results in her forcing Jawbone to stand down. In addition, she won't appear for the rest of the level so long as the party looks to make good on its promise.

Should Vallis be restored, she is still bloodthirsty and prone to fits violence at the worst possible times, but she follows any new faith without question and can in time be rehabilitated.

Area 6B-21: Schadenfreude

This room appears empty, which should be a warning itself. The ceiling is 60ft high with a *phantasmal force* cast over it to make it look like it is a mere 15ft high. Davith suspects (perhaps rightly so) that adventurers are lax in checking the ceilings of dungeons and decided to have some fun.

The entire floor of the room is a **trap**, and not a subtle one. One round after someone steps on the floor, a powerful spring is released, throwing everyone standing on the ground 6d6ft into the air (and through the illusionary ceiling). Characters take 1d6 points of damage for each 10ft they fall based on how far they are thrown. The trap's quick reset time means it can be rather difficult to stop once it starts.

This trap is not terribly deadly, but it amuses Davith to no end. The easiest way around the trap is for one character to trigger it, and then dash across immediately after it fires.

Shades: Davith finds this trap to be the epitome of humor, while the other shades think it childish in the extreme. If the party is trying something clever to get around it, Davith gleefully sets off the trap himself to foil their efforts.

Note: As long as this trap is active, no random encounters occur in this room or **Area 6B-22** or **Area 6B-23.**

Area 6B-22: Can't Keep a Good Man Down

This room is wide and relatively spacious, with only four columns for decoration. The room has seen a lot of combat. Deep gouges scar the walls and a series of burn marks along the floor hint at past skirmishes.

Four secret doors hide **4 troll abominations**. These feats of necromantic genius are the cause of the battle-scarring. The secret doors open 2 rounds after anyone enters the room.

Troll Abominations (4): HD 6; **HP** 39, 44, 25, 23; **AC** 4[15]; **Atk** bite (1d8+2) and 2 claws (1d6+2); **Move** 12; **Save** 12; **AL** C; **CL/XP** 8/800; **Special:** linked unlife, rend (1d8 points of additional damage if both claws hit a single target). (**Appendix**)

Area 6B-23: The Grave of Davith Foundling, Slave Trader

This room looks more like a twisted museum than a tomb. Various exhibits are placed in the wall alcoves, which are neatly signed, and include some description as to their history and use. These include an iron maiden, a set of stocks, thumbscrews and a chain-o'-nine-tails among others (Referees are advised to alter these items and the room to suit their players' sensibilities, perhaps changing this to a museum of particularly fine art of terrible sea monsters).

The floor is made of large brown tiles with deep channels running between them, all sloping slightly toward a drain in the center. Several smoky black torches in sconces high up on the walls cast a dim light.

The niche at the back of the room contains a slightly raised stone slab with a sheet of thick glass set into it. Davith's tomb, complete with all his worldly possessions, is beneath the glass sheet. He is dressed in his old naval gear, the trappings of some forgotten coastal nation's navy. This is one of the few concessions Davith made to the man he once was. The remainder of the room embraces the cruel pain-worshipper he became.

At the far end of the room, sitting directly atop Davith's grave, is **The Flesh**, a creation made of many parts of corpses sewn together. The Flesh has many colors and textures, and the iron sutures that hold it all together are clearly visible. The Flesh has no clear anatomy; eyes, ears and mouths of all sizes are placed randomly around its body. It moans constantly, obviously in immense agony.

The Flesh has limited movement, and mostly just rolls and lurches slowly around the room. It has many limbs randomly attached to it, odd broken appendages no larger than a human leg that flex at odd angles. The limbs end in fragments of nail or bone, and constantly scratch and scrape at itself in a desperate attempt to end its misery.

The only way to damage The Flesh is for the party to wound themselves. The first time they're wounded by The Flesh, draw attention to the fact that the same wound inflicted on the character (perhaps a deep double scratch from a misshapen claw) also appears on The Flesh. The Flesh regenerates quickly, however, so it is a challenge for the party to damage themselves quickly enough to destroy The Flesh without actually killing themselves.

The Flesh: HD 12; **HP** 68; **AC** 4[15]; **Atk** 1d4+2 strikes (1d6+1); **Move** 6; **Save** 3; **AL** N; **CL/XP** 16/3200; **Special:** invulnerable, immune to weapons and magic, regenerate (4 hp/round), vulnerable to kindness and suffering, wave of suffering (2d6

points of damage, heals undead). (**Appendix**)

Tactics: The Flesh is a creation of Kenneth, Davith and the bone cobblers, and is a sad creature. It is not evil, or even really malign; it is simply mad with pain and does anything to make it stop. It normally spends its time in its bed where it is first encountered, huddled and crying. It associates movement with pain, and immediately attacks anything nearby. **Davith** is quick to join in if he can. He alternates between using his pain ability by attacking himself, then attacking The Flesh (being healed by the negative energy of its wave of pain). If Davith is not present, only **Tabitha** comes to the creature's defense (Kenneth and especially Vallis want nothing to do with this room). Tabitha hides among the torture equipment, sniping at the party, but goes to great lengths not to get too close to The Flesh.

The Flesh is not evil. Healing spells grant it some reprieve from its suffering and may allow a party to calm it momentarily. The sutures covering the creature are etched with runes. Breaking the sutures takes two minutes, and The Flesh needs to remain calm for that entire time. If the spell binding The Flesh is broken, it dies and its troubles are over.

Treasure: Inside Davith's tomb is all the equipment present on his shade. This includes his *+2 plate mail, +1 spear,* 2 (non-magical) spears and his *gauntlets of swimming and climbing*. The naval uniform is in quite good condition and could be sold for 200gp to a collector. If this equipment is removed, Davith's shade is reduced to throwing rocks or hitting himself with whatever he can find to trigger his pain attack.

Area 6B-24: Inexhaustible Supply

This room is a playroom for the dark forces that inhabit this level. The floor is covered with thousands of bones, some yellow with age, others white and fresh. Carvings and statues adorn the walls, a testament to the ego of its builders. Statues of the four shades stand in alcoves on the west wall (at **A**, **B**, **C** and **D**). They're life size and rendered in incredible detail (closely resembling the status in **Area 6B-3**). They are all in traditional angelic poses, standing straight with their hands clasped to their chest. A slot in each statue is over the heart, with an iron handle poking out. The switches are all in the "up" position. The statues are making silly faces: Kenneth is licking his nose while cross-eyed; Vallis is contorting her face into an exaggerated snarl; Davith is pouting; and Tabitha is feigning surprise.

In the center of the east wall is an archway (**E**) decorated with a dragon's head at the top with its wings drooping over the frame. Four heavy iron portcullises block the archway. Behind the portcullises are two more switches (**F)**.

In the center of the room (**G**) is a raised stone platform sitting above the bones. A five-pointed star decorated with iron inlay is carved into the floor here. The image of a stylized skull is carved deep into the floor at each point of the star.

The switches control the portcullises.

- **A** raises the first and fourth portcullis, and drops the second and third
- **B** drops the first two portcullises and raises the latter two
- **C** raises the first, second and fourth portcullises, and drops the third. A second later, the first and fourth portcullises drop back down.
- **D** raises the second and third portcullis, and drops the first and fourth.
- Should any two switches be pressed at the same time, all four portcullises drop down.

The puzzle is not terribly complicated, a character need only move through the portcullises while an ally operates the switches in order: **A**, **C** then **B**.

The two switches (**F**) are larger and heavier. The switch on the north wall is shaped like a tongue extending from a mouth carved into the wall. Pulling this switch causes all the portcullises to fall back down.

The switch on the south wall is shaped like a sword stabbing a carving of a wounded doe. This switch at first raises all the gates. But 1 round later, the gates slam closed. On the third round, the portcullises raise and stay open. After this switch is pulled, all switches cease functioning.

The portcullises are thick steel bars, difficult to break but not impossible. The bars are covered in 6-inch spikes welded on at odd angles to discourage heroes from forcing the gates open. The spikes also make it very unpleasant to stand directly beside a gate when it opens or closes. A creature has just enough room to stand under an open portcullis while the ones on either side are closed.

The spiked portcullises raise and lower with great force and speed. Anyone standing under a portcullis when it closes takes 5d6 points of damage (save for half). Similarly, anyone standing next to a portcullis when it opens takes 3d6 points of damage (save to avoid) from the numerous spikes welded to the bars.

Four rounds after characters enter the room (or after the first switch is flipped), the circle in the center of the room begins to hum like a cello being tuned. The shades use the bones in this room to defend it, each lending their own flair to the proceedings.

Every 5 rounds, **5 fragmented skeletons** rise at each point on the star. If one of the shades is able to materialize in the center of the circle (**G**) on the round before the skeletons form, the skeletons each gain a special property (see below). After 5 rounds, 5 new skeletons form and another shade can materialize, and the cycle begins anew. The circle continues to generate skeletons until the sword switch (**F**) is pulled or no living creatures remain in the room.

- If **Davith** materializes in the circle as the skeletons form, their touch causes a victim to bleed for 1 point of damage with each successful strike. Multiple hits from one of the skeletons increase the bleeding damage. Bleeding creatures take the damage at the start of their turns. Bleeding can be stopped through the application of any healing spell. The bones of these skeletons drip red with blood.
- If **Vallis** materializes, the skeletons burn with a gray flame. When a skeleton with this ability is destroyed, it instantly reforms as a new fragmented skeleton (which does not possess this ability).
- If **Tabitha** materializes, the skeletons gain an extra 11 hp. These skeletons have much longer arms and lope like an ape, chattering their teeth all the while. If the skeleton hits a single victim with both claws, it grabs hold of the target. If Tabitha has access to a weapon for backstabbing, this could get very dangerous.
- If **Kenneth** materializes, the skeletons gain a blue hue to their bones, and one of them (chosen at random) can explode in a ball of negative energy that deals 3d6 points of damage to all targets within 10ft. If any other blue skeletons remain, one of them within 60ft (at random) gains this ability. This ability is passed on until no blue skeletons remain.

Fragmented Skeleton: HD 3; **HP** 18; **AC** 8[11]; **Atk** 2 claws (1d6); **Move** 12; **Save** 14; **AL** N; **CL/XP** 3/60; **Special:** shabby construction. (**Appendix**)

Note: This room is intended to be rather difficult for those not prepared. Simply pinning a shade or destroying the shades and attempting to leave the room before they reform reduces the difficulty by a sizable amount. Raiding the shades' tombs makes this battle far more even.

Area 6B-25: The Source

This room contains the ultimate encounter of this dungeon level. The room is massive, nearly 200ft in diameter. It is tall as well, rising 200ft high in the center to a domed ceiling and sloping down to 120ft high near the walls. The walls, floor and roof have been carved to resemble the inside of some grand cathedral or tomb, with all the decoration the stonemason could fit. The centerpiece is a great iron chandelier with 666 black candles burning with a gray, magical flame. The area would be rather grand if not for the obvious self-congratulation.

The room is devoid of furniture. A massive pile of bones, twisted iron and dried blood sits in a 20-foot-wide heap in the center of the room. As characters approach, the pile of bones bursts into unlife and soars into the air. This is the **undead dragon, Kallinstraids** who served the shades in life as their mount and faithful companion. All shades who are able attempt to materialize in the area as well. **Davith** and **Vallis** appear 30ft in

front of the party, while **Tabitha** appears behind near the wall. **Kenneth** appears mounted atop Kallinstraids, howling with glee.

Tactics: If the party has not disturbed the shades' tombs, this fight may go badly for them. Kallinstraids is a vicious monster, made all the worse by its ability to rapidly reform the shades. It stays high in the air, using its breath weapon as often as it can and being very cagey about when to directly engage the party and when to reform its friends. If Kenneth is not around to help, Vallis rides on his back instead, making use of her touch to keep Kallinstraids healed.

The characters may be able to employ one trick: The iron chandelier is held to the ceiling by nothing more than a slightly rusted chain. If this chain is snapped, it deals 10d6 points of damage to everyone within 10ft of the center of the room (save for half). If this chain is snapped while Kallinstraids sits in its bone pile, the party could secure the upper hand.

If Kallinstraids is destroyed, the shades are unable to be restored and their threat passes.

In the southwest corner of the room is a **vault door**, locked but not trapped. There is no key for this door. To open it, a wheel on the front of the door must be spun four times to the left, five to the right, then once more to the left. All of the shades know this combination.

Kallinstraids, Vampiric Red Dragon: HD 10; **HP** 74; **AC** 2[17]; **Atk** 2 claws (1d8), bite (2d8 plus level drain); **Move** 9 (fly 24); **Save** 5; **AL** C; **CL/XP** 18/3500; **Special:** breathes fire, drain level (save at +1), immune to charm, fire, hold, poison and sleep, magical abilities, reform shades, regenerate 3hp/round, vampiric vulnerabilities, vulnerable to cold (x2 damage from cold, –4 to saves).

Magical Abilities: at will—*detect magic*, *gaseous form*, *read magic*; 1/day—*mirror image, shield, web*; 2/day—*magic missile*.

Kallinstraids can breathe a line of fire in a 90ft long cone shape that is roughly 30ft wide at its base. This cone of fire is filled with negative energy that drains 1 level in anyone who fails a saving throw at +1. Kallinstraids can also opt to use its breath weapon on an unoccupied area of the ground. This does no damage, but instead reforms 1d4 shades that have been destroyed.

Area 6B-26: Was It Worth It?

After the grand nature of the previous room, this one is quiet and practical. The room is filled with stone shelves holding an assortment of items. At the back of the room is a swinging door that looks like it has seen a lot of use. Most of the objects here are components for refilling the various traps found around the level. A few canisters of poisonous substances are around, and the shades (being immune to their effects) have gotten sloppy at keeping the area clean. Anyone handling an object in this room has a 10% chance per item of exposing himself to a particularly nasty mixture of poisonous residue (save or die).

