

THIS ADVENTURE MODULE IS 4E COMPATIBLE

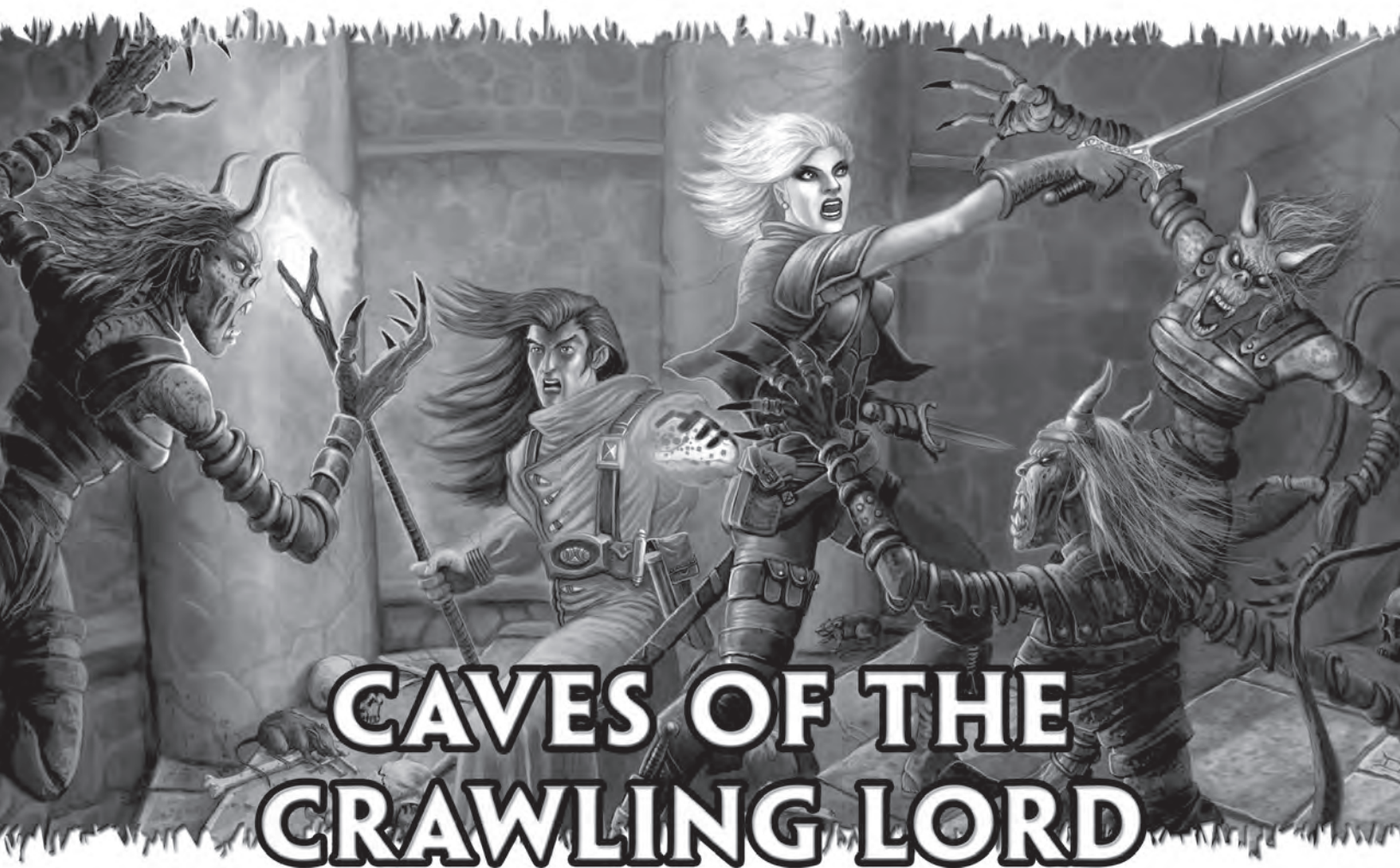
DUNGEON CRAWL CLASSICS



CAVES OF THE CRAWLING LORD

BY PATRICE CRESPIY
AN ADVENTURE FOR CHARACTER LEVELS 8-10





CAVES OF THE CRAWLING LORD

AN ADVENTURE FOR CHARACTER LEVELS 8-10

BY PATRICE CRESPI

Development: Colleen Simpson

Editors: Colleen Simpson, Dwight Hulse

Cover Art: David Griffith

Interior Art: Doug Kovacs

Cartography: Jeremy Simmons

Layout: Erik Nowak

Dungeon Crawl Classics Line Development: Harley Stroh

Playtesters: David Bouchacourt, Yannick Zogg, Cédric Albertini,
Natacha Petroff and Ania Schweitzer

INTRODUCTION

Remember the good old days, when adventures were underground, NPCs were there to be killed, and the finale of every dungeon was the dragon on the 20th level? Those days are back. Dungeon Crawl Classics don't waste your time with long-winded speeches, weird campaign settings, or NPCs who aren't meant to be killed. Each adventure is 100% good, solid dungeon crawl, with the monsters you know, the traps you fear, and the secret doors you know are there somewhere.

Caves of the Crawling Lord is a chaos-touched stand-alone adventure designed for five 8th-level characters. Spanning twenty-four combat and non-combat encounters, it takes the characters up to 10th level and requires two or three full game sessions before reaching its climactic ending. This adventure is a raw violent fantasy set in the maddening remnants of an eldritch burial site. It features whispering atrocities and the grotesque denizens of a demented court revolving about a wizard's forgotten artifact. The *Orb of Madness* gives every class its chance to shine and plunder, whether through brutal clashes or through subtler challenges. Good team balance and character cooperation are required in order to overcome the perils the party will face. The GM should refer to the scaling section below if the characters' party lacks one or more of the standard major roles.

Caves of the Crawling Lord begins in the distant town of Basmar, a trading community set at the foot of eroded mountains at the very edge of a searing desert. The region of Basmar is a generic setting peculiar to this adventure. It can be easily replaced with an appropriate town from another campaign setting. For flavor's sake, this adventure works best with a somewhat exotic location, if available.

ADVENTURE SUMMARY

In a bygone tiefling empire the high sorcerer of an ancient religious order was buried with his slaves in a catacombs complex. Unfortunately, a roving carrion crawler was corrupted by the potent magic of the sorcerer's *Orb of Madness*. The orb bestowed intelligence and cursed powers to the aberration, *T'zyzh'pha*, who spawned a small worm colony and took control of the late wizard's slaves.

A powerful storm breaches the stone slabs that once sealed the catacombs shut, sending swarms crawler hatchlings into Basmar's Crescent Lamp Bazaar. At this time, the PCs are wandering from stall to stall possibly in search of rare components, scrolls and trinkets. Fleeing the falling worms, traders and customers run away, leaving the PCs and local militia to deal with the vermin.

Emissaries of the merchants' council of Basmar ask the PCs to investigate the source of the vermin-ridden rain and to put a stop to whatever threat lies behind it. They offer rewards of gold and honorific titles in return. The heroes can engage in a skill challenge involving rituals, discovering secret knowledge and gathering information in order to trace the rain's source to the entrance of the newly uncovered catacombs. Their journey takes them to the mountains overlooking Basmar.

Finding windy caves crammed with carrion crawlers, the PCs must cautiously thread their way through the dark catacombs in search of the threat hidden within. Along the way, they uncover the burial site. The foul magic of the *Orb of Madness* has transformed the catacombs into a maze of warrens and distorted places defying logic. The carrion crawlers are under *T'zyzh'pha*'s command and have slowly carved their caves into the sacred halls and beyond. The PCs' exploration becomes nightmarish as they uncover the layers of colony intertwined in the catacombs own defenses and mummified guardians.

The PCs must defeat sickening aberrations, foulspawn servants and undead abominations, to find a way through the misdirecting halls, secret vaults and gibbering horrors. The maze unravels as the PCs get closer to the monster at its core, the great *T'zyzh'pha*.

In the final assault, the heroes face *T'zyzh'pha* and its weird viziers under the bewildering light and aura of the *Orb of Madness*. If successful, they must run for their lives, in order to reach the surface and return to Basmar as honored guests and triumphant paragons.

GAMEMASTER'S SECTION

ENCOUNTER TABLE

To help the GM prepare, we have included a quick reference table showing all encounters at a glance. **Loc** — the location number keyed to the map for the encounter. **Pg** — the module page number that the encounter can be found on. **Type** — this indicates if the encounter is a trap (T), puzzle (P), or combat (C). **Encounter** — the key monsters, traps, or NPCs that can be found in the encounter. Names in *italics* are classed NPCs. **EL** — the encounter level.

SCALING INFORMATION

Caves of the Crawling Lord is designed for 5 characters of 8th-level, but it can be modified easily for parties of different sizes, composition or levels. Consider adapting the adventure using any of the following suggestions:

Weaker parties (4 or fewer characters, no defender or leader, characters lower than 8th-level): Do not let combats spread into multiple rooms, do not have surprised monsters raise alarm or seek help and have all creatures fight to death. Reduce the number of carrion crawlers in Area 1–2 by 1. Reduce the number of carrion crawlers in Area 1–5 by 1. Reduce the number of carrion crawler rogues in Area 1–7 by 1. Remove the carrion crawler from Area 1–9 and reduce the number of foulspawn berserkers by 1. Reduce the number of firelasher elementals in Area 2–2 by 1. Reduce the number of foulspawn manglers in Area 2–3 by 1. Reduce the number of foulspawn grues in Area 2–4 by 1. Reduce the number of grue carrion crawlers in Area 3–2 by 1. Replace the grell specters in Area 4–3 with grells. Reduce the number of carrion crawler fighters in Area 5–2 by 1.

Stronger parties (7 or more characters, or characters higher than 8th-level): Play all intelligent monsters as cunningly as possible, trying to bait the PCs into traps and to gain the support of monsters in other rooms whenever possible. Add 1 carrion crawler to Area 1-2. Add 1 carrion crawler to Area 1-5. Add 1 carrion crawler rogue to Area 1-7. Add 1 carrion crawler and 1 foulspawn berserker to Area 1-9. Add 1 firelasher elemental to Area 2-2. Add 1 foulspawn mangler to Area 2-3. Add 1 foulspawn grue to Area 2-4. Add 1 grue carrion crawler to Area 3-2. Add 1 gargoyle swordbearer to Area 4-2. Add 1 grell specter to Area 4-3. Add 1 foulspawn seer to Area 4-4. Add 1 carrion crawler fighter to Area 5-2 and increase *T'zygyzh'pha's* hit points to 324.

GETTING THE PLAYERS INVOLVED

Characters may have come to the the Crescent Lamp Bazaar for the following reasons:

- They are searching for rare items. Components, scrolls and petty but useful magic possessions

about at the market and rumors of what can be found there are enough to justify a long journey between adventures. The bazaar might also be the only noticeable place where a unique arcane item needed for one of the PC's rituals could be found. As many caravans from afar converge in Basmar, mercenaries and thieves also wander in the city, looking for shady missions and bounty.

- Guided by portents, dreams or an otherworldly message received through a divination ritual, the PCs learn that an ancient and insane evil is breaking loose in a distant city. The omen is vague, advising them to look for 'plague' rain under the light of a crescent lamp. Research revealed the dream or prophecy might refer to the Crescent Lamp Bazaar in Basmar, and the heroes have traveled there to start investigating.
- PCs could be seeking leads to their next adventure in the Bazaar.

The PCs are browsing through the market when the worm-ridden rain strikes the place.

Loc	Pg	Type	Encounter	EL
Bazaar	5	C	32 carrion crawler hatchlings	6
B1-2	5	P	"Investigating the Cursed Rain" Skill Challenge	9
1-2	9	C	9 carrion crawlers	Variable
1-3	10	P/H	"The Shafts" Skill Challenge	8/5
1-5	11	C	0-2 bloodied carrion crawlers 6 wounded gricks	7-8
1-6	14	C	10 wormspawn	8
1-7	15	CT	2 carrion crawler rogues 1 bewitching whispers trap 1 misdirection trap	9
1-8	18	C	Variable	Variable
1-9	19	C	1 carrion crawler 4 fire beetles 3 foulspawn beserkers	9
2-1	22	CT	variable conjured iron cobras 0-2 slithering mummy guardians Variable cobra apparatus traps	Variable
2-2	25	C	3 firelasher elementals	
2-3	26	CT	5 foulspawn manglers 1 squeezing illusion trap	10
2-4	28	CT	2 flameskulls 2 foulspawn grues 1 gibbering moulder 1 sliding floor trap	9
3-1	31	C	1 thing in the pit	7
3-2	32	CT	3 grue carrion crawlers 1 spectral tendrils trap	9
3-3	33	P	—	8/5
4-1	35	C	6 copper mummy guardians	9
4-2	37	C	3 gargoyle swordbearers	7
4-3	38	C	2 grell specters	9
4-4	39	C	1 foulspawn seer	9-12
4-7	44	C	1 habnay-sham	7
5-2	45	C	2 carrion crawler fighters 1 demagogue carrion crawler	12

BACKGROUND STORY

THE ORB OF MADNESS

Well before the coming of the titans and the Age of Giants, the Outer Gods withdrew from the known planes, spawning countless seeds of chaos in their wake. While some of these seeds shaped the first aberrations of the world, giving birth to gigantic entities shrouded by insane wisdom, others took the shape of mysterious gifts that went from hand to hand, spreading entropy and disorder on the surface world. The *Orb of Madness*, a half-living amber sphere bathed in a greenish light is one such gift, an artifact of awesome power.