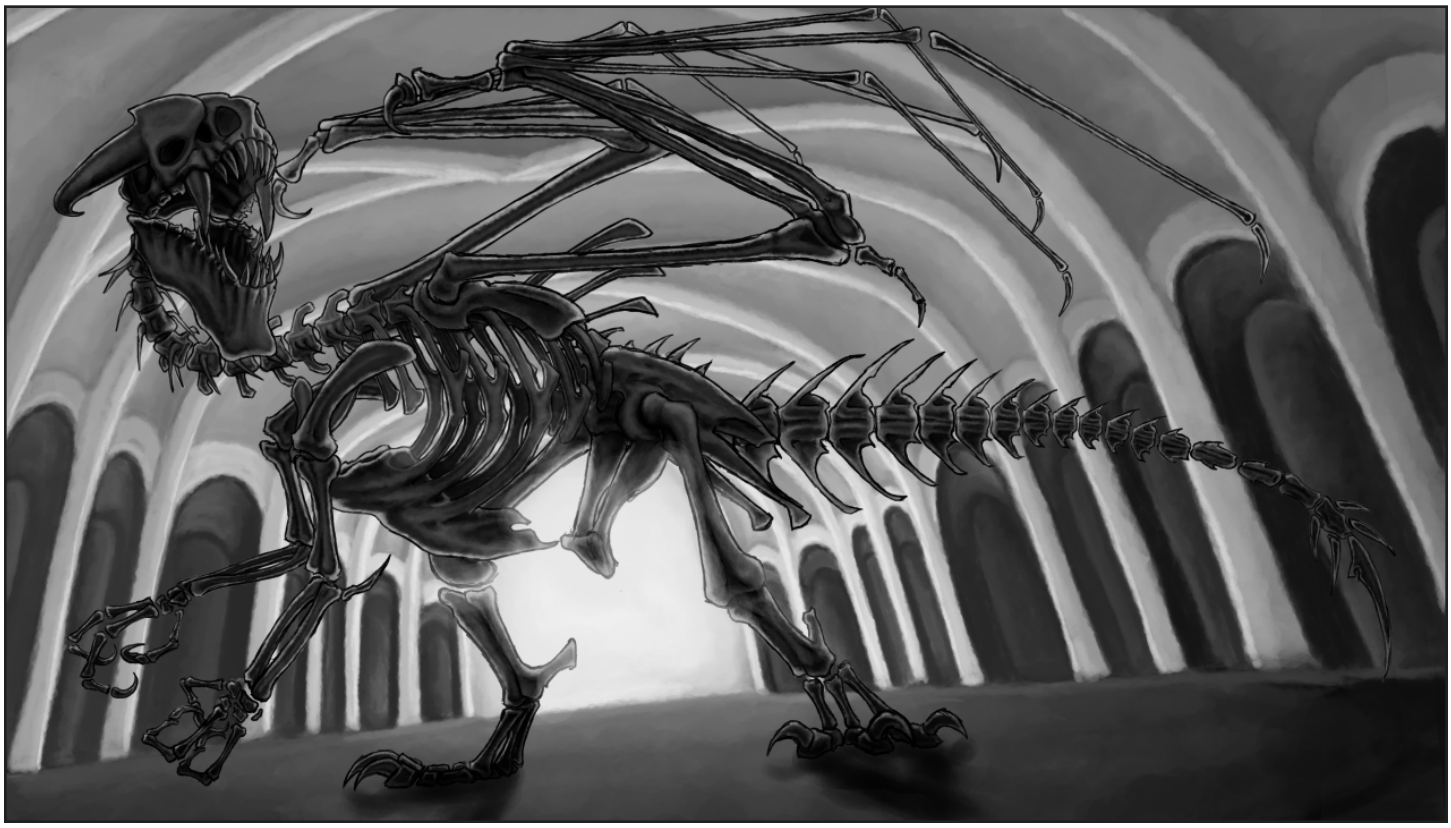
The room also contains various interestingly shaped bones from unusual humanoids that died on this level. Most of the gear from fallen adventurers is sold or given to the Orcusites elsewhere in the dungeon, but some items remain here (see **Treasure**, below).

Everything (including the magic items) is clearly labeled, and apart from the poison, no traps or tricks are here. The shades honestly believe that no adventurer could ever breach this room. It brings to mind the backroom of a theater, a messy pile of props to allow the shades to put on their show.

Treasure: The trap components could be sold for 4500gp to anyone with a keen interest in mechanics or poisons. In a pile are 38 silver holy symbols (to 8 different gods), Vallis' personal scorecard. The jaw of some large creature could find a collector of such oddities, and may fetch up to 500gp. There is also a pile of 300gp worth of mundane gear (mostly containers, chains and rope) that the shades will eventually break down for scrap. Materials are here to reload the level's various traps, including spikes and 2 large low-quality (10gp) rubies for the trap in **Area 6B-9**.

A few curious items are also found here, including:

- A silver pendant of a dragon, which answers questions about dragons when asked by an elf.
- An intricate dagger with a red hilt. The dagger is one of the keys needed to open a door elsewhere in the dungeon (**Level 3B**, **Area 3B-20, of *Rappan Athuk***).
- A "replacement" arm: A perfectly preserved limb of a humanoid with alabaster skin and uncomfortable-looking red tattoos. If this limb is af-



fixed to the shoulder of a creature that has lost its arm, it reattaches within minutes. While the process is excruciatingly painful, the arm functions properly for them with no ill effects.

• A lovely cigar case, which when the command word "grateful" is spoken, unfolds over the course of one round into a *+1 shortbow*. The word "return" causes it to fold back at the same speed. This was once Tabitha's weapon of choice for assassinations.

The real treasure (as alluded to in **Area 6B-2**) is the floor. The floor is literally paved with gold, although centuries of dust, grime and grease obscure it so anyone who is not specifically looking for it might miss it (1-in-6 chance to notice). If the gold it pulled up and cleaned (which would take four people a week to accomplish), it would be worth 35,400gp.

Area 6B-27 Behind the Scenes

Standing completely still in a neat formation near the back wall are **16 zombies** and **14 skeletons**. These are the workers that keep the level running, its traps loaded and its halls clear. They obey commands from any of the shades and attack if anything other than a shade enters the room.

Skeleton (14): HD 1; **HP** 6x3, 1x3, 4x2, 5x2, 2x4; **AC** 8[11]; **Atk** strike (1d6); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** none.

Zombie (16): HD 2; **HP** 14x3, 11x3, 9x2, 13x2, 6x2, 16, 7x2, 4; **AC** 8[11]; **Atk** strike (1d8); **Move** 6; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** immune to sleep and charm spells.

Tactics: The undead simply charge, attempting to overwhelm their attackers. They have no special gear and tactics and fall to all but the most worn-down of adventurers.

Area 6B-28: The Room of the Lovers

This room was built by Davith and Tabitha to allow them time together away from the others. The room has no furniture other than a pile of dry hay. The walls are covered in rather amateurish poetry and drawings chronicling the growing romance between the pair. There is a passable painting of a half-orc ripping various fantastical creatures in half while a short elf watches. The poetry is uninspired, with Davith and Tabitha praising the other with heavy-handed verse, as new lovers are wont to do.

The only treasure in the room is under a loose brick in the hay. Inside is a small wooden box containing a gold ring with a large ruby set into it (worth 3500gp). This was the ring with which Tabitha planned to propose to Davith with, but the ritual to transform them into shades was completed before she worked up the courage. She takes out her ire on any character she sees wearing the ring. If the party figures out that it is an engagement ring, they may find it useful in any attempt to placate Tabitha.

It is possible that a particularly insightful character could convince Tabitha and Davith that allowing themselves to be *raised* may bring them more happiness than an eternity of unlife. The Referee is free to roleplay this as he wishes, but even if the party does manage to *raise* Davith and Tabitha, they are still utterly deplorable people who cause the party no end of grief.

In the Event of an Emergency

It's possible that the party assaults this level and is repelled. The shades waste no time in cleaning up the mess and resetting their traps. If their tombs are raided, they purchase fresh equipment from the Orcusites of ***Rappan Athuk***. After preparing the gear in a ritual, it once again appears on their shades. This ritual takes one week and requires Vallis to be free of the *Ghostbind*. The shades also use some of the gold from **Area 6B-26** to purchase new defenses as required, such as golems or traps.

Part 8
New Encounters

Introduction

Rolling up random encounters is always good fun, and serves many purposes. Not only does it provide opportunities for horrible things to happen to characters, it also drains them of spells and consumables and can keep them on their toes. Random encounters are at their best when the characters expect to be attacked at any moment and as such waste spells and miss sleep out of paranoia, and therefore get all the drawbacks of fighting a pack of marauding kobolds without gaining any loot or experience.

To aid in keeping your characters tired, frightened or dead, here are a few encounters that can be much more dangerous than simply the sum of their XPs. Most of these are more effort for the Referee than a simple squad of monsters, and may require a little tailoring to truly shine. Often players don't take random encounters seriously enough, but this is Rappan Athuk and the characters should experience true dread whether they're up against a boss in his set-piece room or whether they just walk down the wrong corridor at the wrong time.

Finally, I am forced to admit that I do indeed love weaponized teapots.

— Alex

Drifter and Hel's Angels

Sometime when the party is camping on the surface, whether in town or in the wilderness, they are approached by a young elf named **Drifter**. Drifter carries a large backpack and is dressed in a mixture of rags, scarves and traveler's clothes with a friendly smile. Drifter claims that he heard of the party at the last town they visited and while he is "no great adventurer" himself, he offers to lend any assistance he can. Drifter asks nothing in return other than 1gp a week and to be able to listen to the party tell tales of their exploits.

Drifter's purpose, however, is far more sinister. Weeks ago his friend **Jessu** received a vision from Hel, The Lady of Pestilence. In her vision, Jessu learned that the characters would drive disease from the land and "bring light to dark places". Jessu sent Drifter to spy on the party and discover their weaknesses while she organizes a force to destroy them in Hel's name.

The "Hel's Angels" do not need to be just a once-off encounter. If Jessu and her Angels are unable to destroy the party, there may be nothing preventing her trying again. She may collect other mercenaries from the list below to shore up her losses. Any time the party engage a pack of goblins and one escapes or they threaten a merchant instead of paying them, the Hel's Angels may gain another member or a sponsor.

For this reason a brief section of backstory is provided for each member. This gives some insight into their motivations, as well as suggesting how they may develop. Even if the Angels disband, these mercenaries could return later to be hired, or may be in the employ of the forces arrayed against the players.

Encounter

The encounter is designed for a Level 4+ party, which is about the point where a party that started at Level 1 or 2 should have managed to achieve something great enough to have attracted Hel's attention and to give Drifter a plausible cover-story to join.

This encounter is also significantly more complicated than most and to help some tactics have been provided for each anti-hero. These are only suggestions and the tactics should shift to pose the greatest threat possible to the party!

Drifter

Drifter carries many mundane tools (listed below) as well as being skilled at and knowledgeable in several subjects. He has never been to Rappan Athuk and knows little about it, instead having focused on history and the arcane.

When working with the party, he claims that he is most useful when carrying things or going about menial tasks. He can also care for the wounded and stand watch. Drifter, while duplicitous, is not evil and is infallibly loyal to Jessu, believing her to be a true expression of her god's will. He serves the party loyally enough and makes no attempt to cause them harm. He would prefer to wait until Jessu is in position than risk drawing attention to himself.

This event should be a bit of fun for the Referee. First of all, Drifter needs to integrate himself into the party, never being too visible but never getting left behind either. If the characters talk about tactics or their strengths and weaknesses within earshot of Drifter, the Referee should make a note of what was said. After a sizeable number of notes have been collected (approximately three times the numbers of characters), Drifter uses his *scroll of distant communications* to write to Jessu what she needs to know to hunt and destroy the party!

Drifter can arrive weeks or even months before the ambush is to take place. It is unlikely that the party's actions convince Drifter to abandon his mission; every evil creature they destroy and every dungeon level they clear only makes Jessu's prophetic vision seem more likely.

Tactics

Drifter was not lying when he said he was "no great adventurer". His spell-book is intentionally limited so as to make it easier to conceal, and his training makes him very effective in social situations as well allowing him to pick up new skills quickly. His usual strategy in combat is to cast *invisibility* and from there either to run away or to move to a more defensible position.

From there he casts his favorite spell, *sleep,* on whichever target or targets he deems most appropriate. Once the target is prone he opens up with his longbow until they recover, before repeating the process. He holds his casting of *magic missile* in reserve until he spots a wounded target and uses it to finish them off. Drifter is very bright and analytical, more so than anyone else listed here and as such he is the most likely to adjust his tactics to the changing conditions of battle.

Although he's certainly in the best position to provide tactics to the Angels he lest Jessu lead, partly out of respect to Jessu, and partly because he does not want to draw attention to himself.

Morale

Drifter likes Jessu and believes that her connection to the divine will make her great, but is also smart enough to know that doesn't make her invincible. If he can see that the battle will not end well, he yells "time to go!" and tries to convince the Angels to retreat. If Jessu or Hands collapse from their wounds he carries them clear of the battle, fearing for their lives.

Drifter, Elf (MU3/Thf2): HP 15; **AC** 8[11]; **Atk** dagger (1d4) or longbow x2 (1d6); **Move** 12; **Save** 13; **AL** C: **CL/XP** 6/400; **Special:** +2 save vs. spells, +2 save bonus vs. traps, elf traits, spells (2/1).

Spells: 1st—*magic missile*, *sleep*; 2nd—*invisibility*.
Equipment: leather armor, dagger, longbow, 15 arrows, *scroll of distant communications* (hidden inside a lead tube; see **Appendix**), backpack, bedroll, blanket, block and tackle, bucket, bullseye lantern, 3 flasks of oil, crowbar, 3 iron spikes, pot, 50ft silk rope, small collection of books, spellbook, gold and silver ring (200gp value), 15gp, 2sp.

Spellbook: Drifter's spellbook pages are neatly bound into a rather dry book on the history of needlework. It contains all spells prepared above plus: 1st— *charm person, light, read languages;* 2nd—*levitate, mirror image, web*. The book has no free pages.

Note: Drifter's gear should be increased to match the terrain in which he encounters the party, such as winter blankets for colder climes or extensive climbing gear for mountainous areas. None of this gear should be magical. He also carries a notebook which includes all the things he's heard the characters say about their combat skills and weaknesses. Finding this book should be an interesting read as the characters realize what things they may have carelessly mentioned.

Jessu

Jessu is a young priestess of Hel with a sickly complexion and oily white hair. The story goes that the first words she ever heard were Hel commanding her and giving her divine purpose. Jessu was struck deaf by the experience, but has risen to her new station with the help of Drifter and her partner Luli, known as "Hands". Hands, Drifter and Jessu communicate in sign language, earning Jessu the nickname "Gesture".

Jessu spent her youth in service to Hel, setting up a small chapel to her in her hometown and carrying out works in her name. Her favorite pastime was hunting bandits with Hands and Drifter, before nailing the bandit's bodies to fence posts around the town to appease Hel and protect the town from disease.



Jessu is very friendly and has endeared herself to a few of the people she's come across in her travels. Considering her travels usually involve spreading disease and death by Hel's command, it's not surprising that those who call her 'friend' are themselves strange and broken individuals. Jessu feels no guilt about those that suffer at her hands — Hel's voice in her head has her certain that her purpose is divine and she is only doing what must be done.

Tactics

Jessu casts *protection from good* before battle. She always opens a fight with *hold person,* freezing an opponent in their tracks. The ability to control another's body fills her with a childlike glee and she will fire her crossbow at the unmoving target before casting *silence* on herself and wading into melee.

If one of the Angels intends to attack spellcasters she casts *silence* on the ally instead. If Therris is in the party Jessu casts *silence* on her first; Therris has no abilities that require speech, but Jessu silences her mostly because Therris just gets on Jessu's nerves.

Morale

Hel has given Jessu divine orders, and Jessu follows them unquestioningly. She never betrays her purpose but she does have one weakness: if Hands is threatened but not killed, Jessu can be convinced to back off or surrender temporarily. If she is able to secure Hands' safety she resumes hunting the party.

Special

Jessu is driven by her faith, but oracle of Hel or not, when the chips are down she's just a young woman from a small town. If Hands is killed, Jessu screams in silent rage, sweeping all sound from the battlefield in her grief (Jessu immediately uses her magical *silence* ability). This is also a literal moment of silence for Hands.

Jessu does everything in her power to avenge her partner for the duration of the spell. When the spell ends she attempts to recover Hands' corpse, then flees, plans for revenge and *raise dead* already forming in her mind.

Jessu, "Gesture", the Oracle of Hel (Clr5): HP 21; **AC** 4[15]; **Atk** heavy mace (1d6 plus poison) or heavy crossbow (1d6+1); **Move** 9; **Save** 12; **AL** C; **CL/XP** 5/240; **Special:** +2 save bonus vs. poison and paralysis, control undead, magical abilities, spells (2/2).

Magical Abilities: *silence* (in critical situations, see **Note**, below)

Spells: 1st—*cause light wounds, protection from good*; 2nd—*hold person, silence 15-ft radius*.

Equipment: chain mail, shield, heavy mace coated with poison (save or die), heavy crossbow, 20 bolts, *scroll of distant communications* (**Appendix)**, backpack, 1d4x10 pp.

Note: In a time of extraordinary stress (Referee discretion), Jessu may invoke *silence,* centered on herself, with an enhanced radius of 200ft, lasting 1 minute. This may happen no more than once per week.

Treasure: Inside Jessu's backpack are several small leather bags, each containing 200gp. There is one bag for each of the Angels. The exceptions are the bags for Emile and Kruin, both of which only contain 100gp each in gemstones. Perrit's bag has 200gp of small gemstones.

Luli "Hands"

"Hands" is a beautiful elven former dancing girl/bandit with long red hair that reaches her waist. Hands is a poor melee fighter, instead choosing to focus on her archery. She could make good money in taverns combining famous or popular dances with an indoor archery demonstration! She is less interested in completing her performance than she is in starting a brawl. Her idea of a good night is walking away from a burning tavern with her pack full of stolen coin and bottles. She cares about Jessu above all else and is her voice in social situations.

Hands has known Jessu since a very young age and shares her friend's beliefs. She enjoys nothing more than leaving ruin in her wake and is fascinated by the way every living thing tends toward decay. One of her favorite childhood activities was to pick a flower and put it in a vase without water, watching it wither and die.

Tactics

When the fighting starts she starts dancing then starts filling her target with arrows. If a spellcaster is being trouble she attempts to pin them down first. If one character is directing the battle and shouting orders, hands focusses fire on the leader to keep them quiet for a little while.

Morale

Hands follows Jessu's orders without question. So powerful is this bond that if Hands must make a save against a mind-affecting effect, she receives a +2 bonus on roll if she is within 20ft of Jessu.

Should Jessu be slain, Hands does not leave the battlefield until she has managed to avenge her death. From there she takes command of the Angels and devotes her life to killing the party.

Luli "Hands", the Dancing Bandit, Female Elf (Ftr1/Thf3): HP 13; **AC** 7[12]; **Atk** short sword (1d6) or longbow x2 (1d6); **Move** 12; **Save** 13; **AL** C; **CL/XP** 4/120; **Special:** +2 save bonus vs. traps, bond (see **Morale**, above), elf traits, thieving skills.

Thieving Skills: Climb 87%, Tasks/Traps 25%, Hear 4 in 6, Hide 35%, Silent 40%, Locks 20%.

Equipment: leather armor, short sword, longbow, 40 arrows, *potion of healing*, thieves' tools, 1d gp, 2d4sp.

Note: The bond shared by Hands and Jessu transcends the will. If Hands must make a save against a mind-affecting effect, she receives a +2 bonus on roll if she is within 20ft of Jessu.

Treasure: In addition to her gear, Hands has three bottles wrapped in cloth at the bottom of her pack. Two of these bottles are good quality rum (worth 25gp each). The third is an aged wine that Hands stole from a tavern a few weeks back. It is worth 50gp as a great drink, or 120gp to anyone who is knowledgeable about wine.

The Mercenaries

Jessu and Luli have access to a few mercenaries they can hire to help destroy the party. The Referee should focus on the information Drifter has provided to draft the fewest mercenaries necessary. Jessu is wealthy but her funds are not bottomless. Jessu names her mercenary band "Hel's Angels" without a trace of irony, so sure is she that her purpose is divine. The Hel's Angels at full capacity should include roughly the same number as the party.

The Referee is encouraged to spend a little time crafting Jessu's party, and to treat them with the same respect that the players would show to their own characters. For Jessu this is her divine quest; to assemble a party of adventurers and to destroy those her god has warned her about. For the Referee, this is a careful draft to assemble the best team possible.

The overall feel of this group should be that of a hostile adventuring party. It is easy to imagine that Jessu and the Angels have their own campaign with party dynamics and a story arc of their own. They probably even met in a tavern. What a shame then that only one party will walk away from this. It is for this reason that the mercenaries range from the highly effective down to Kruin. These are not the finely tuned killing machines of Orcus and Rappan Athuk; rather these are 'normal' people who've been paid a pile of gold to murder the party.

Kruin

Kruin is a dark haired lady clad in furs and rags. She is covered in dirt and leaves, and smells like a squirrel nest. Her teeth have been filed to points, and her blue eyes dart around in the manner of a woman who is one loud noise away from complete panic. She carries a battleaxe slung across her back, her right hand permanently resting on its hilt.

Kruin may be hired to deal with a thief or ranger. If given time to prepare before battle she can easily threaten anyone who is not ready for melee combat. While she's not very durable, she has an uncanny knack

for dishing out damage.

Tactics

Kruin casts *shield* before any encounter (as well as drinking her *potion of giant strength* if anyone reminds her). Once battle has started she charges into melee, swinging wildly to and fro. If spellcasters or archers stay on the outside of combat, Kruin takes a round in which she is not engaged and casts *magic missile* at the "weaklings". If outnumbered, she casts *mirror image* to buy some more rounds of combat. She uses her *potion of healing* at the earliest opportunity.

Morale

Kruin does not fight for money, only the visceral joy of combat, and she does not surrender. If her allies surrender she continues to fight for 1 additional round, at which point she becomes disgusted by the "lack of spirit" shown by her allies and stops. She still does not surrender and just walks away, starting the fight anew if anyone tries to stop her.

Kruin the Barbaric, Female Elf (Ftr1/MU3): HP 12; **AC** 7[12]; **Atk** battleaxe (1d8); **Move** 12; **Save** 13; **AL** C; **CL/XP** 4/120; **Special:** +2 save bonus vs. spells, elf traits, spells (2/1).

Spells: 1st—*magic missile, shield*; 2nd—*mirror image*.

Equipment: leather armor, battleaxe, *potion of healing*, *potion of giant strength*, *scroll of phantasmal force*, 3 days rations, waterskin, sharpening stone, spellbook.

Spooks

Spooks is probably not his real name. Spooks is a stocky dwarf who is rarely seen out of his armor: black plate mail painted white in places to give the effect of a skeleton. Spooks certainly has an affinity for bones; he never purchases weapons but instead carves his own swords from horse bones. These blades are intentionally weak and break on impact to create terrible bleeding wounds. His shield is decorated with fragments of bone and blood, making a horrifying tableau that Spooks is rather proud of.

Spooks talks freely and enthusiastically about his past; once a holy warrior of Thyr he killed a fellow acolyte while training. Rather than feeling shame at his deeds, the sight of exposed flesh and bones awakened a darkness inside him. He fled the temple that very night, eventually making his way to a cult of Hel, and it is through this cult that he knows Jessu. Spooks has embraced his new faith with zeal and spends his time guarding the cultists and making simple crafts out of the bones of his enemies.

Spooks, with his plate mail and Hel's blessing, is a defensive monstrosity. He is best used against any melee-focused characters, able to block their assaults and return damage before waiting his opponent out in toe-to-toe combat. Spooks has few real weaknesses.

Tactics

Spooks is a simple dwarf with a simple strategy. He charges his designated target and attempts to inflict damage. He draws a new sword (repeating this process if he is not satisfied with the first wound) and then attacks normally. After his target is slain he takes their weapon as a trophy (if it is appropriate and looks nice) and picks a new target to harass.

Morale

Spooks is an old friend of Jessu's and is fond of her (she never frowns at him for carving bones at the dinner table). If she surrenders he follows her lead, and if she flees he spends a round buying her time to flee before following her. If he is in trouble he is not above injuring one of the mercenaries to make an easier target for the characters.

Spooks, Dwarf (Ftr5): HP 38; **AC** 2[17]; **Atk** bone longsword (1d8 plus **Special**, see below); **Move** 6; **Save** 10; **AL** C; **CL/XP** 5/240; **Special:** +1 to hit strength bonus, +1 damage strength bonus, dwarf traits, multiple attacks (5) vs. creatures with 1 or fewer HD.

Equipment: plate mail, shield, 5 bone longswords, backpack, religious texts on Hel, Kel, Orcus and Muir, bone carving tools, 35gp.

Special: Spooks' bone longswords are brittle and dangerous. On a successful attack roll of 17 or better on 1d20, the bone blade breaks off in the opponents wound, inflicting 2 points of continuous damage until removed or healed. It requires 1 full round to remove a bone blade shard.

Perrit

When Gro'kesh's band of orcs retreated into a small grove to hide from adventurers, Perrit, the druid of the grove did not mind. This place was a shelter to anyone who needed it, and the orcs would move on before too long. The patrol pursuing the orcs decided the best course of action would be to burn the grove to the ground. The orcs were killed in the blaze, but the druid used his magic to start another fire behind the patrol and suffocate them in the smoke of their own fires.

Perrit is the wreck of a once-proud man. With the loss of his grove and feeling guilt over the death of the orc patrol, he has largely retreated from reality and spends most of his time as an eagle, soaring over the land and using *locate animals* and *speak with animals* to create a 'flock' for himself, at least for a few moments, when he can find other avians.

He has plans to replant his grove however, and occasionally takes mercenary work to let off steam when his rage overcomes his guilt. He stays on for a job or two until the rage subsides and he goes back to spending time as an eagle once again.

If a character has a love of setting fires or playing at battlefield tactics, then Perrit also has the tools to shut them down. *Call lightning* serves as a way to upset the opponent's careful positioning (in the extreme!)

Tactics for guilty Perrit

Perrit remains in eagle form for the entire battle. He speaks to any of his eagles that are close to swarm a target, and attempts to lose himself among the flock. He continues this the entire fight, trying to confuse the battlefield and drive away attackers.

Tactics for angry Perrit

Perrit begins the battle in humanoid form. If given adequate time to prepare and the weather is right, he casts *call lightning*. If the mercenaries are having trouble hitting the party, Perrit casts *faerie fire* to make things a little more clear. When he has exhausted his spells he uses his shape change ability to take the form of an eagle, and uses the same tactics as above.

Morale

Perrit's grip on reality is not as firm as it could be. If he sees anyone wielding a flaming weapon or casting fire-based spells he ignores Jessu's orders and focuses his attacks on them. If Jessu flees or surrenders, or if Perrit fears for his own life, he simply withdraws and flies away.

Perrit (Drd5): HP 18; **AC** 6[13]; **Atk** spear (1d6) or sling (1d4); **Move** 12; **Save** 11; **AL** N; **CL/XP** 6/400; **Special:** +2 save bonus vs. fire, druid abilities, spells (3/2/1).

Spells: 1st—*faerie fire* (x2), *locate animals*; 2nd—*speak with animals* (x2); 3rd—*call lightning*.

Equipment: leather armor, wooden shield, spear, sling, 10 bullets, backpack, flint and steel, bedroll.

Treasure: Besides some basic survival equipment, the only other thing Perrit carries with him is a small bag of pebbles, designed so that it can be held by talons. A few of the 'pebbles' are gemstones painted grey, which Perrit will bury near his grove as the metaphorical seeds for its revival. 4 of the pebbles are worth 35gp each if they have the paint cleaned off them.

Therris

Therris just isn't a nice person. She is a monk, and spends most of her time training with all the rigor and discipline expected of her. However she spends her evenings dressing up like a magic-user and picking fights. She is careful to appear physically weak and robs those she roughs up, expecting them to be too ashamed to report her. No one is quite sure of her history (as she is too vain and prone to lying to accurately explain where she came from) but she has developed something like a friendship with Spooks, and through him she knows Jessu.

Therris does not fill any specific role. She punches things until they stop moving and then writes self-congratulatory notes about it in her journal. If the party prides themselves on their ability to cast spells, Therris is the obvious choice to counter them. If a character has talked up their pride or skill in a weapon, Therris' quick fist can force them to drop it which is then followed up with taunting.

Tactics

Like Spooks, Therris is not one for grand strategy. She wears her "magic-user's robes" and carries her staff in an attempt to lure out any skirmishers who preferentially target weak spellcasters. Then she charges and pummels her foe.

Morale

Therris is not terribly brave or loyal. If the going gets tough she is the first to leave (unless Jessu is able to offer her more money). On the other hand, Therris is the most proud of any of the mercenaries, and if one of the characters insults her or makes even a small personal comment she remains in combat to defend any slight to her person, real or imagined.

All else being equal, she flees when Jessu surrenders, dies or runs. If, however, the Angels win the day, Therris demonstrates herself to be a poor winner and proves to be completely insufferable.

Therris, Female (Mnk5): HP 14; **AC** 5[14]; **Atk** fist (1d10) or staff (1d6+2); **Move** 16; **Save** 11; **AL** L; **CL/XP** 5/240; **Special:** monk abilities.

Equipment: robes, "wizard's staff", backpack, see **Treasure** (below).

Treasure: If anything has been reported stolen from a nearby town, it's likely that it is in Therris' backpack. The contents include (but should by no means be limited to):

- A silver dagger (22gp)
- 2 gold rings (100gp each)
- Three coin purses with a total of 121gp and 38sp in them.
- A bronze scabbard worth 120gp for its craftsmanship
- A jade necklace, stolen from a minor noble. The insignia of the noble house is engraved on the back, and is difficult to sell to a reputable jeweler. It's worth 180gp for its craftsmanship.

In addition she carries a decorated "wizard's staff", with bits of glass and metal shards carefully glued to it. It is functional as a prop but it is both gaudy and worthless.

Rog and Gore

The halfling Rog and his riding wolf Gore are the sole friends of Kruin. Rog stands proud in a set of beautifully decorated chain mail with an attached red cape, along with a very well made lance and sword. Rog's gear and his combat prowess suggest he may have formal chivalric training, but his foul language, general ignorance and malignant odor cast doubt on his claims to knighthood. Gore looks like he may have been bred for combat, and his general good behavior and training suggest he was hand raised. Rog has never explained where he found Gore, but the two are completely inseparable.

There's a persistent rumor that Rog was once a squire to a halfling knight named Verrin in a nation far from here. The story goes that Rog learned that he was better with a sword and shield than Verrin quite early in their partnership but could never match Verrin in his ability to defuse situations with his words. One day a revelation came to Rog; Verrin was only good with words to cover for his lack of skill with a blade. Rog realized that if he could best any man in a fight he would never need words; words were a coward's tool! Rog slew Verrin that very night and took his weapons and armor. From that day onwards Rog called himself a knight and dedicated himself to perfecting his talents.

Rog claims that's all drunkard's gossip, and that he is a legitimate knight. Exactly who he serves or the circumstances of his knighthood vary depending on who asks, but he stands by his claim.

Rog and Gore are best against targets who can take a beating. They're also obviously effective against any quick-moving adversaries and pose a threat to anyone on the periphery of a battle.

Tactics

Rog and Gore are at their best when they're free to ruin the day of anyone they choose. They can simply charge from target to target if counterattacks are not a threat. Rog's favorite trick however is to charge a target and allow Gore a chance to bite. Once a target is down they can keep chewing and poking until it dies or they get bored.