THE ORDER OF THE EBONY SYBIL

During long forgotten times, the desert was no desert but the living ground of a tiefling empire of great majesty and cruelty. Beneath the tall walls of their iron cities, the lustful tieflings bargained with demons and the foul servants of horrid deities, offering blood and sacrifice to their dark gods in exchange for magic and control. The *Orb of Madness* was considered a major relic in the baleful cult that thrived there: the Order of the Ebony Sybil. It was called this because its members offered prayer to a black and faceless seer known as the Sybil. The Sybil was said to be a messenger of the Outer Gods, answering prayers in a soft chanting voice that delivered messages from the most awful and remote deities. The main members of the Ebony cult were sorcerers, wizards and warlocks, and it was led by a high sorcerer, the *Mût Sthayz* or the Keeper of the Orb.

When it was obvious that the tiefling empire would fall, the priests decided to bury the *Orb of Madness* with its Keeper, and to leave the tomb until the end of time for they felt that no worthy possessor would ever be found. As was the custom of the day, the slaves of the last high sorcerer were buried alive with him and spells were cast to ensure that no living soul could trespass on the tomb.

THE DEMENTED COURT

The Orb had to find another suitable living vessel. When a roving carrion crawler dug its way into the burial ground, it was possessed by the Orb and became the new *Mût Sthayz*. The Orb sparked intelligence in the creature and gave it a name, *T'zgyzh'pha*. Under its guidance, *T'zgyzh'pha* found the tiefling sorcerer's slaves in a state of suspended animation as well as numerous insects on which to feed. After feeding and laying its eggs, *T'zgyzh'pha* spawned a new breed of carrion crawler, touched by the chaos of the Orb and then woke the late high sorcerer's slaves gaining control of them through the Orb and slowly turning them into corrupt mockeries of their former selves. Together, they transformed the burial site into a deranged reflection of chaos, and became a ghostly, maddened court ruled by *T'zgyzh'pha*. Until the beginning of the adventure, this host was confined to the burial site by mystic protections written upon the stone, but the stone barrier has shifted with the storm and the protections are broken, freeing the worm's demented court to roam the surface world.



RUNNING THE ADVENTURE

This adventure involves a fairly complex dungeon, which crosses multiple levels on different vertical axes. It is suggested that the DM familiarize himself carefully with the maps prior to running the game. Be sure to note the cross-section map and understand the relationship between levels.

PLAYER BEGINNING

THE BAZAAR OF THE CRESCENT LAMP

The adventure begins as the PCs wander together in the Bazaar of the Crescent Lamp. Read:

The fierce blaze of the southern sun is hidden by the silk cloths hanging high above the market stalls. The unusually strong wind shakes them violently and lifts a thin powder of spices and dust in the air, making it difficult to breathe. The humming murmur of people haggling goes on undisturbed as if nothing is important enough to halt their business. Yet, when a stronger gale blows over the Crescent Lamp Bazaar, the crowd hastily looks for shelter. Without warning, hundreds of worms fall from the sky, ripping the silken curtains apart and crashing into the precious spice pots. The crowd scatters in panic. The worms, tiny tentacled horrors, writhe and slither around you as though longing for your blood.

With a successful DC 25 Dungeoneering check, a character realizes that the worms resemble miniature, grayish carrion crawlers. The crawlers' tentacles are too small to pose any threat and the GM should note that their poison is not potent enough to do any damage or cause paralysis. Their landing is slowed or cushioned by the silk cloths and spice pots, and most of them land safely and crawl towards the nearest living creatures. The city's militia immediately attacks them, but the traders and customers run away as quickly as they can, hungry worms trailing them to attack and feed on the slowest and the weakest. The following fight focuses on the PCs' part of the skirmish, but hundreds of worms actually have fallen and are being dealt with. Once the hatchlings have been defeated, go to BI-1: The Emissaries.

Carrion Crawler Hatchlings(32)

Level 3 Minion

Tiny aberrant beast

XP 38

Initiative +2 **Senses** Perception +2; darkvision

HP 1; a missed attack never damages a carrion crawler hatchling

AC 16; **Fortitude** 15, **Reflex** 14, **Will** 13

Speed 6, climb 6 (spider climb)

↑ **Bite** (standard; at-will)

+7 vs.AC; 6 damage

Alignment Unaligned **Languages** —

Str 12 (+2) **Dex** 14 (+4) **Wis** 10 (+1)

Con 12 (+2) **Int** 2 (-3) **Cha** 10 (+1)

BI-1

The Emissaries

At the end of this fight, the heroes find they have attracted the interest of local authorities. Emissaries from the Merchants' Council contact the PCs at their inn or in a teahouse or tavern, offering them 2,500 gp if they will find the rain's source and vanquish whatever evil lies behind it. In addition, the Merchants' Council humbly promises to recognize the PCs as Protectors of Basmar, a lifelong distinction entitling them to free housing in the city and free travel with any of Basmar's caravans. The council is not willing to pay any of the reward in advance.

Minor Quest XP: 350 XP for finding the catacombs

Major Quest XP: 1,750 XP for destroying T'zyzh'pha.

BI-2

Investigating the Cursed Rain

Through this skill challenge, the PCs try to figure out the cause of the rain that fell upon the Crescent Lamp Bazaar and to discover its source. They must uncover hidden knowledge, and use their wits and contacts. It can be played in a few minutes through just skill checks or might be roleplayed more thoroughly, with vivid city descriptions, NPCs and long tavern discussions. The GM should decide which style of play best suits his player's mood and style. Each skill check attempted takes one full day, regardless of whether it fails or succeeds. Characters assisting their colleagues in a group skill check spend a day as well.



SKILL CHALLENGE

Setup: To find the rain's cause and the catacombs, the PCs must draw on their knowledge of underground construction, ancient history and nature or consult Basmary sages, local elders and loremasters.