Rog and Gore are not terribly effective on their own; they work much better when executing complex strategies with the other Angels. They can work with Perrit to allow his eagles to overwhelm a target, or help Spooks delay and distract a particularly dangerous character, and will even rush to the aid of an Angel in trouble.

Morale

Rog has his heart set on appearing as loyal and honorable as possible. He follows Jessu's orders to the letter, and only quits the field of battle a round after she has.

If Gore is killed Rog does not seem that worried, and returns 4 weeks after the battle with a riding-wolf whom he names "Gore". Whether this is because Rog is a horrible person with a penchant for finding trained wolves, or if he knows someone who can return Gore from the dead, is left to Referee discretion.

Rog, Halfling Cavalier (Ftr4): HP 18; **AC** 3[16]; **Atk** short sword (1d6) or lance (2d4+1); **Move** 6; **Save** 12; **AL** L; **CL/XP** 3/60; **Special:** halfling traits, multiple attacks (4) vs. creatures with 1 or fewer HD.

Equipment: decorative chain mail armor, shield, short sword, lance, backpack, flint and steel, bedroll, 75gp.

Gore the Wolf: HD 2+2; **HP** 10; **AC** 5[14]; **Atk** bite (1d4+1); **Move** 18; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** none.

Equipment: leather barding

Treasure: Rog's pack contains only the bare essentials. Among his camping gear and personal items is a broken longsword, its pieces carefully wrapped in a heraldic flag bearing the insignia of a snarling wolf.

Emile Whittaker

Emile was gifted (or possibly cursed) as a child after freeing a demon that had been trapped inside a clock. The demon gave him the power to cast rays of fire from his fingertips. What chance he had to grow up a normal lad was lost.

Many years later Emile is horribly in debt. At first he wanted to be an adventurer and enrolled himself at a fighter's guild to learn the art of blade and steel. Sadly, Emile's patience ran out quickly. It is hard for a young man to learn discipline and focus when he can solve his problems by shooting fire from his hands.

Emile came to the attention of Drifter when he and Emile got into an argument over the authenticity of a fake diamond ring. Drifter found Emile's egocentrism and hair-trigger rays utterly repulsive, but saw him as someone who could be useful. Emile is the most intelligent of all the Angels, and can be brought in to identify strange or unusual things about the party. Emile also makes a wonderfully aggressive solution to nearly any problem character.

Tactics

Ray, move away. Ray, move away. Repeat until someone tells Mr. Whittaker that he can stop now. Emile just enjoys exercising his power, and gets caught up in causing destruction and the euphoria of battle. Clearly, he missed his calling as a barbarian.

Morale

Emile fights until attacked in melee, at which point he flees to a safe distance. If his pursuers give chase he runs as far and fast as he can. If he manages to evade pursuit he casually returns to the fray as if nothing had

happened.

Emile Whittaker: HD 3; **HP** 12; **AC** 5[14]; **Atk** fire ray (2d6 fire) or longsword (1d8); **Move** 9; **Save** 14; **AL** C; **CL/XP** 6/400; **Special:** fire rays (1/round, roll to hit; 2d6 points of fire damage, no save).

Equipment: chain shirt, longsword, backpack, notebook, pen, ink.

Treasure: Emile is flat broke (having already given any money Jessu handed him to his creditors) and has no treasure. He does have one book on antiques that he is writing himself, and this may provide valuable insight into some of the minor artifacts that the party may come across in their travels.

The Ambush

The core of the ambush is not a stealthy strike, but rather ensuring party is spaced out a reasonable distance. A goblin ambush would involve trapping the party in a small space and raining death with crossbows, but the Angels take a different approach. If Drifter can cause the characters to spread out it can give the Angels an extra turn to get into position and add to the confusion.

Fortunately, he has a plan. Drifter has heard of the red dragon Aragnak (at Rappan Athuk, **Wilderness Area 25**). He mentions the dragon to the party, and mentions its habit of occasionally devouring adventurers. He suggests that anyone on watch should also not neglect looking up from time to time.

When Drifter makes use of his *scroll of distant communications* to inform Jessu of the party's weaknesses, he also tells her their location and their pattern of movement. The first night after Jessu has found them and is in position, Kruin signals the start of the attack by using her *scroll of phantasmal force* to create the illusion of a dragon flying high overhead. Drifter shouts "Dragon, move!" hoping the party scatters. While the party searches the night's sky in vain for the beast, the Angels make their move, using the distraction to help cover their advance.

Many of the Angels have ways to prepare, and if an ambush can be cleverly set they use their time to drink potions and cast spells. Drifter is well aware of this, and distracts the characters for a round or two before casting *invisibility* and getting clear.

This encounter could be tricky for the Referee, and requires a thorough read-through. Each Angel has a distinct set of abilities which provides the encounter with surprises and a very tactical combat, at the expense of requiring much more time to prepare.

Genna and the Teapot of Despair

Genna is going to walk up to the party, kill one of the characters and walk away. The encounters listed above are all mostly combat-orientated, and Genna provides an alternative. Genna can be encountered anywhere above ground, replacing any roll of merchants or a patrol.

Genna is an overweight, gaudily dressed diminutive woman, a second-hand-goods merchant by profession. Her true trade, however, is in souls, which has a surprising overlap with second hand goods. She travels the roads and towns in the Stoneheart Valley with her wagon, selling her goods to any who would buy them. Genna is involved in nearly any shady business one can run out of the back of a wagon, including acting as a fence for bandits, scavenging from corpses killed by wildlife and selling counterfeit magical items with the aid of her *wand of magic mouth* (always cast on a mundane item and commanded never to speak).

Encounter

If Genna comes across an adventuring party she sees them as good targets; after all, the souls of heroes are worth double! She acts like a matronly, kind lady and refer to the party as her "dears". If the characters comment on her lack of guards, she simply smiles sadly and says that "Any who would look at me can see I've got naught worth stealing". In truth the local goblins are afraid of her, thinking her to be a witch. Bandits see her as useful; she brings them goods they request and acts as a fence for anything they've stolen.

She offers to sell the party some of her "treasures", including six random potions and three second level scrolls (roll to randomly determine which). She also has some adventuring gear, notably two blank spellbooks (30gp each), a small treasure chest made of pale wood (180gp), three bull's-eye lanterns (15gp each), 200ft of hemp rope (5gp for the lot), and a battered (but functional) spyglass (500gp).

She doesn't mind haggling over the prices of these goods. They're all real — in fact she stole them from a wagon two days before and is happy to get any coin for them. What she is really looking for is a character that seems to be particularly heroic — someone who sounds brash and particularly egotistical. If the party is suspicious or asking too many questions, she takes what coin she can get and leave quickly.

However, if she spots a mark and their friends do not seem overly suspicious she may try to see what she can get away with. She brings out a fine wooden box, inlaid with silver. Inside is a device that looks very much like a classic genie's lamp or perhaps a squat teapot with a long spout. The pot is made of silver and glass and is decorated with images of clouds, stars and the setting sun with an overall theme of 'evening'. The glass sections allow one to see inside the pot, to see that it is filled with an effervescent blue liquid that sparkles in the light.



Genna tells a hero that the pot is filled with "tears cried by angels while they spoke of the truest things" and for a modest sum of 200gp she allows the hero to drink his fill. She warns them in advance however that 'truth' is a lot for mortals to take in, and that the hero will fall asleep for about two hours after taking the draught. She advises them to set up their bedroll so they have somewhere comfortable to sleep it off. If asked why this strange service is so cheap she (truthfully) explains that the real value is in the pot and its use, not in its contents. If one does drink from the pot, they may collapse moments later, not into a sleep but into a death-like state. A close examination by a cleric reveals the character is not actually sleeping. Genna is honest about one thing: they indeed dream of angels while their soul is contained within the teapot.

Of course, accepting strange drinks from random ladies on the side of the road is not even a vaguely sensible idea. The silver-and-glass teapot is the unusual but practical *Lover's Lament* (**Appendix**). Genna cautions the party to not disturb their "sleeping" comrade, and concludes her business, packing her cart and heading off to the nearest place she can think to hide before looking for a buyer for her new acquisition. The followers of Orcus have use for such a thing, as would the priests of Tsathogga at **Wilderness Area 25.**

The key to this social encounter is friendliness and wonder. Genna should be a relaxing encounter for the party, a break between death-traps and vicious beasts. She offers them tea, and encourages them to rest a moment and tell of their travels. She reciprocates with tales of far off

places, perhaps mentioning some of the notable features of the area. When the teapot is brought out it should be a reverent occasion. Her story should be one of wonder; for low-level characters the talk of angels and trading between planes where "a single vial of angel tears can be bought for the memory of a dawn" should hint at a larger (if entirely fabricated) world.

Genna cannot fight, and if cornered she attempts to bargain and lie to get herself out of trouble. If that fails she runs, perhaps after drinking one of her potions if they seem at all helpful. As all her goods are stolen, she does not hesitate to use them as bribes or consumables in order to secure her own freedom. Genna is a casual worshipper of Tsathogga, and if her death looks unavoidable she does her best to destroy the *Lover's Lament* and the rest of her stock, partially to stop them falling into the hands of adventurers, partly as a last display of destruction for her god.

If the party raids the back of her wagon, they find:

- All potions and scrolls she had for sale.
- A crate containing 8 longswords, 8 suits of leather armor, 8 longbows and 160 arrows, which Genna was on her way to sell to a group of bandits.
- A *+1 halberd* she found on a burned adventurer's corpse, although she is having trouble finding a buyer.
- Her travelling kit, which contains spare clothes, food, water and a tea set.
- The box the *Lover's Lament* is housed in. The box is worth 120gp for its craftsmanship alone.

Genna, Elderly Female Merchant (MU4): **HP** 8; **AC** 9[10]; **Atk** dagger (1d4); **Move** 9; **Save** 13; **AL** C; **CL/XP** 4/120; **Special**: +2 save bonus vs. spells, spells (3/2).

Spells: 1st—*magic missile* (x2), *shield*; 2nd—*ESP*, *mirror image*.

Equipment: *Lover's Lament*, *wand of magic mouth* (3 charges), 1d4x100gp, various trade goods (see above).

Ravenous Goblins

No one that goes into Rappan Athuk comes out the same, if they come out at all. This is just as true for monsters as it is for adventurers. These **six goblins** snuck into the early levels of Rappan Athuk hoping for treasure, or at least a place to hide. What they found was something darker, and in their desperate search for a way back to the surface they took to cannibalism to survive. Now they have escaped and roam the surface, their goblin appetites augmented with a hunger for flesh, bone and marrow.

One turn after one of these corrupted goblins dies its flesh tightens over its frame (regenerating if needed) and with a sickening crunch the now intact body rises as a **ghast**. The goblins don't even notice that they've gone from living to undead, so great is their hunger.

The goblins are crazed and fight alongside their fallen brothers without fear and are immune to their stench ability.

Encounter

This encounter can replace any roll of bandits, goblins or undead on the Wilderness Encounter charts. The goblins, unlike their regular kin, make no attempt to set an ambush or sneak up on the party. They are most likely to attack when the party has stopped to eat and the smell of food is caught by the wind.

Ravenous Goblins (6): HD 2; **HP** 10, 9x2, 7x2, 8; **AC** 6[13]; **Atk** short sword (1d6); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special:** –1 to hit in sunlight, primal scream, rage.

Equipment: leather armor, shield, short sword, 3d6 sp.

Risen Goblins (Ghasts): HD 4; **AC** 2[17]; **Atk** 2 claws (1d3), bite (1d6); **Move** 15; **Save** 13; **AL** C; **CL/XP** 5/240; **Special:** paralyzing touch, stench.

Equipment: leather armor

Ravenous Goblin Powers

Primal Scream A ravenous goblin emits a howl of savage fury that can be heard to a distance of two miles. Any animal that hears this scream tries to move out of the area using the quickest and most direct means possible. Druids or rangers may make a saving throw to calm an animal agitated by the scream. Intelligent creatures of 1HD or less that are within 300ft must make a successful save or become panicked and suffer a –2 to attacks for 2d4 rounds. Whether or not the save is successful, any affected creature is immune to the primal scream of that ravenous for one day.

Rage A ravenous goblin that suffers damage in combat has a 1–3 on a d6 chance of flying into a berserk rage in the next round, attacking until either it or its opponent is dead. While raging, a ravenous gains a +2 to hit and damage, but suffers –2 to AC due to its reckless behavior.

Tactics: Charge! The goblins carry no weapons other than their rusty swords and are far too hungry to have the patience for a bow. When the goblins rise as ghasts they discard their weapon and shield; completely overtaken by their hunger, the ghasts charge the nearest character and attempt to overwhelm them.

Special: Goblins that drop to 0 hit points or below rise as ghasts on the next combat round, retaining their place on the initiative order. This can be prevented by destroying the corpse with 5 points of fire damage, or pouring holy water over the corpse.

Santiago

High Priest Santiago is a comrade of High Priest Zehn, but rarely spends any time in the upper temple. Rather he spends his time wandering the Gut (**Level 4B**), exploring the caverns, resetting traps and simply enjoying the many sights the area has to offer.

Santiago is an old man whose mind has started to decay. He is still fit and his active lifestyle has stopped him from suffering any real physical signs of aging besides wrinkles and grey hair. While as devout as ever, Santiago is sometimes confused, and his habit of repeating himself or forgetting the names of acolytes means that he's encouraged by the other Orcusites to spend time away from them.

Maliciousness and cruelty are the largest parts of his personality, but as he knows his mind is slipping he has begun to grow angry about the idea of his own inexorable defeat at the hands of time. While he does not have access to anything to help with his age, he has at least come up with a plan to avoid defeat in battle. His *+1 spiked heavy mace* (which doubles as his unholy symbol) is in fact a **trap**. A thin, nearly invisible wire runs from the armor on his wrist to the base of his weapon. If the mace is dropped or removed from his grasp, the cord is stretched taut and a *bead of force* (**Appendix**) hidden among the decoration on the top of his hammer explodes a moment later, dealing 3d6 points of damage to all within a 10ft radius.

Santiago is also odd in that he is not a necromancer or animator of the dead. When he was younger he was a tactician and a battle-chaplain, but while his faith was true he never started down the path of raising the dead. This odd abstinence has earned him no friends among the followers of Orcus, and Santiago never uses his *animate dead* spell. However this old soldier should be more than a match for a party who don't treat him with fear and respect.

Encounter

Santiago remembers his glory days well, as a young, fiery priest driving the goblins out of **Levels 2** and **4B**. If a roll of 01–10 is made on the **Level 4B** encounter table, there is a 50% chance that Santiago can be found walking

among the **1d6 zombies** and **warhorses**, once again a field commander in formation with his troops. He is equally likely to be found anywhere in The Gut, and is familiar with all of its residents including **Urovok** in **4B–7**.

Santiago is still an unholy champion of Orcus and a fine warrior, but his one Achilles heel is his memory. All attempts by the characters to pretend that they're new acolytes usually succeed (unless the party is very silly about it). Santiago may not be sharp but he is cunning, and if he works out that the party is in fact warriors of another god he will do his best to lead them into a trap. The best location for this is **Area 4B–25**, where he hopes the **black skeletons** make short work of the intruders!

Santiago is not in control of the undead patrolling with him. They recognize him as a High Priest of Orcus and do not attack him, but neither do they obey his orders. If the characters prove themselves 'friendly' to Santiago he uses his command undead power on the zombies, and have them turn their horses around.

Tactics

It's highly unlikely that Santiago, travelling with multiple zombie horses, observes the party before they see him. However if he does have a chance to attack first he casts both *command* and *hold person* to better his odds later.

During Combat

Santiago's tactics are quite unusual because of how he's been trained. Many of the Orcusites before him who survived the Righteous March and the fall of Tsar learned one important lesson: hit hard, hit fast. As such he starts by ordering the zombie horsemen to charge (which they do anyway) before using them as a defensive wall and doing as much damage as he can as quickly as he can.

For the first three rounds he begins working through his spells, intelligently countering threats and *holding* enemy spellcasters. While his mind may have frayed, his cunning in battle is as sharp as ever! *Commanding* fighters to drop their weapons is his personal favorite, and nothing amuses him more than seeing warrior-types fumbling for their weapons. His close-combat prowess is augmented by his *poison* touch, *bestow curse*, and death touch special ability.

Morale

Santiago fights to the death, sure in his belief that Zehn will resurrect him and reward him for his valor (although in truth Zehn is glad to be rid of him). As such Santiago dies with a smile, and would intentionally put himself in harm's way in order to finish off a wounded character.

If he is sure he is moments from defeat he either drops his mace or attempts to throw it up to 20ft away, causing the *bead of force* to detonate when the mace strikes its target and showering the party in shards of steel.

This encounter could be used to demonstrate to the party that the followers of Orcus, and indeed the other denizens of Rappan Athuk, are not to be taken lightly. Many of them would think nothing of throwing away their lives in order to kill their enemy.

Zombies: HD 2; **AC** 7[12]; **Atk** weapon or strike (1d8); **Move** 6; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** immune to sleep and charm.

Santiago, High Priest of Orcus (Clr8): HP 40; **AC** 2[17]; **Atk** touch or *+1 spiked heavy mace* (1d8+1); **Move** 9; **Save** 8; **AL** C; **CL/XP** 10/1400; **Special:** control undead, death touch—1/day (roll 8d6: if total equals or exceeds target's current hit points, it dies; save avoids), spells (2/2/2/2/2).

Spells: 1st—*command* (x2); 2nd—*hold person* (x2); 3rd—*bestow curse* (x2); 4th—*cause serious wounds*, *cure serious wounds*; 5th—*finger of death*, *flame strike* (**Appendix**).

Equipment: plate mail, shield, black robes emblazoned with the symbol of Orcus, *+1 spiked heavy mace*, *potion of extra-healing*, silver unholy symbol of Orcus, 4 vials of unholy water (inflicts 1d6 damage on Lawful clerics and paladins), map, 2d12sp.

Treasure: In addition to his gear, Santiago carries a hand-drawn map of the Gut. The little coin he carries is just to pay Urovok for his tasty sausages.

Death Touch

Many of the priests of Orcus can inflict a death touch. This fearsome demonic gift allows the priest to touch a foe and potentially cause instant death. If the servitor of Orcus hits a target with his hand (a successful to-hit roll is required), the Referee rolls a number of six-sided dice (the number of dice depends on the priest's power, and is given in the priest's stats). If the resulting number is equal to or greater than the victim's current hit points, then the victim must make a saving throw or die in the same manner as if killed by the *finger of death* spell. If the number of resulting hit points is fewer than the target's hit points, *no damage is taken at all*. This ability may only be used a limited number of times per day, although the death-energy is not lost if the Chaotic priest's attack misses.

Wilderness Area 33: The Hand of Hecate

On the edge of the Troll Fens in the Dragonmarsh Lowlands across the river northeast of Zelkor's Ferry sits a lonely hut surrounded by a ring of eight skulls. Each of the skulls has a semicircular silver mark. A wooden sign with an attached silver bell is seen to the right of a path. The path continues left to a clearing with a stone altar stained with blood. To the south, the path leads down to a dock by the river where a small fishing boat is moored.

The path continues between two skulls to a large boiling cauldron on the left and a T-shaped wooden stand on the right. A large black raven sits upon the wooden stand and a blazing fire is beneath the cauldron. Two large hounds, rusty red in color with sooty black teeth and tongues sit in front of the hut's entrance. Each hound has a semicircular silver disk as a charm hanging from a collar. A balcony with a large bird-nest of branches and twigs sits above the entrance. Within the nest, a female with a human upper body and the lower body and wings of vulture stands with a serrated dagger in hand.

The wooden sign has the following message in the common tongue: "*Welcome to the abode of Zhanna, the Hand of Hecate. Ring the bell to request audience whether seeking bounty or fortune*." Upon the ringing of the silver bell, the door to the hut opens to reveal a slightly hunched, hideously ugly crone with a wrinkled face, a large nose, long sharp teeth, and hands that end in wicked claws dressed in loose-fitting brown cloak. She slowly walks out of the doorway carrying a crooked and rotting walking stick. Speaking in a coarse gravelly voice, the crone speaks: "Whether seeking the bounty or a fortune, choose one to accept the symbol of Hecate and then let the one proceed forward and stand before me without fear. One and only one may enter my circle."

The ugly crone is **Zhanna**, a baba yaga in service to Hecate, the goddess of evil magic. She is the powerful leader of a coven of witches that meet once per month during a full moon to sacrifice enemies of Hecate including any captured servants of Orcus or Tsathogga. She pays a significant bounty for powerful clerics of these demon princes. The sacrificial flesh used to feed Zhanna and her menagerie is cured and stored within her hut. She has a posted list of current bounties on the business door of **Ulman Dark**, a necromancer in Zelkor's Ferry (see **Wilderness Area 27**). If the petitioner seeks the telling a fortune, Zhanna has a *deck of many things* that a single draw is allowed with payment of a 1000gp or in lieu of a bounty payment.

Two hell hound brothers, **Vladislav** and **Vsevolod**, a gift directly from Hecate are always close by the side of Zhanna. The chosen of Hecate tattooed with her symbol are the harpy **Dominika** and the decapus, **Yegar**. Yegar uses his *phantasmal force* ability to appear as a black raven. The harpy offers a silver unholy symbol of Hecate to the one who chooses to stand before Zhanna.

The ring of eight skulls is actually **8 gambado** placed in temporal stasis

by the power of the goddess. Anything that crosses the circle without the symbol of Hecate is immediately attacked and devoured. In any case, they can be activated upon the command of Zhanna. If the party follows Zhanna's instructions explicitly, all is good. If not, the characters may find themselves on the receiving end of a blade at the waning of a full moon. If the adventurers get greedy after several visits, this may be the last mistake they will ever make. Any possible treasure within Zhanna's hut is left to the Referee's discretion.

Zhanna, Hand of Hecate (Baba Yaga): **HD** 12; **HP** 70; **AC** –3[22]; **Atk** 2 claws (1d6), bite (1d8); **Move** 12; **Save** 3 (1 due to cloak); **AL** C; **CL/XP** 20/4400; **Special**: +1 or better weapon to hit, immune to *charm*, *fear*, and *sleep*, magical abilities, magic resistance (50%), rend (both claws hit, inflict additional 1d6 damage), cold and fire resistance (50%), spells (4/4/4/4/4/1). (***The Tome of Horrors 4*** 14)

Magical Abilities: constant—aura of *fear* (30ft radius); at will—decaying hex (60ft, save or suffer 2d6 decay damage and then 1d6 bleeding damage/round), evil eye (30ft, save or suffer –2 on to hit and save rolls).
Spells: 1st—*charm person*, *detect magic*, *magic missile*, *sleep*; 2nd—*darkness 15ft radius*, *ESP*, *mirror image*, *phantasmal force*; 3rd—*dispel magic*, *fly*, *hold person, suggestion*; 4th—*charm monster*, *confusion*, *polymorph self*, *wizard eye*; 5th—*conjuration of elementals*, *feeblemind*, *hold monster*, *telekinesis*; 6th—*geas*.
Equipment: *cloak of displacement*, *deck of many things*.

Vladislav and Vsevolod, Hell Hounds (7HD): **HD** 7, **HP** 56 each; **AC** 4[15]; **Atk** bite (1d6); **Move** 12; **Save** 9; **AL** C; **CL/XP** 8/800; **Special**: breathe fire (10ft range, 14hp damage, save half).

Dominika, Harpy: **HD** 3; **HP** 18; **AC** 7[12]; **Atk** 2 talons (1d3 plus *charm*), serrated dagger (1d4+1); **Move** 6 (fly 18); **Save** 14; **AL** C; **Special**: *charm* touch (save applies), siren-song (save applies).

Yegar, Decapus: **HD** 4; **HP** 24; **AC** 4[15]; **Atk** 9 tentacles (1d4 plus strangle); **Move** 6 (climb/swing 12); Save 13; **AL** C; **CL/XP** 7/600; **Special**: at will—*phantasmal force*, strangle (hit AC by 6 or more, score auto 1d4, free with open doors check). (***The Tome of Horrors Complete*** 128)

Gambados (8): **HD** 4; **HP** 28, 20x3, 26, 16, 24x2; **AC** 5[14]; **Atk** 2 claws (1d4), bite (1d8); **Move** 15; **Save** 13; **AL** N (tend C); **CL/XP** 4/120; **Special**: surprise on a roll of 1-3 on 1d6. (***The Tome of Horrors Complete*** 262)

Development: Zhanna has a business relationship with Ulman and Kanndra Dark of Zelkor's Ferry. As a bounty hunter, Kanndra has caught bandits and a few acolytes of Orcus and Tsathogga delivering them for sacrifice to Zhanna. However, many of the bounties are beyond Kanndra's capability. Zhanna is always on the lookout for adventurers to complete her quests. She periodically travels to Zelkor's Ferry to post her bounty list and to survey the current inhabitants. Ulman and Kanndra are the only inhabitants that know Zhanna's true nature.

Zhanna uses *polymorph self* to appear as an attractive middle-aged human woman. With her fishing boat using *telekinesis*, she travels to Zelkor's Ferry and lands behind the necromantic shop of Ulman Dark. Upon arrival, she casts *ESP* and *wizard eye*. She posts her most recent bounty list upon Ulman's door. Zhanna proceeds to Bristleback's Inn using *ESP* and *wizard eye*. If she finds an appropriate contact, she hands them a copy of her bounty list. She returns to her boat within the hour.

Here is a suggested list of Zhanna's bounties:
1. Any living human bandit working in the vicinity. (50gp)
2. Any living cleric of Orcus or Tsathogga. Price varies on cleric level. (50gp+)
3. The horn of a green guardian gargoyle. (250gp)
4. The feathers of a vrock. (400gp)
5. The skull of vampire. (500gp)
6. The sap of a gallows tree. (500gp)
7. Destroy the coven of sea hags and steal their *cauldron of blood*. (750gp)
8. The tongue and eyestalks of a froghemoth. (1000gp)
9. The liver of the matriarch troll priestess. (2500gp)
10. The heart of an adult red dragon. (5000gp)

Wilderness Area 34: The Waytt Family

In the hills overlooking the Horsefly Swamp, a family of misfits preys upon travelers and the occasional caravan. The Waytt family (pronounced 'wait') are a mismatched, mongrel assortment of characters, led by **Brayce Waytt**, a clever half-orc that keeps the rest of the family in line.

In addition to Brayce are **Luug** and **Urk**, half-ogre twins that dwarf even the stout half-orc. Tall and bulky, the twins have only the basest ability to communicate with others outside the family. Their series of grunts and hoots are completely unintelligible to outsiders, although they are quite accomplished in pantomime, and take great pleasure in "aping" the movements of others. Another member of the family is **Roddick**, a small, broken man that spends his days locked in a large truck. Roddick is an accomplished hedge-wizard, a magic-user of some ability. His trunk resemble a hounds den; clothes and books are piled in every bit of space, except that taken up by his dwarf-like body.

The boys also have a sister, **Lilyandra**, who Luug refers to as "Lily-Flower" in his addled and slurred speech. Lilyandra is a slight, beautiful half-elven girl, with an extremely pale complexion. If one did not know better, it might be assumed that Lily was a vampire. Lily is a doting daughter and sister, always performing her tasks with an ethereal smile on her face, never quite looking anyone in the eye. Lily is a psychopathic killer, and when she is set off, none of the boys (except Brayce) go anywhere near her.

The matriarch of the family is a grotesquely fat hag named **Agga**, a virtual prisoner of her own body. Both of her legs were broken when she tried to stand, giving out completely under the stress of her bulk. Now, she lays in the covered wagon, with Roddick's trunk, flanked by her hulking twins, her beautiful daughter tending to her needs, and Brayce leading their way.

The family has no permanent home; they travel the hills and edges of the swamp foraging for anything they can find. First pick of food items goes to Momma Agga; anything pretty, or fine clothing, goes to Lily; other items are traded or stashed for later use. Surprisingly, Brayce has managed to keep the family together and if not flush, reasonably well cared-for. He is quite intelligent for a half-orc; his interactions with outsiders, being able to size-up good targets and high-percentage banditry, and his ability to minimize damage to his family is quite remarkable. Brayce should be played with poise, he will not risk the well-being of any family members, and he plays to their strengths brilliantly.

Tactics: Typical tactics for the family are Brayce approaches caravans or travelers from the front, claiming to be a sell-sword or adventurer that has lost his party. Roddick is always off to the side, within line of sight, carried into place by one of the twins. Infrequently, Roddick will be placed into a backpack and carried by a twin (although he despises this mode of transport) if the terrain is difficult to maneuver in. He makes use of his spells (particularly *sleep*, his favorite), intelligently, maximizing the confusion of any opponents. He also tries to spot where loot could be found from his distance location. The other twin typically takes a flanking position, in order to throw rocks or charge in if needed. He will stay hidden in whatever ambush Brayce has cooked up. Lily typically stays close to Mama, smiling and fussing over her to no end. Should anyone approach the wagon, the smile drains form Lily face, replaced by the cold

look of stone. She draws out her thin short sword, and prepares to defend her mother with everything she has. If Brayce has time to plan out an ambush, he may use Lily as a "fair maiden" to lull would-be rescuers into a deadly trap. In this case, Brayce is quick to remove Lily from potential harm, while Roddick and the twins keep them occupied.

Encounters: The Waytts can be encountered in several ways. The Tactics section above details how the Waytts form up when they are attempting banditry. Just as frequently, Brayce concocts a confidence game against travelers; he portrays himself as a salesman, with "cures and remedies for the common man", nothing more than a snake-oil salesman. He is, however, very skilled at the deception, and it would take either a well-travelled adventurer, or a middle to high level thief to see through his con. Brayce typically pulls this con alone, or occasionally with Roddick and Luug, used as "props" or assistants. Lily can also be used as a distraction, so marks do not pay too close attention to Brayce's wares. He will have 1d6 different tonics for sale, each "guaranteed to cure what ails", typically for 2d6gp, or whatever his marks can bear.