Level: 9

Complexity: 2 (requires 6 successes before 3 failures).

Success: By combining their findings, the PCs are able to work out the exact location of the cave, and that it is probably located close to an ancient tiefling burial site, and are able to make preparations accordingly. Success at this challenge grants a +1 bonus to checks made in Areas 1-1 and 1-2, and lets PCs prepare for the specific dangers of traveling underground and facing carrion crawlers.

Failure: If they fail, the PCs eventually find out the general location of the worm cave. The PCs lose 1 healing surge as they take a more difficult route up the mountains and gain only half XP from this skill challenge.

Primary Skills: Diplomacy, Dungeoneering, History, Nature.

Diplomacy (DC 19 after 1 successful Streetwise check; only one of the following pieces of information is gained for each Diplomacy check attempted): You are able to convince the elders and sages to tell you one of the following pieces of information:

- The sage tells the characters that the worms are hatchling carrion crawlers that must have originated from an underground site, and gives them additional information depending on the sage's Dungeoneering check (+14).
- The elder tells the characters that the worms must have originated from high in the mountains for the wind to have been able to carry them to the Bazaar, and gives an estimate of the altitude.
- The sage can tell them that there is an ancient tiefling city and burial site in the mountains, that might be a good place to start looking, and gives them an approximate starting location.

Each 100 gp 'donation' adds a +1 bonus (maximum +5) to the Diplomacy check. This skill can be used to gain a total of 3 successes for this challenge.

Dungeoneering (DC 20): You recognize the worm hatchlings as baby carrion crawlers and remember the details of the crawlers' habitat and ecology. Knowing the crawlers' fondness for damp places and need for food, you know you must look for a nearby cave site. This skill can be used to gain a total of 2 successes for this challenge.

History (DC 19): You know about an ancient tiefling city and a burial site in the mountains. You don't know the exact locations, but have an idea of their general direction. This skill can be used to gain a total of 2 successes for this challenge.

Nature (DC 15): You realize that the hatchlings have been cast away from their initial location by the wind, and that their place of origin must be high in the mountains for the wind to have been able to send them flying into the market. You don't know the exact location but you can guess its general altitude. This skill can be used to gain a total of 2 successes for this challenge.

Secondary Skills: Streetwise

Streetwise (DC 15): You manage to contact people in Basmary who know where wise elders and sages live. Success at this skill check allows you to use the Diplomacy skill to speak to these elders and sages. Each 100 gp bribe adds a +1 bonus to the Streetwise check to a maximum of +5. This skill can be used to gain a total of 3 successes for this challenge.

Rituals: The following rituals may help during this skill challenge.

Commune with Nature: You learn that the wind blew much stronger high in the mountains than in Basmary and sent rocks and stone slabs falling in a particular place. Using this ritual automatically grants 1 success the first time it is completed and can be used only once to gain a success for this challenge.

Level	Environment	Area	Connects to Area
1	Carrion Caves	1-2A	1-3
		1-3	1-4A, 1-4B, and 1-5
		1-6	1-7 and 1-8
		1-7	1-9
		1-8	2-3
		1-8	2-1
		1-9	2-1
		2-1	2-2
		2-4	3-1
2	Tiefling Crypts	2-4	4-1
		3-2	4-3A-F (via chaos tendrils trap)
		3-3	4-1 (via teleportation)
3	Carrion Caves	4-4	5-1
		4-7	5-1
4	Tiefling Crypts	—	—
5	Carrion Caves	—	—

Consult Mystic Sages: You are told that the worms have taken hold upon ancient tiefling catacombs in the mountains. Using this ritual automatically grants 1 success the first time it is completed, and can be used only once to gain a success for this challenge.

Hand of Fate: The hand offers one missing piece of information in a cryptic way. This may be the general direction of the carrion caves, their altitude or any other relevant information. Using this ritual automatically grants 1 success the first time it is completed, and can be used only once to gain a success for this challenge.

ENCOUNTER AREA C: THE CATACOMB COMPLEX

When members of the Order of the Ebony Sybil went into the mountains to dig the burial site, they found a huge series of caves and explored them. Finding the caves empty, they hid the catacombs deep within and closed the caves' only opening with stone slabs. These insect-infested caves now shelter T'zgyzh'pha's colony.

The dungeon spans five levels containing two different environments: the initial burial site built by the tieflings and the carrion caves surrounding it.

ENVIRONMENT 1: THE CARRION CAVES

The caves dug by the carrion crawlers and the foulspawn slaves seem to have been carved haphazardly. They twist and turn eerily with no sense of logic, their floors tilting at treacherous angles. Insects and other small critters abound inside, as do a slimy, viscous goo, stale, black ponds crowded with bugs, and slick, windy chasms. The walls are shiny with a greasy, greenish crust left there by years and years of worms slithering over their surfaces. A constant dripping echoes inside, mingling with the faint echo of howling winds from the outside. The occasional gusts of wind come as a blessing, for they dismiss the horrid stench of rotten insects and worms' acrid odor. The innumerable bugs have been the crawlers' staple food for centuries and their constant scratching haunts the PCs throughout their exploration. There is no fixed pattern for the height and the width of the caves and the GM should refer to the appropriate cut-out section in the maps. There is no source of light in the carrion caves except for the fire beetles in C1-9, and any light sources the characters bring with them.

ENVIRONMENT 2: THE TIEFLING CRYPTS

See the description under the appropriate section.

The GM should use the cut-out section maps to get a clear grasp of the connections between the two levels of the catacombs.

THE CATACOMBS LEVEL 1

The following conditions operate throughout this level:

Grasping slime: Grasping slime is difficult terrain. Each square of grasping slime requires a successful DC 14 Athletics check to enter and cross. On a failed check, the character enters the slime square, but his move ends immediately. Large creatures treat the grasping slime as difficult terrain but are too large to suffer from its immobilization effect.

In addition, some areas possess unique features, which the GM should be familiar with prior to running that encounter.

Area 1-I

After a short, uneventful journey into the windy mountains, the PCs arrive at the catacombs' entrance. As they approach the broken stone slabs that once held it shut, read:

The wind currents sweeping the cliff face grow stronger as you reach a rocky outcrop on the mountainside. The outcrop seems to be the only place around where strong gusts could easily lift stones and small creatures and send them flying into the air. Here, you notice huge broken slabs of stone a few meters above you. Close to the slabs, at the top of the outcrop, is a cave entrance leading into the mountain.