A particular favorite con for Brayce is the "traveling evangelist". He poses as a dirty orc, preaching the words of enlightenment and forgiveness. His portrayal of a humanoid beast in these cases is perfect, and his humility and self-degradation are almost over-the-top. He will use Luug and Urk in these scams, portraying the 3 of them as goodly humanoids, just seeking fairness in the world, escapees form torture and slavery in the dungeons of Rappan Athuk. "*All we seek, friend, is perhaps a few coppers so we can make our way in the world. Anything you can spare is more than charitable*." Lawful clerics and paladins can hardly resist or say no to such a request, and is a good time for the Referee to really lay on the guilt, and lighten the party's monetary load.

Another option for encountering the family is that occasionally, when Lily is in a particularly foul mood, she goes off on her own to "hunt". Hunting for Lily involves finding lightly-armed or small groups of travelers, and murdering them in their sleep. Unbeknownst to Lily, news of her "hunts" have made the gossip-rounds up the Coast Road, so her exploits are gaining attention from the local sheriffs and foot-patrols. They are on the lookout for the Waytts (specifically Lily), and may enlist the characters to help in the search. Currently, there is a 200gp reward for her, dead or alive, payable by the sheriffs.

Brayce Wyatt normally appears as a facially disfigured human male, approximately 6ft tall, of athletic build. The truth is he is a half-orc, a supplemental race describe in the **Appendix,** under New Monsters. Brayce can alter his appearance enough that he can accomplish is "cons" described above. He has been doing these cons for so long, only someone very qualified (such as a thief) or lucky will notice they are being taken advantage of.

Brayce is a firm believer of "family first", and will not hesitate to do whatever is necessary to make sure his family is taken care of. The family wagon is brimming with supplies necessary to pull of his various cons, so the Referee should feel free to add whatever mundane equipment is necessary to make a situation believable. Brayce has a stash of various weapons and armor, so the equipment listed here is only when he is not performing a specific con.

Brayce is the unquestioned leader of the family. Mamma Agga may be the matriarch and progenitor of the family, but Brayce is it head. No one, except possibly Lily, dispute his orders or direction.

Brayce Waytt, Half-Orc (Ftr5): **HP** 32; **AC** 7[12]; **Atk** short sword (1d6) or dagger (1d4) or light crossbow (1d4+1); **Move** 12; **Save** 13; **AL** C: **CL/XP** 8/600; **Special**: +1 to hit strength bonus, +1 damage strength bonus, –1 to hit in bright light, +1 to hit in darkness, darkvision 60ft, multiple attacks (5) vs. creatures with 1 or fewer HD. (**Appendix**)

Equipment: leather armor, dark green hooded cloak, short sword, dagger, light crossbow, 20 bolts.

Huge and stupid, Luug Waytt is a monstrous half-ogre; he and his twin-brother Urk are the result of Mamma Agga's indiscretion with an ogre marauder. Much more civilized than a normal ogre, Luug can take direction from family members, but it somewhat lost on his own.

Standing nearly 8ft tall and heavily muscled, Luug is a fearsome sight in combat. He is also the workhorse of the family, as his strength and endurance seem limitless. Luug is frequently tasked with carrying his half-brother Roddick, which he thinks is a great honor to be trusted with, treating Roddick as a kind of pet to care for. If Roddick is attacked while under Luug's care, the half-ogre flies into a barbaric rage, and gains +2 to hit and damage until all non-family members around them are dead. Needless to say, even Brayce cannot control Luug at these times, which is why they avoid cities, just in case.

Luug, Half-Ogre (Ftr7): **HP** 45; **AC** 7[12]; **Atk** two-handed sword (1d10+4) or halberd (1d8+5) or longbow x2 (1d6+3); **Move** 12; **Save** 13; **AL** C: **CL/XP** 8/600; **Special**: +1 hp per level due to high constitution, +2 to hit strength bonus, +3 damage strength bonus, darkvision 60ft, multiple attacks (7) vs. creatures with 1 or fewer HD. (***The Tome of Horrors Complete*** 316)

Equipment: leather armor, two-handed sword, halberd (polearm), longbow, 15 arrows, large woolen blanket (used as a cloak), backpack (for Roddick), leather shoulder-harness to attach bags and gear, 4 sacks.

Urk Waytt is an awesome sight. Standing taller even than his brother Luug, Urk is 9ft tall and 600 pounds, with wild hair and shaggy beard. He appears to be a (slightly) smaller type of hill giant. He never speaks, but does seem to understand simple direction. He is not much for endurance, but his strength surpasses even Luug's. Urk does not fight with any weapons, preferring to either use his clubbing forearms or literally throwing his body at his opponents (see the Unarmed Combat section in the ***Swords & Wizardry Complete*** rulebook). Urk, can, if the occasion calls for it, throw rocks like a giant. He is very shy and uncomfortable around Lily, and bashfully leaves her presence unless instructed otherwise by Brayce.

Urk, Half-Ogre (Ftr6): **HP** 42; **AC** 9[10]; **Atk** rope-wrapped forearm x2 (1d8+3); **Move** 12; **Save** 13; **AL** C: **CL/XP** 8/600; **Special**: +1 hp per level due to high constitution, +2 to hit strength bonus, +3 damage strength bonus, darkvision 60ft, throw rocks (1/round—1d10 points of damage), multiple attacks (6) vs. creatures with 1 or fewer HD. (***The Tome of Horrors Complete*** 316)

Equipment: bits and pieces of carpet for clothing, rope to wrap forearms, backpack, 1d3 stones for throwing.

Roddick Waytt is a small human male with dwarfism. Tiny compared to his larger brothers at roughly 4ft tall with bent and painfully twisted limbs, they nonetheless frequently look to him for guidance due to his vastly superior intellect. While Brayce may be the leader of the family, and extremely clever, he also knows that his "little brother" is the smartest man in the family.

Extremely well-read and versed on many subjects, Roddick is often asked for his opinion with family business and the cons. He often works out the problems with any of the scams and finds exploits and loopholes that Bryce does not.

Roddick spends most of his time in a large traveling-trunk in the family wagon, like a dog in a den. He does this literally to protect himself; his brothers and mother are so large they could crush him without even noticing. He has received many broken bones while growing up, and were not healed by his mother, a fact that is never far from his mind. Roddick would be the first member of the family to turn on the group, due to the horrible treatment he has received. He believes he is destined for greatness, and bides his time with his family so he can amass enough wealth to purchase slaves to transport him as his family does now.

An accomplished magic-user, Roddick wields powers that Brayce and the family can barely conceive. They do know he is valuable, and protect him at all costs. Roddick keeps his spells on scrolls in his trunk, his greatest possessions. He will do nearly anything to obtain a new book or spellbook. If given the opportunity, Roddick will attempt to trade spells with a character magic-user. If they cannot come to some kind of agreement, or the character does not have any new spells for Roddick, he signals his brothers that his business is concluded, and they may treat the

party as they will.

Roddick (MU7): **HP** 13; **AC** 9[10]; **Atk** dagger (1d4–1); **Move** 3 (at best); **Save** 9; **AL** C; **CL/XP** 9/1100; **Special**: –2 to hit strength penalty, –1 to damage strength penalty, 85% chance to learn a new spell due to high intelligence, +2 save vs. spells, spells (4/3/2/1).

Spells: 1st—*charm person*, *sleep* (x3); 2nd—*ESP, invisibility*, *phantasmal force*; 3rd—*fly, protection from normal missiles*; 4th—*dimension door*.

Equipment: normal clothes, dagger, various books and scrolls, spell-scrolls (Referee to determine spells as necessary).

Small, elven, and delicate, Lilyandra Waytt seems quite out-of-place in this family of hulking brutes and freaks. Standing a mere 4 1/2ft tall and weighing less than 80 lbs, Lily appears almost transparent and ethereal. Pale-skinned and extremely light blond hair make her look like an apparition, and image she does not mind.

Lilyandra is a sociopath; she feels no empathy or warmth towards anything, including her own family. While she can laugh, and is often jovial, it is a façade covering her utter blankness of soul. She takes care of Mamma the best she can, but with no real feelings, she cannot comfort Agga when needed. The rest of the family keep a wary eye on Lily, for as much as they love their little sister, they fear her "episodes" even more.

Once every couple of months, Lily escapes from the family and goes off on a "hunting" trip. On these excursions, she tracks down a small group of travelers or caravan, and systematically kills them all. Occasionally, she slays them in a particularly atrocious fashion, and Brayce must come and clean up the situation after her. He never admonishes her for these dalliances, but he is never happy when it's "Lily-time". Lily can sometimes be found with bits or pieces of her victims, perhaps and ear or finger of some traveler. Lily has performed these hunting trips frequently enough the Coast Road Guard are aware of who she is (there have been enough survivors that they put a description together), and are actively searching for her. This may lead to the party being offered a reward for her; 200gp, dead or alive.

Lilyandra, Half-Elf Female (Thf 7); **HP** 17; **AC** 7[12]; **Atk** thin-bladed short sword (1d6) or dagger (1d4); **Move** 12; **Save** 17; **AL** C; **CL/XP** 3/60; **Special:** +2 save bonus vs. traps and magical devices, backstab (x3), half-elf traits, read languages, thieving skills.

Thieving Skills: Climb 91%; Tasks 45%; Hear 5 in 6; Hide 40%; Silent 50%; Locks 50%.

Equipment: leather armor, *cloak and boots of elvenkind* (only worn while hunting; hidden from the family), thin-bladed short sword, 3 daggers, fileting knife, thieves' tools, straw doll missing an arm and its head, 3 necklaces (each worth 3d10gp).

Mamma Agga Waytt is a wretched slob. She is so enormous that the family had to kill a merchant caravan to secure a wagon to haul her around from place to place, as she no longer fit through doorways. Whether by neglect or some form of curse, the woman is almost impossibly fat for a human. The matriarch of the family, Agga has had relations with various different humans and humanoids in her time, producing the clan that takes care of her now.

Devouring anything she can, she has a near-insatiable need to eat constantly. The family stages raids just to keep Mamma happy, which is almost a daily necessity. Her appetites for food and more unsavory things keep everyone busy, and is one of the reasons the family is being hunted down in the Forest of Hope region.

Ranging from the Horsefly swamp down to roughly the Wild Edge River bridge, the family take care to travel by night, and set up their cons for the daylight hours, although this causes Brayce discomfort, he feels some form of familial tie to Agga, although no one would consider it love or respect.

Agga is a cleric of some loathsome god, thought to be either Grotaag, Snuurge, Orcus, or some other even viler being. Whomever she prays to, she does so away from the others, as no family member is invited into the wagon when it is time for her prayers.

Mamma Agga (Clr8): HD 8+2; **HP** 38; **AC** 9[10]; **Atk** fist (1); **Move** 0; **Save** 8; **AL** C; **CL/XP** 10/1400; **Special:** spells (2/2/2/2/2).

Spells: 1st—*cause light wounds* (x2); 2nd—*hold person, silence 15ft radius*; 3rd—*cause disease, prayer*; 4th–*cause serious wounds, cure serious wounds;* 5th–*create food, finger of death*.

Equipment: twisted straw holy symbol, family treasure (see below).

Treasure: The spoils of the family business are carried in the wagon, in a well-hidden secret compartment on the inside, somewhat under the bulk of Mamma Agga's bedroll (+1 penalty to die rolls to locate secret doors; elves do not get an automatic check).

Hidden in the cache are the following items:

- A latched box (20gp) set with a single green moss agate, contains a leather case (1sp) holding an ornate carved stone pipe (30gp). Along the stem of the pipe are eight pieces of silvery-white gems (freshwater pearls). (From their irregular shapes, you can see that these pieces are from four gems cut in half.)
- A woman's skull has been sheathed in silver, her teeth pulled and replaced with jagged gold fangs. Large and almost luminous pieces of green talc have replaced the woman's eyes, and tiny slivers of jade dot her cheekbones. (The jeweled skull is easily worth 50gp.)
- In a small wooden box carved with leaping fish (2gp) is a set of six matching cups and saucers (8gp per set), suitable for hot tea or some similar beverage. The cups are painted with gold leaf and have a piscatorial (fishlike) design.
- A wooden chest the size of a large dog is covered in elaborate enamel and lacquer work showing a bare-chested young king in a war chariot leading great hunts and war parties (25gp). Inside, is a black marble statue the size of a forearm depicting a stiff armed, bare-chested warrior standing at rigid attention (10gp), and a black granite carving of a bull with the bearded head of a scholar (18gp) which is a similar size. The sculptures are padded by straw underneath them. Concealed in the straw is a black glass jar (2gp) containing a scented yellow ointment. The straw also hides a white leather pouch (2gp), which is so stuffed with gold and silver coins (21gp, 126sp) that the tie will not close all the way. At the bottom of the chest, is a light bronze necklace appointed with comma-shaped blue beads (9gp).
- A rolled piece of parchment, an arms-length-long and half that wide, cut into a rectangle with crisp symmetrical ends (4sp). Beside it is a doll, dressed as a lady of fashion. She is as long as a forearm. The face and hands are wood, painstakingly painted to smile engagingly. Her hair is real hair, pale blond; her gown, shoes, and hat are made of the finest fabrics (20gp). A plain longsword in a wooden sheath is under the doll. Its basket hilt is wrought iron, the blade sharp and unadorned (sword, 15gp; sheath, 1gp).There is an uncomplicated well-made lock with the key in it (40gp lock and key). Also, there is a wooden spoon (2cp) and a brass plate, rather dented (2sp) beside a tall plain silver goblet decorated with raised leaves (15 gp). The goblet holds a handful of coins (8gp, 7sp, 2cp).
- A single iron gauntlet sized to fit an ogre warrior-prince (4gp) has been pressed into service as an improvised "treasure chest." A piece of knotted canvas fills the wrist opening to keep the contents secure within the pitted, battle-scarred gauntlet. A pair of dice carved from quality ivory (4gp) rattles around within the glove along with variously sized coins (15gp, 13sp, and 5cp). A small golden letter opener with a sapphire set into the mushroom-shaped pommel (12gp) protrudes from one of the fingers. A small gold and onyx amulet, shaped like a stylized warhammer and covered in protective runes and inscribed prayers (59gp), is stuck between the gauntlet's palm and one of its fingers. A slender yellow ceramic perfume vial (3gp), contents long spilled, rests in the gauntlet's little finger. Bas-relief pictograms of bees decorate the vial.
- A tall gray flail (8gp), a horseman's shortbow with the grip wrapped in red leather and the bowstring dyed red (75gp) and a compact quiver with twenty arrows, unpainted and fletched with gray goose feathers (set

1gp). A brown leather shoulder pack (5sp) holds a pair of gauntlets made of thick pigskin, reinforced with iron, for very small hands (3gp), a thin flexible dagger (2gp), and a whetstone (2cp). There are several fine pieces of parchment paper, rolled up and tied with a leather thong (15 sheets, 2sp each). Below the paper, carefully protected by three leather cases (2sp each) and braced against the bottom of the pack are three vials of expensive ink, red, green and blue (9gp each). A leather-wrapped parcel (leather wrapping; 2sp) lies behind the pack, and beside it is a small metal box. Gold, silver and copper coins are scattered in the area (7gp, 119sp, 766cp). The parcel contains nine items, each carefully wrapped in strips of light brown wool. There are four vials, cut of rock crystal with tight-fitting rock crystal stoppers (80gp each) and five gold spoons (soupspoon size, 15gp each). The box is copper, with handsome curling designs pounded into the sides and top (2gp). The lid is hinged and closed with a latch. Inside, a gold ring with letters inscribed in it (someone's initials, perhaps; 18gp) lies atop a silver and rose quartz necklace (8 pieces of rose quartz; necklace, 450gp). A leather bag, split open along the seams lies behind the leather pack, empty but for six copper pieces (bag, as is, has no value).

These treasures are taken from the **Necromancer Games** product ***The Mother of All Treasure Tables***.

Appendix

New Drug

Stems

Ingesting a dose of stems takes one round to chew them up. If the creature taking the stems is doing so against his will, he can make a saving throw to regurgitate them before the start of his next round. On the start of the creature's next turn, roll a 1d6:

1d6	Results
1	The creature slips into a happy haze for 6 minutes. During this time, he is weakened and suffers a –4 penalty to hit and saving throws. He can still perceive his surroundings. At the end of this time he suffers a –2 to attacks and saves for an hour.
2–5	The creature feels a jolt as his mind and body begin to work faster. For 1 minute, he gains a +2 bonus to attacks and a –1[+1] bonus to his Armor Class. At the end of this time, he must rest for an hour.
6	The creature enters a trance in a state of mental clarity for 10 minutes. All saving throws are made with a +2 bonus during this time, and any spells are cast as if the caster was one level higher. At the end of this time, he must rest for hour.

Taking another dose of stems while under one of the effects listed above instantly ends the current effect. Roll again to see what effect takes over instead. In this way, a creature with sufficient access to stems can keep the negative effects at bay indefinitely.

New Magic Items

Bead of Force

This small black sphere appears to be a lusterless pearl. A *bead of force* has two uses (that happen simultaneously when thrown). It can be thrown up to 60ft and upon impact, the bead explodes, sending forth a burst that deals 5d6 points of damage to all creatures within a 10ft radius.

Additionally, a thrown *bead of force* creates a globe of shimmering force with a diameter of 10ft and a duration of 10 minutes, completely enclosing a creature, provided the latter is small enough to fit within the diameter of the sphere, and a successful to hit roll is made by the thrower. The sphere contains its subject for the spell's duration.

The sphere is not subject to damage of any sort except from a *disintegrate* spell. This effect destroys the sphere without harm to the subject. Nothing can pass through the sphere, inside or out, though the trapped creature can breathe normally. The enclosed may struggle, but the globe cannot be physically moved either by people outside it or by the struggles of those within. The explosion completely consumes the bead, making this a one-use item.

Boots of Tromping

These well-worn boots always appear singly, most frequently in a like-footed group. When a group of people place the *boots* on one foot, they are magically endowed to move at the speed of the fastest member of the group for purposes of overland walking. A boon to dwarves and halflings taking long treks, these *boots* resize themselves to fit any foot from halfling to ogre-size. The wearers of the *boots of tromping* cannot run at any increased speed (beyond the normal running speed), nor is combat affected in any way. These are just a fast way for people to get there and back.

Ghostbind

Other adventuring groups over the years have made concerted efforts to defeat and pillage this level, with mixed success. One group (whose name has been lost to time) brought with them a powerful sword, the *Ghostbind*. This weapon is a *+1 longsword*, but has one unique property when used to fight the shades on this level. If a shade is impaled on the sword, the shade is rendered helpless and unable to use any of its abilities (it is effectively paralyzed, forced into its corporeal form). The shade remains in this state until the sword is removed or the shade is slain. A pinned shade that is slain reforms as usual. No undead creatures are able to touch this weapon, even if it is unattended.

Impaling a creature uses the Unarmed Combat option from the ***Swords & Wizardry Complete*** rulebook. This is strictly an optional set of rules; a Referee may determine a creature as impaled in any way they see fit. The rules are reprinted here for ease of use.

Unarmed Combat

Grappling (or overbearing) an opponent is resolved as follows: the attackers (or attacker) make individual to-hit rolls. The grapple is resolved among those who hit: each combatant rolls 1d6 per hit die. If the sum of the dice of all the attackers is higher than the defender's total, the hapless defender is completely pinned and can be killed in the next round unless help arrives or the victim manages to break loose before the knife falls. If the sums are exactly equal, everyone is struggling and none of them can attack with a weapon. If the defender wins, the attackers are beaten back and stunned. They remain stunned for a number of rounds equal to the number of points by which the defender beat them. For example, if five orcs attempt to overwhelm a fifth-level Fighter, each orc rolls to hit. Let us assume that two of them succeed on the to-hit roll. The orcs roll a total of 2d6 (each orc has 1HD), and the Fighter rolls 5d6 (the Fighter has 5HD). The orcs get a total of 10, and the Fighter gets a total of 15. Each orc is tossed aside and stunned for 5 rounds.

Fist-fights can be resolved by assuming that a fist does 1 point of damage, and that there is a 50% chance per hit that the damage is subdual damage (see the ***Swords & Wizardry Complete*** rulebook for information on Subdual Damage). All strength bonuses to damage are considered subdual damage only. A word to the wise: tavern brawls are more efficiently conducted with chairs than with fists.

Hateful Spear

This item, is typically created due to a tragic event. Rarely, a magic-user can harness the powerful emotional magic from another source, binding the anger into a magical weapon. The hateful spear is a *+1 spear* that inflicts double damage against 1 type of creature, chosen at creation.

Lover's Lament

This squat and elongated silver teapot is engraved with images of clouds, stars and the setting sun. Glass windows on its side allow one to

see its contents, and it can be filled via the lid on top. The teapot can be used normally with no ill effects, although it holds very little liquid.

If the teapot is filled with water and crushed gems however, any who drink from the teapot have their soul drawn into the pot. The victim can make a save at –2 to negate this effect. If the drinker's name is spoken as they drink, the save is at –4, and magic resistance does not apply.

If the victim has their soul drawn into the *Lover's Lament*, they fall into a deathlike state although their body does not rot or decay and appears to be at rest. The victim's soul can be restored to its owner by simply 'pouring' the soul back through the corpse's lips. The magic holding the soul inside the pot is intentionally weak, and destroying the pot or placing it in an *antimagic shell* will also restore the soul to its original body, providing the body has not been damaged. If there is no body for the soul to return to, it begins its journey to the afterlife.

The *Lover's Lament* was originally made for and used by an old aristocratic family who've long since been forgotten. When one of the family went to war, their significant other would trap their own soul in the Lament until their love returned, so they would be spared the pain of their parting. While awaiting their return, the magic of the *Lament* would cause them to dream of angels.

Mirror of Opposition

This item resembles a normal mirror about 4ft tall and 3ft wide. If a creature sees its reflection in the mirror's surface, an exact duplicate of that creature comes into being (up to one duplicate per combat round is created). This opposite immediately attacks the original. The duplicate has all the possessions and powers of its original (including magic). Upon the defeat of either the duplicate or the original, the duplicate and its items disappear completely. Destroying the mirror causes all of the duplicates to immediately vanish. The mirror is AC 9[10], and has 10 hp.

Scroll of Distant Communications

These scrolls are always created in pairs, and allow the bearer of one scroll to write a small message (up to 100 words), and the writing appears on the linked scroll. Distance is not a factor, as long as both scrolls are on the same plane. Only non-magical writing may be transferred.

Spiteful Spike

This *+1 short sword* enhances a ranger's ability to fight their most hated foes. The spiteful spike doubles the damage per level a ranger inflicts against giant class and goblinoid creatures.

New Monsters

Aelom

Hit Dice: 1
Armor Class: 8[11]
Attacks: bite (1d4–1)
Saving Throw: 17
Special: growing darkness, magical abilities (3/day—*darkness 15ft radius*)
Move: 1 (fly 24)
Alignment: Chaos
Number Encountered: 1 or 1d4+2
Challenge Level: 2/30

Aelom are sickly parrots with green and purple feathers. They are primarily sap feeders, and associate things like the sound of an axe hitting wood or the flames of a fire with a potential food source. If startled, aelom squawk and fly off, casting *darkness* over the area. One aelom can expend a use of its darkness ability to enhance an existing patch of darkness, extending the radius of the *darkness* by 10ft and increases its duration by 1 minute. The aelom are smart enough to know to do this and so maximize their ability to flee.

If the party manages to kill or capture an aelom and examine it, they quickly discover that under the mass of feathers is little more than bones and finely corded muscles, with no sign of skin or organs.

Aelom: HD 1; **AC** 8[11]; **Atk** bite (1d4–1); **Move** 1 (fly 24); **Save** 17; **AL** C; **CL/XP** 2/30; **Special:** growing darkness, magical abilities.

Magical Abilities: 3/day—*darkness 15ft radius*.

Belhelmel

Hit Dice: 3
Armor Class: 5[14]
Attacks: bite (1d6 plus necrosis)
Saving Throw: 14
Special: creeping necrosis, glare, fondness for flesh
Move: 12
Alignment: Chaos
Number Encountered: 1
Challenge Level/XP: 6/400

Belhelmel resemble goats with pale gray fur. In truth, these creatures are the goat-demons found throughout the lower planes. A closer inspection shows that the creature has deep orange eyes that do not blink. Belhelmel are the apex predators of the forest, they eat fresh flesh and have no need to sleep. Oddly, they are barely more intelligent than the goats they resemble. They usually live in trees, with their "hooves" unfurling into long, dexterous fingers, four to each hand. Their front legs are flexible enough for the creature to use them to place food in its mouth.

They hunt by surrounding a creature and using their glare to stun the target before latching onto it with their jaws. If the victim fails a saving throw, they are paralyzed with fear for 1 round. The saliva of a belhelmel is toxic; if a saving throw is failed, the victims flesh begins to peel away from the bone (suffering 1d4 points of damage for 1d3 rounds). The belhelmel associate the *darkness* caused by the aelom with food, and converge on any dark area they spot.

Belhelmel: HD 3; **AC** 5[14]; **Atk** bite (1d6 plus necrosis); **Move** 12; **Save** 14; **AL** C; **CL/XP** 6/400; **Special:** creeping necrosis, glare, fondness for flesh.

Devil, Bearded

Hit Dice: 8
Armor Class: 2[17]
Attacks: +2 *glaive* (1d10+2) or 2 claws (1d6)
Saving Throw: 8
Special: beard, bleeding wounds, disease, gate 50% (1 beaded devil or 6 lemures), immune to fire, magic resistance (20%), *teleport* (at will)
Move: 15
Alignment: Chaotic
Challenge Level/XP: 10/1400

Bearded devils are deadly warriors fighting savagely for Hell. They stand more than 6ft tall, and weigh upward of 200 pounds. They have a twitching beard below their toothy maw. If a bearded devil hits a single target with both claw attacks, it lashes the target with its spiky, filthy beard for 1d8+2 points of damage. The victim must make a saving throw or contract devil chills. The infection causes the victim to lose 1d4 points of strength every hour. If a victim's strength is reduced to 0, they are paralyzed until they have a strength score of 3 or better. Strength returns naturally at the rate of 1 point per day; a restoration spell returns all strength points immediately. Bearded devils fight with a magical saw-

toothed glaive. Bearded devils can *teleport* at will, and have a 50% chance of successfully summoning another bearded devil or 6 lemures (see ***Monstrosities*** for more information) to aid them once per day.

Devil, Chain

Hit Dice: 8
Armor Class: 0[19]
Attacks: 2 chains (2d4)
Saving Throw: 8
Special: gaze (save or paralyzed with fear for 1d4 rounds plus 1d4 points of wisdom lost), immune to cold and poison, magic resistance (20%), regenerate 2 hp/round (unless damaged by silver), silver or magic weapons to hit.
Move: 12
Alignment: Chaotic
Challenge Level/XP: 10/1400

A chain devil is a slender devil wrapped in wickedly barbed chains. Its pale flesh is etched with jagged scars. A chain devil can control 2 chains within 20ft, making them move or attack as it wishes. The devil can cause the chains to extend up to 15ft longer and sprout razor-edged barbs. Anyone meeting the gaze of a chain devil must make a saving throw or see the devil's face transform into that of a departed loved one or a bitter enemy. Those who fail are paralyzed with fear for 1d4 rounds and lose 1d4 points of wisdom (if reduced to 0 wisdom, character is catatonic until wisdom raised to 3; wisdom returns at the rate of 1 point per day, or a *restoration* spell may be cast to fully cure the victim.

Chain Devil: HD 6; **AC** 2[17]; **Atk** 4 chains (2d4); **Move** 12; **Save** 11; **AL** C; **CL/XP** 9/1,100; **Special:** gaze (save or paralyzed with fear for 1d4 rounds plus 1d4 points of wisdom lost), immune to cold and poison, magic resistance (20%), regenerate 2 hp/round (unless damaged by silver), silver or magic weapons to hit.

Doppelbear

Hit Dice: 2+1
Armor Class: 9[10]
Attack: claw (1d4)
Saving Throw: 16
Special: osmosis
Move: 12
Alignment: Chaos
Number Appearing: 1 or 1d4+1
Challenge Level/XP: 4/120

Much like the more humanoid doppelganger, the doppelbear steals the shape of its victims, eventually turning into a 3HD **facestealer**. If a doppelbear spends at least 24 hours watching a mark, it uses its osmosis power to become that humanoid. In addition, if the victim is a spellcaster, there is a 50% chance that the doppelbear steals 1d3 spells of 1st level from the caster's memory. The doppelbear may use these magical powers 1/day each.

Doppelbear: HD 2+1; **AC** 9[10]; **Atk** claw (1d4); **Move** 12; **Save** 16; **AL** C; **CL/XP** 4/120; **Special:** osmosis.

Facestealer

Hit Dice: 3
Armor Class: 9[10]
Attack: weapon attack (by weapon) and claw (1d4+1) or 2 claws (1d4+1)
Saving Throw: 14
Special: exact duplicate, possible spells.
Move: 12
Alignment: Chaos
Number Appearing: 1 or 1d4+1
Challenge Level/XP: 5/240

After a doppelbear selects a mark and begins its transformation, it turns into a 3 HD **facestealer**. In addition to being an exact physical replica of the mark, if the victim is a spellcaster, there is a 50% chance that the doppelbear steals 1d3 spells of 1st level from the caster's memory. The doppelbear may use these magical powers 1/day each.

Facestealer: HD 3; AC 9[10] or by armor worn; **Atk** weapon attack (by weapon) and claw (1d4+1) or 2 claws (1d4+1); **Move** 12; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** exact duplicate, possible spells.
Equipment: any possessions of duplicate mark.

The Flesh

Hit Dice: 12
Armor Class: 4[15]
Attacks: 1d4+2 strikes (1d6+1)
Saving Throw: 3
Special: immune to weapons and magic, regenerate (4 hp/round), vulnerable to kindness and suffering, wave of suffering (2d6 points of damage)
Move: 6
Alignment: Neutrality
Number Encountered: 1
Challenge Level: 16/3200

The flesh is a twisted monstrosity created by stitching corpses together with magical sutures. The iron sutures that hold it together are clearly visible. The Flesh has no clear anatomy; eyes, ears and mouths of all sizes are placed randomly around its body. It moans constantly, obviously in immense agony.

The Flesh has 6 arms, but due to its misshapen shape it can only use 1d4+2 in an attack.

The Flesh is invulnerable to magic and weapons, although it still feels pain. If the creature is struck by a physical attack, it emits a wave of negative energy that deals 2d6 points of damage to all creatures within 30ft (save for half). This negative energy wave heals undead.