The stone slabs broke when the wind pushed them from the outcrop above the cave entrance. They are covered with ritual inscriptions written in Infernal. The characters may now wish to do one of the following:

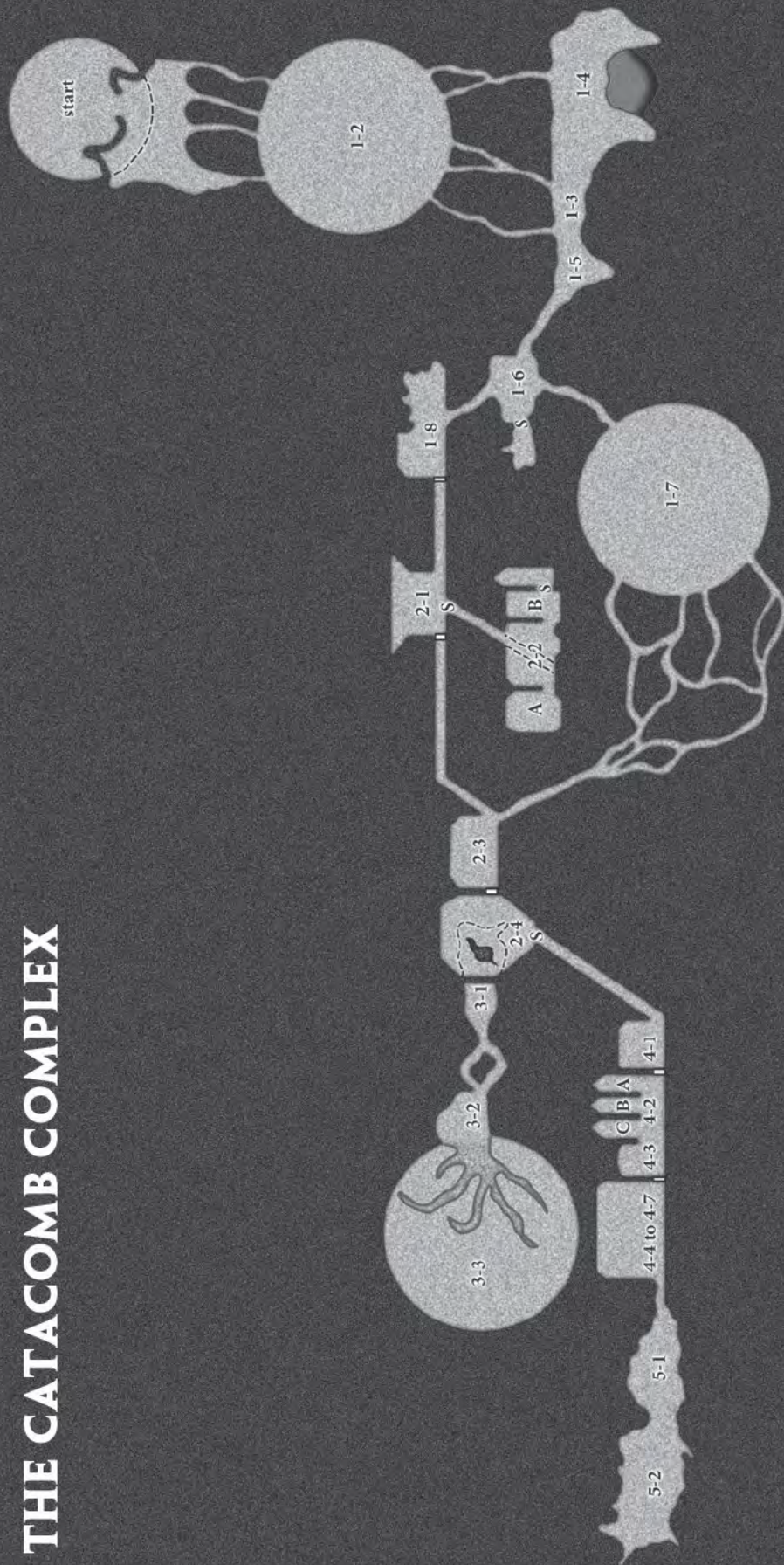
Examine the stone slabs: In order to understand the meaning of the rituals written upon the stone slabs, one must be a master of Infernal, collect all the scattered pieces (DC 12 Perception check to find and collect them all), and succeed at the following checks:

Arcana (DC 19): The character identifies a very ancient tiefling ritual used to imprison chaos beings in a sealed place. He knows that if the seals are broken by an outside influence, such as the wind, the ritual no longer operates. There is no way to learn or to restore the ritual using only the symbols on the slabs. Further research is needed.

Religion (DC 19): The character understands a few details from the ritual carved upon the stone slabs. He knows that the ritual, though linked to an evil tiefling cult, was also used as a ward against chaos. He catches a glimpse of this cult's purpose through the few words that emerge more clearly and repeatedly from the ritual's text: Ebony, Outer Gods, Faceless.

Examining the cave entrance: Provided they make a successful DC 14 Dungeoneering check, the characters understand that the broken stone slabs once sealed the cave's entrance. Reaching the top of the outcrop poses no threat to careful characters, but when they examine the cave entrance, read or paraphrase the following:

THE CATACOMB COMPLEX



not to scale

The cave entrance is an irregular 10-ft-wide hole in the ground at the top of the rocky outcrop. Strong breezes whistle from all directions as they rush inside, partially dissipating the acidic smell of insects coming from the cave below. You are unable to see how deep the cave is and can only guess that the hole opens into a huge, open space beneath.

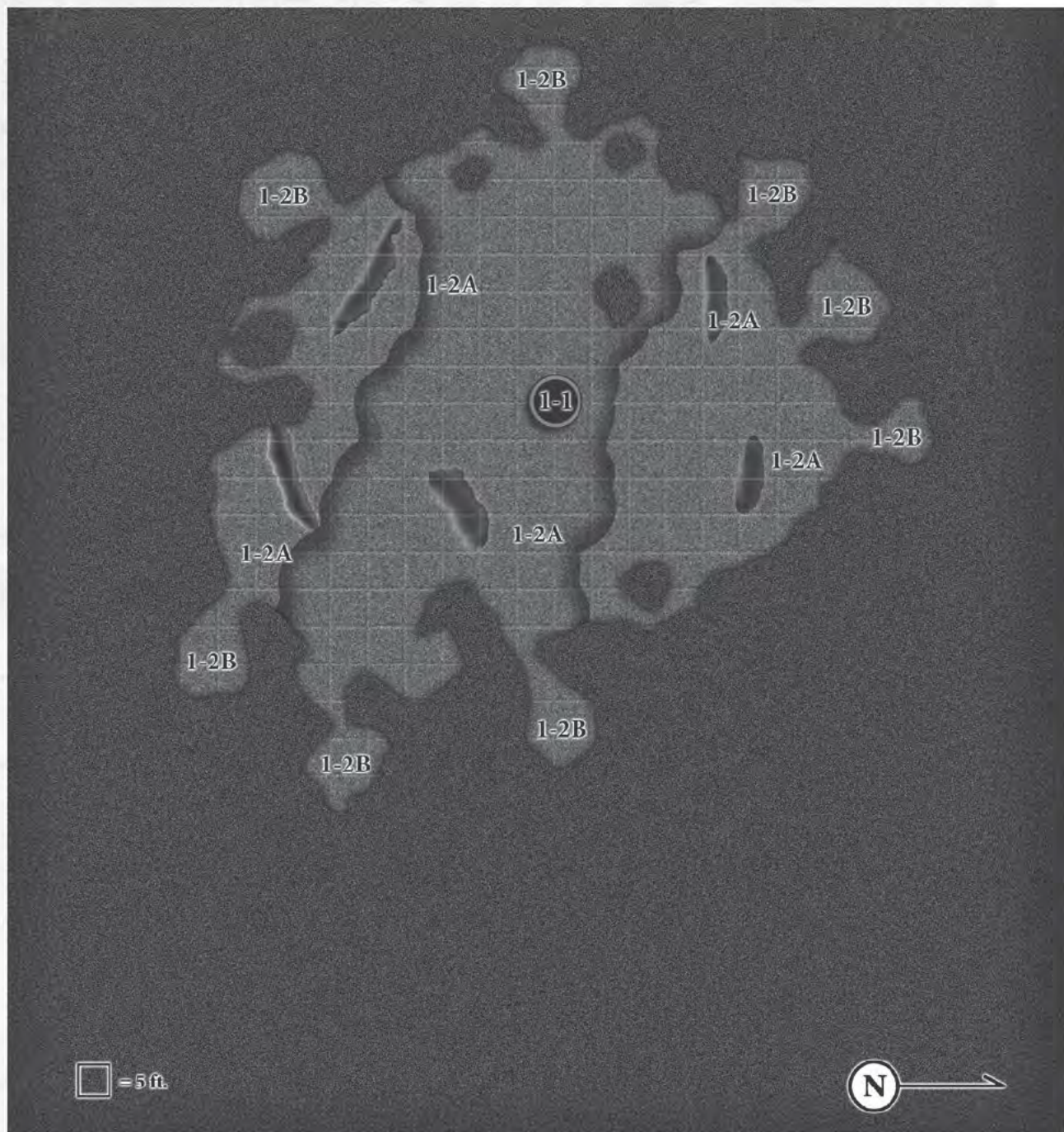
The cave floor is 8 squares below and there is no obvious way to get down. The PCs must climb down, using a rope or magical means in order to reach the floor. A series of Athletics checks takes them safely to the ground. When the characters decide to enter the cave, go to Area 1-2.

Area 1-2 (EL 4-10, XP 900-2,700)

The carrion crawlers remain in their small, side caves (Area 1-2B) until the characters reach the cavern floor. When they reach it, read:

Your arrival on the moist floor of the cave is accompanied by a strange, crackling sound underfoot. The floor is slightly sticky and your light reflects from the carapaces of hundreds of swarming insects caught in huge patches of black goo. All around you, crevasses have opened in the cavern floor and, with a skittering sound, large, grotesque, tentacled worms rush from side burrows everywhere, their slimy, fanged mouths gaping hungrily.

Characters who try to climb down without a rope encounter the crawlers sooner. The crawlers use their spider climb move to attack climbing characters when they are half way to the floor. A character immobilized while



climbing automatically falls without any chance to catch hold. The carrion crawlers' number varies with the number of successes obtained in the *Investigating the Cursed Rain* skill challenge undertaken by the PCs before their arrival in the catacombs. There are 9 carrion crawlers in the cave, but each success in the last skill challenge removes 1 carrion crawler from this encounter, up to 3 remaining crawlers (see *Investigating the Cursed Rain* above).

In addition to the conditions outlined under the main heading for Area 1: The Catacombs, GMs should be aware of the following:

Crevasses (1–2A): The 5 crevasses are the only exits from the cave. They open into vertical tunnels – almost shafts – described in 1–3. When the PCs explore the crevasses, go to Area 1–3.

Side caves (1–2B): Each contains one or two carrion crawlers before the PCs enter. They are littered with insects and giant insect remains and permeated by the stench of carrion. They contain nothing of value.

Carrion Crawler

Level 7 Controller

Large aberrant beast

XP 300

Initiative +6 **Senses** Perception +5; darkvision

HP 81; **Bloodied** 40

AC 20; **Fortitude** 19, **Reflex** 18, **Will** 17

Speed 6, climb 6 (spider climb)

↑ **Tentacles** (standard; at-will) • **Poison**

Reach 2; +10 vs. Fortitude; 1d4 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+12 vs. AC; 1d10 + 5 damage

Alignment Unaligned **Languages** —

Str 20 (+8)

Dex 16 (+6)

Wis 14 (+5)

Con 17 (+6)

Int 2 (-2)

Cha 16 (+6)

Area 1–3

The Shafts

(EL 8* [5]; XP 1,050)

This area's map is not detailed fully here; refer instead to the cut-out section map.

When the PCs explore the crevasses (Area 1–2A), read:

After a few feet, the crevasse abruptly narrows, turning into an almost vertical, five-foot-wide cave shaft. Strong, warm winds from below stream upwards, carrying muffled sounds and frightening screeches to your ears. Unless you return to the cave above, the only way to go is down.

The twisted shafts connect the entrance cave (Area 1–2) to the howling caves below (Areas 1–4 and 1–5). They start out vertical, but suddenly twist and turn as they interconnect, losing the PCs in a slippery maze. The following skill challenge simulates the PCs' progress into the tunnels. Run it as soon as at least one PC enters one of the crevasses. When the skill challenge begins, read:

Continuing downwards, you discover that the tunnels twist and turn, weaving through the rock and intersecting with other tunnels. The further you go, the more difficult it is to maintain a sense of direction, and the more it feels as though you will be trapped in these tunnels forever. Discovering a way out may not be as simple as finding the way in.

Setup: To get safely out of the tunnels, the PCs must climb down the shafts, find their way to the next area and endure the continuous heat of the wind from below. If a PC states that he doesn't follow the others inside the shafts, he doesn't take part in the skill challenge and its success or failure. He will then have to take the challenge alone in order to rejoin the party as it ventures deeper into the catacombs. It is strongly suggested that the GM resolve any party splits prior to running this encounter. A cave-in, or the arrival of numerous carrion crawlers might be useful in convincing the PC to follow his companions.