The only way to hurt the creature is by inflicting damage on creatures within 30ft of The Flesh. If damage is done to a living creature, The Flesh takes the same amount of damage. This includes damage dealt by The Flesh itself.

If any magical healing is cast on The Flesh, it stops regenerating for 1 round and is stunned and unable to act for that time.

The Flesh: HD 12; **AC** 4[15]; **Atk** 1d4+2 strikes (1d6+1); **Move** 6; **Save** 3; **AL** N; **CL/XP** 16/3200; **Special:** invulnerable, immune to weapons and magic, regenerate (4 hp/round), vulnerable to kindness and suffering, wave of suffering (2d6 points of damage, heals undead).

Fragmented Skeleton

Hit Dice: 3
Armor Class: 8[11]
Attacks: 2 claws (1d6)
Saving Throw: 14
Special: grapple, shabby construction
Move: 12
Alignment: Neutrality
Number Encountered: 1d4+1, 2d4+1, or 2d6+8
Challenge Level: 3/60

Fragmented skeletons usually consist of just a ribcage, skull and pelvis in their standard arrangement, with all other sections made up of whatever

bones are close to the right size. Their hands end in long claws and broken finger bones that keep them from wielding a weapon. Fragmented skeletons attack in waves, overwhelming an enemy with relentless numbers.

The foul magic binding these skeletons together may disintegrate at any moment, and even if the skeletons survive the combat, they usually fall apart after an hour. These skeletons attempt to grapple opponents, if the Referee chooses to use that special attack ability. Otherwise, they just attack as a wave.

Fragmented Skeleton: HD 3; **AC** 8[11]; **Atk** 2 claws (1d6); **Move** 12; **Save** 14; **AL** N; **CL/XP** 3/60; **Special:** shabby construction.

Glowlizard

Hit Dice: 1
Armor Class: 7[12]
Attack: bite (1d3)
Saving Throw: 17
Special: expert climber
Move: 12
Alignment: Neutrality
Number Appearing: 1d2
Challenge Level/XP: 1/15

Glowlizards are a perfectly mundane species of lizard native to the forest. Glowlizards are non-magical; their tails glow as a result of chemical reactions. They use this tail to lure fish into biting range. A glowlizard's feet allow it to climb virtually any surface, no matter how slick or sheer (treat as Climb 99%).

Glowlizard: HD 1; **AC** 7[12]; **Atk** bite (1d3); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** expert climber.

Gong Frog

Hit Dice: 1d6 hp
Armor Class: 9[10]
Attack: bite (1)
Saving Throw: 18
Special: phantom sounds
Move: 2 (10ft leap)
Alignment: Neutrality
Number Appearing: 1
Challenge Level/XP: 1/15

The gong frog is a scavenger, happily chewing on rotting flesh. To find food, it looks for a creature that is lying still. It then uses its "croak" to make a loud noise directly above the creature, hoping to startle a wounded or resting creature into action. If the creature remains still, the frog assumes it's safe and approaches to feed.

Gong Frog: HD 1d6hp; **AC** 9[10]; **Atk** bite (1); **Move** 2 (10ft leap); **Save** 18; **AL** N; **CL/XP** 1/15; **Special:** phantom sounds.

Half-Orc

Throughout the Lost Lands, despicable men (and women) seek to satisfy their lustful natures. On occasion, these wanton trysts are with "less-civilized" races of the Lands. Half-orcs are the result of one such type of crossbreeding. When seen by civilized races, half-orcs are considered monstrosities, the result of perversion and violence — whether or not this is actually true. Half-orcs are rarely the result of loving unions, and as such are usually forced to grow up hard and fast, constantly fighting for protection or to make names for themselves. Half-orcs as a whole resent this treatment, and rather than play the part of the victim, they tend to lash out, unknowingly confirming the biases of those around them. A few feared, distrusted, and spat-upon half-orcs manage to surprise their detractors with great deeds and unexpected wisdom — though sometimes it's easier just to crack a few skulls. Some half-orcs spend their entire lives proving to full-blooded orcs that they are just as fierce. Others opt for trying to blend into human society, constantly demonstrating that they aren't monsters. Their need to always prove themselves worthy encourages half-orcs to strive for power and greatness within the society around them.

Half-orcs average around 6 feet tall, with powerful builds and greenish or grayish skin. Their canine teeth often grow long enough to protrude from their mouths, and these "tusks," combined with heavy brows and slightly pointed ears, give them their notoriously bestial appearance. While half-orcs may be impressive, few ever describe them as beautiful. Despite these obvious orc traits, half-orcs are as varied as their human parents.

Unlike half-elves, where at least part of society's discrimination is born out of jealousy or attraction, half-orcs get the worst of both worlds: physically weaker than their orc kin, they also tend to be feared or attacked outright by humans who don't bother making the distinction between full orcs and half-bloods. Even on the best of terms, half-orcs in civilized societies are not exactly accepted, and tend to be valued only for their physical abilities. On the other hand, orc leaders have been known to deliberately spawn half-orcs, as the half breeds make up for their lack of physical strength with increased cunning and aggression, making them natural leaders and strategic advisors. Within orc tribes, half-orcs find themselves constantly striving to prove their worth in battle and with feats of strength. Half-orcs raised within orc tribes are more likely to file their tusks and cover themselves in tribal tattoos. Tribal leaders quietly recognize that half-orcs are often more clever than their orc cousins and often apprentice them to the tribe's shaman, where their cunning might eventually strengthen the tribe. Apprenticeship to a shaman is a brutal and often short-lived distinction, however, and those half-orcs who survive it either become influential in the tribe or are eventually driven to leave.

Half-orcs have a much more mixed experience in human society, where many cultures view them as little more than monsters. They often are unable even to get normal work, and are pressed into service in the military or sold into slavery. In these cultures, half-orcs often lead furtive lives, hiding their nature whenever possible. The dark underworld of society is often the most welcoming place, and many half-orcs wind up serving as enforcers for thieves guilds or other types of organized crime. Less commonly, human cities may allow half-orcs a more normal existence, even enabling them to develop small communities of their own. These communities are usually centered on the arena districts, the military, or mercenary organizations where their brute strength is valued and their appearance is more likely to be overlooked. Even surrounded by their own kind, half-orc life isn't easy. Bullying and physical confrontation comes easy to a people who have been raised with few other examples of behavior. It is, however, one of the best places for young half-orcs to grow up without prejudice, and these small enclaves are one of the few places where half-orc marriages and children are truly accepted and sometimes cherished.

Even more rarely, certain human cultures come to embrace half-orcs for their strength. There are stories of places where people see half-orc children as a blessing and seek out half-orc or orc lovers. In these cultures, half-orcs lead lives not much different from full-blooded humans.

Half-orc characters have a penchant for the dark; the less people see of them in the bright light the better. Half-orc characters take a –1 penalty to hit anytime they are in bright light. Conversely, when in darkness or when striking from hiding, they receive a +1 to hit.

Half-orcs can also see in the dark. They have darkvision out to 60ft.

Half-orc characters are limited to Fighters, Thieves, and Assassins. A half-orc who is purely a Fighter may advance beyond 7th level only if the warrior has Strength of 17 (maximum 8th level) or 18 (maximum 9th level). In the Thief and Assassin class, a half-orc may advance with no maximum level limit. Half-orc assassin is a special exception to the rule that assassins are only human.

The half-orc is a supplemental character race; you will need Referee permission to create a half-orc character, since it's not part of the "official" ***Swords & Wizardry*** rules.

Hummingbird, Undead

Hit Dice: 1d4hp
Armor Class: 3[16]
Attack: 1 beak (1 plus bleeding)
Saving Throw: 18
Special: attack as a 3HD creature, bleeding (1 point of

damage per round until magically healed)
Move: 1 (fly 36)
Alignment: Neutrality
Number Appearing: B/10
Challenge Level/XP: 1/15

Undead versions of normal hummingbirds, these little pests retain their quick flight and attraction to sweet-smelling flowers. The beaks of undead hummingbirds have petrified and hardened to be strong as iron and needle sharp. The puncture wounds form the beaks causes their tiny wounds to continue to bleed, causing 1 additional point of damage per round until staunched by magical healing.

Undead Hummingbirds: **HD** 1d4hp; **HP** 1 each; **AC** 3[16]; **Atk** 1 beak (1 plus bleeding); **Move** 1 (fly 36); **Save** 18; **AL** N; **CL/XP** B/10; **Special**: attack as a 3HD creature, bleeding (1 point of damage per round until magically healed).

Pseudoeel

Hit Dice: 1d6hp
Armor Class: 9[10]
Attack: electrical charge (1)
Saving Throw: 18
Special: none
Move: 0 (swim 12)
Alignment: Neutrality
Number Appearing: 2d20
Challenge Level/XP: 1/15

Despite their name, pseudoeels are actually gray-skinned fish with teeth like a brush. Pseudoeels are filter feeders that use their shocking tail to defend themselves. Female pseudoeels lay eggs that are fertilized by the male and then buried in sand. The eggs grow like a grotesque flower, with a fleshy sac that protects them and draws nutrients from the sand and surrounding water. When the eggs hatch, the newborn pseudoeels eat the flesh sac (and each other) for nourishment.

Pseudoeels: HD 1d6hp; **AC** 9[10]; **Atk** electrical charge (1); **Save** 18; **Move** 0 (swim 12); **AL** N; **CL/XP** 1/15; **Special:** none.

Scrap Golem

Hit Dice: 11 (50 hp)
Armor Class: 4[15]
Attacks: 2 slams (1d8)
Saving Throw: 5
Special: +1 or better weapon to hit, healed by fire
Move: 12
Alignment: Neutrality
Number Encountered: 1 or 1d4+1
Challenge Level: 9/1100

Scrap golem are shambling piles of rusted iron scraps twisted into rough humanoid shapes. They have four limbs that end in thick coils of wire that the golem uses to grab opponents. Scrap golems are healed by fire, and immune to normal weapons.

Scrap Golems: HD 11 (50 hp); **AC** 4[15]; **Atk** 2 slams (1d8); **Move** 12; **Save** 5; **AL** N; **CL/XP** 9/1100; **Special:** +1 or better weapon to hit, healed by fire.

Shade

Hit Dice: 8
Armor Class: 8[11], by armor, or incorporeal 2[17]
Attacks: 2 claws (1d6) or by weapon
Saving Throw: 8
Special: immortality, incorporeal, materialize, recall weapons
Move: 12 (fly 24)
Alignment: Chaos
Number Encountered: 1, 2 or 1d4+2
Challenge Level: 9/1100

A shade is an undead creature that rises when a living creature willingly sacrifices itself in a ritual to Orcus. The shade appears as it did in life, but has hollow spaces where its eyes should be. In fact, the shade is little more than a hollow husk of skin resembling its previous form.

A shade can switch between its corporeal and incorporeal forms in one round. In its ghostly form, it appears as a smoky mass of muscle, flesh and organs. In this form, its eyes glow like emeralds, as if lit by some disturbing inner light. An incorporeal shade gains the ability to fly.

Shades retain any abilities they had in life (such as spellcasting abilities or thief skills), although they can no longer advance in levels. A shade can also use any weapon or item buried with its body. It can summon and dismiss these items in a round. If the items are removed from the shade's tomb, the shade no longer has access to that item until it is returned to the tomb. If the shade is separated from any shadow weapon it carries, the item vanishes in a puff of smoke.

Shades are immortal. When one is destroyed, its essence instantly returns to an object (such as a gem or reliquary) that is designated during the ritual.

Shade: HD 8; **AC** 8[11], by armor, or incorporeal 2[17]; **Atk** 2 claws (1d6) or by weapon; **Move** 12 (fly 24); **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** Immortality, incorporeal, materialize, recall weapons

Troll Abomination

Hit Dice: 6
Armor Class: 4[15]
Attacks: bite (1d8+2) and 2 claws (1d6+2)
Saving Throw: 12
Special: linked unlife, rend (1d8 points of additional damage if both claws hit a single target)
Move: 12
Alignment: Chaos
Number Encountered: 1d4+1
Challenge Level: 8/800

These vat-grown monstrosities are always created in groups, and are even more terrible than the normal trolls they resemble. The foul unlife that sustains these creatures is linked between them. Should an abomination be reduced to 0 hit points, it collapses in a pile but is restored 4 rounds later, healing one-third of its hit points for every other troll abomination still standing. Hacking at a fallen abomination does nothing to slow its rise, but pouring holy water over its corpse delays its return by 2 rounds. If an abomination is restored in this manner when all other abominations have collapsed, it is instead destroyed.

Troll Abomination: HD 6; **AC** 4[15]; **Atk** bite (1d8+2) and 2 claws (1d6+2); **Move** 12; **Save** 12; **AL** C; **CL/XP** 8/800; **Special:** linked unlife, rend (1d8 points of additional damage if both claws hit a single target).

White Lady

Hit Dice: 7
Armor Class: 4[15]
Attacks: club (2d6+4)
Saving Throw: 9
Special: regenerate (3 hp/round)
Move: 9
Alignment: Chaos

Number Encountered: Solitary, pair (2) or group (1d4+1)
Challenge Level: 8/800

A white lady is a twisted 9ft tall monstrosity warped by the foul presence of the club it carries. A cloth skirt covers the creature's legs and bare feet, and its torso is lined with deep scars. Veils often hide the horror of their fleshless faces. The creature moves slowly, dragging a huge iron club behind it.

White Lady: HD 7; **AC** 4[15]; **Atk** club (2d6+4); **Move** 9; **Save** 9; **AL** C; **CL/XP** 8/800; **Special:** regenerate (3 hp/round)

New Spells

Fabricate

Level: Magic-User 5
Range: 30ft
Duration: immediate

This spell allows the magic-user to convert material of one sort into an item made of that same material. Creatures or magic items cannot be created or changed by the spell. For example, the caster could turn a block of steel into a dagger or sword, or even normal armor, if enough raw materials are available. The magic-user can convert up to 10 cubic ft of material per level. If a mineral is converted, the amount is instead 1 cubic per level. If the item desired requires a high degree of craftsmanship, the caster must make a successful saving throw to complete the process.

Flame Strike

Level: Cleric 5
Range: 100 ft. + 10 ft./level
Duration: Instantaneous

A f*lame strike* evokes a vertical column of divine fire 40 ft. high with 10 ft. radius. The spell deals 1d6 points of damage per level of the caster. All with the area of effect take this damage unless a save for half-damage is successful.

Glyph of Warding

Level: Cleric 3
Range: 0
Duration: permanent until discharged or dispelled

A *glyph of warding* allows a cleric to trap or ward an area with a permanent symbol that causes damage or has other effects on anyone crossing, touching, or reading the glyph. Typically the glyph is inscribed over a doorway or other portal, although it can also be placed on a box or chest. When the symbol is broken (e.g. the door is opened, the chest is opened, the inscription is read, etc.), it discharges. Damaging glyphs typically do 1d6 points of fire, cold, or electrical damage per two levels of the caster in a 5ft radius with a save for half-damage. Non-damaging glyphs like blindness, disease, or poison affect the first creature to break the symbol. The glyph is invisible until it briefly glows a second before discharge. The glyph may be located with *detect magic*, identified with *read magic*, and removed with *dispel magic*. The Referee may allow any harmful cleric spell effect to be used as a glyph providing the caster can cast the spell.

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