SKILL CHALLENGE

Level: 8

Complexity: 3 (requires 8 successes before 3 failures).

Success: The PCs arrive safely in Area 1–4A.

Failure: All the PCs involved in the skill challenge fall the last few feet into Area 1–4A. Because the shaft's turns and angles reduce the distance, they fall fifty feet minus ten feet for each success earned before the skill challenge was failed. PCs take 1d10 damage for each 10 feet fallen. If this distance is reduced to 0 or less, the PC still loses one healing surge. Roll 1d6 for each PC to determine his landing point:

1–2:	1–4A
3–4:	1–4B
5–6:	1–5

Primary Skills: Athletics, Balance, Dungeoneering

Acrobatics (once the PC attempting the check has passed or failed an Endurance check; DC 19): You manage to proceed along the shafts' twists and turns for a short distance, maintaining your balance as you move along ledges and the sloped floors of tight passages, while helping your friends do the same. This skill can be used to gain a total of 3 successes in this challenge.



Athletics (once the PC attempting the check has passed or failed an Endurance check; DC 20): You climb down the shaft, setting pitons and ropes for those following you. A character using a firmly secured rope gains a +5 bonus to this check. A character using the rogue's nimble climb exploit, or the warlock's spider climb power gains 2 successes instead of one. This skill can be used to gain a total of 3 successes in this challenge.

Dungeoneering (once the PC attempting the check has passed or failed an Endurance check; DC 17): Your knowledge of tunnels and underground passages lets you lead the party safely for a short distance. This skill can be used to gain a total of 3 successes in this challenge.

Secondary Skills: Endurance

Endurance (DC 11; group): In order to take any action in the suffocating winds of the crevasses, you must first endure the uncomfortably warm winds rushing past you. Failure means the PC attempting the role suffers a -2 penalty to all skill checks made in this skill challenge. Success means PCs make skill checks as normal. This skill can be used to gain a maximum of 1 success per PC towards this skill challenge, and also allows the use of other skills once it has been attempted.

Powers: Using powers such as *feather fall*, *levitate*, or *shadow form* allows safe travel through a short section of the shafts. These powers can be used to gain a maximum of 1 success the first time each power is used, but not for any use thereafter.

Areas 1-4 & 1-5 The Howling Chasms (EL 7-8; XP 1,500-1,800)

When the PCs reach either a 1-4 landing point, or the 1-5 landing point, they may witness—and become caught up in—a terrible skirmish between a grick hunting pack and carrion crawler sentinels. Read:

The smooth walls of these large caves shine with moisture. The caves form a crossroad of tunnels. All around, the wind hisses and echoes, making normal speech hard to hear.

Once the PCs arrive in cave 1-4, or notice the nearby skirmish by making successful Perception checks, read the following:

The cave resounds with awful screeches, and somewhere at its center, on a raised outcrop of rock set in the middle of three deep depressions, giant, black worms are attacking a couple of crawlers, tearing at their greenish flesh with cruel bird-like beaks. The crawlers cry out in apparent panic as they slowly slide into the depressions, uselessly swinging their tentacles in the air, their bodies pulsating with each attack.

Area Features: In addition to the conditions outlined under the main heading for Area 1: The Catacombs, GMs should be aware of the following:

Wind: The sound of the wind echoes inside, making listening difficult. All Perception checks suffer a -5 penalty in this area.

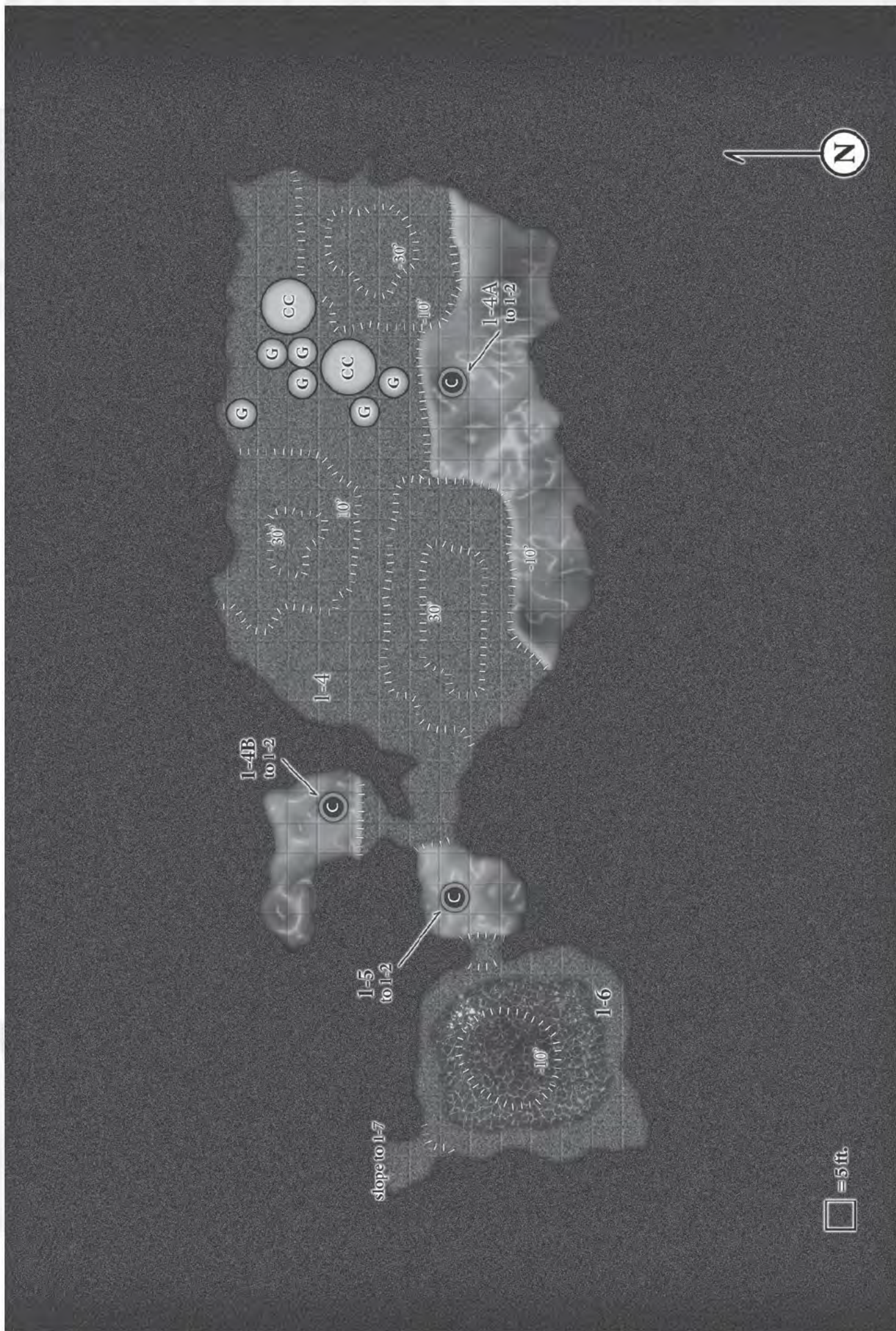
Depressions: Moving across a depression requires a DC 14 Acrobatics check. Success allows the character to move one-half of his speed in any chosen direction. Failure by 5 or more means the character slides 3 squares further into the depression and loses the rest of his move action. Depressions provide creatures in them cover and concealment from any attacker not adjacent to the depression. Grick and carrion crawler corpses float in their own blood at the bottom of each depression.

Landing (1-4A): The character lands close to the fight and must immediately roll initiative. Any action requires a Stealth skill check to avoid being spotted. A character standing still isn't noticed until the fight ends two rounds later.

Tunnel landings (1-4B and 1-5): The character lands far from the fight. The character must make a successful Perception check (modified by penalties from the wind, as noted above) to be aware of the fighting going on nearby. Once the character notices the fighting he may roll for initiative and join in the fray. Any action requires a Stealth skill check to avoid being spotted. A character standing still isn't noticed until the fight ends two rounds later.

The gricks have entered the caves through passages unearthed by recent tremors. They are now trapped inside as more tremors have caused cave-ins that blocked the tunnels almost as quickly as they opened them. The hunting pack is what remains of gricks scouting out the newly opened passages. They now struggle against two surviving carrion crawler sentinels. The PCs stand a good chance of being able to slip away, hide or approach silently, as the creatures are in combat and suffer a -5 penalty to their Perception checks until the PCs are adjacent (in addition to the -5 penalty to Perception checks imposed by the howling wind in this area, for a total modifier of -10 to Perception checks). It takes two rounds for the gricks to kill the carrion crawlers if they are left alone. Once the carrion crawlers are dead, the gricks scan their surroundings using active Perception checks (and suffering only the -5 penalty imposed by the wind).

Tactics: If the PCs are spotted or join the fight, the gricks and the carrion crawlers, if any remain, instantly cease their skirmish to take on the intruders. While the gricks and carrion crawlers attack the PCs together, they do not work as a team, but will take advantage of the combat situation where they can.



**Gricks****(6)****Level 7 Brute****Medium aberrant beast** **XP 300 (250)*****Initiative** +4 **Senses** Perception +10; darkvision**HP** 96 (currently 79); **Bloodied** 48**AC** 19; **Fortitude** 19, **Reflex** 14, **Will** 15**Resist** 5 against effects that target AC**Speed** 6, climb 4**↑ Tentacle Rake** (standard; at-will)

+10 vs.AC; 2d6 + 4 damage, and ongoing 5 damage (save ends).

Expert Flanker

The grick gains a +2 bonus to attack rolls against an enemy it is flanking

Alignment Unaligned **Languages** —**Skills** Endurance +11, Stealth +9**Str** 18 (+7) **Dex** 13 (+4) **Wis** 14 (+5)**Con** 16 (+6) **Int** 2 (-1) **Cha** 7 (+1)

*Being wounded, the gricks grant 250 XP instead of 300 during this encounter.

Carrion Crawler**(2)****Level 7 Controller****Large aberrant beast** **XP 300 (150)*****Initiative** +6 **Senses** Perception +5; darkvision**HP** 81 (currently 36); **Bloodied** 40**AC** 20; **Fortitude** 19, **Reflex** 18, **Will** 17**Speed** 6, climb 6 (spider climb)**↑ Tentacles** (standard; at-will) • **Poison**Reach 2; +10 vs. Fortitude; 1d4 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.**↑ Bite** (standard; at will)

+12 vs.AC; 1d10 + 5 damage

Alignment Unaligned **Languages** —**Str** 20 (+8) **Dex** 16 (+6) **Wis** 14 (+5)**Con** 17 (+6) **Int** 2 (-2) **Cha** 16 (+6)

*Being bloodied, the carrion crawlers grant 150 XP instead of 300 during this encounter.

Area 1-6

Wormspawn Pool (EL 8; XP 1,750)

When the PCs enter the cave, read:

Water trickles from the arched ceiling of this cave. There is no coolness here, though, for the humidity is thicker here than in the tunnels. At the northern end of the cave, thin streams of water flow into a large pool of greasy, rippling black water. An exit tunnel slopes sharply upwards at the cave's western end.

This cave is the main source of water for the carrion crawlers. Their young, the wormspawn, live in the pool. The young crawlers move underwater creating ripples on the pool's surface. A DC 19 Dungeoneering check allows characters to realize that something lives within the pool.

Features: In addition to the features described under Area 1: The Catacombs Level 1, the GM should be aware of the following:

Pool: The bottom of this shallow pool slants gradually down to the level of the depression line, which forms the deepest part of the pool. A DC 10 Athletics check is required in order to move in the depression zone. Up to the depression zone, the pool is considered difficult terrain.

Exit tunnel: The exit tunnel slopes very sharply upward, requiring two successful consecutive DC 14 Acrobatics or DC 14 Athletics checks in order to reach the base of the natural stairs in Area 1-7. Failure by 5 or more means the character takes a 20-foot tumble down to the tunnel's entrance in Area 1-6.

Tactics: The wormspawn attack together as soon as any PC moves 3 squares into the pool.

Wormspawn

(10)

Level 4 Controllers

Medium aberrant beast

XP 175

Initiative +6

Senses Perception +5; darkvision

HP 57; Bloodied 28

AC 17; Fortitude 16, Reflex 15, Will 14

Speed 6, climb 6 (spider climb)

↑ **Tentacles** (standard; at-will) ♦ **Poison**

+7 vs. Fortitude; 1d4 + 4 damage, and the target takes ongoing 4 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* the target is stunned instead of immobilized (save ends).

↑ **Bite** (standard; at will)

+9 vs. AC; 1d10 + 4 damage

Alignment Unaligned **Languages** —

Str 16 (+5)

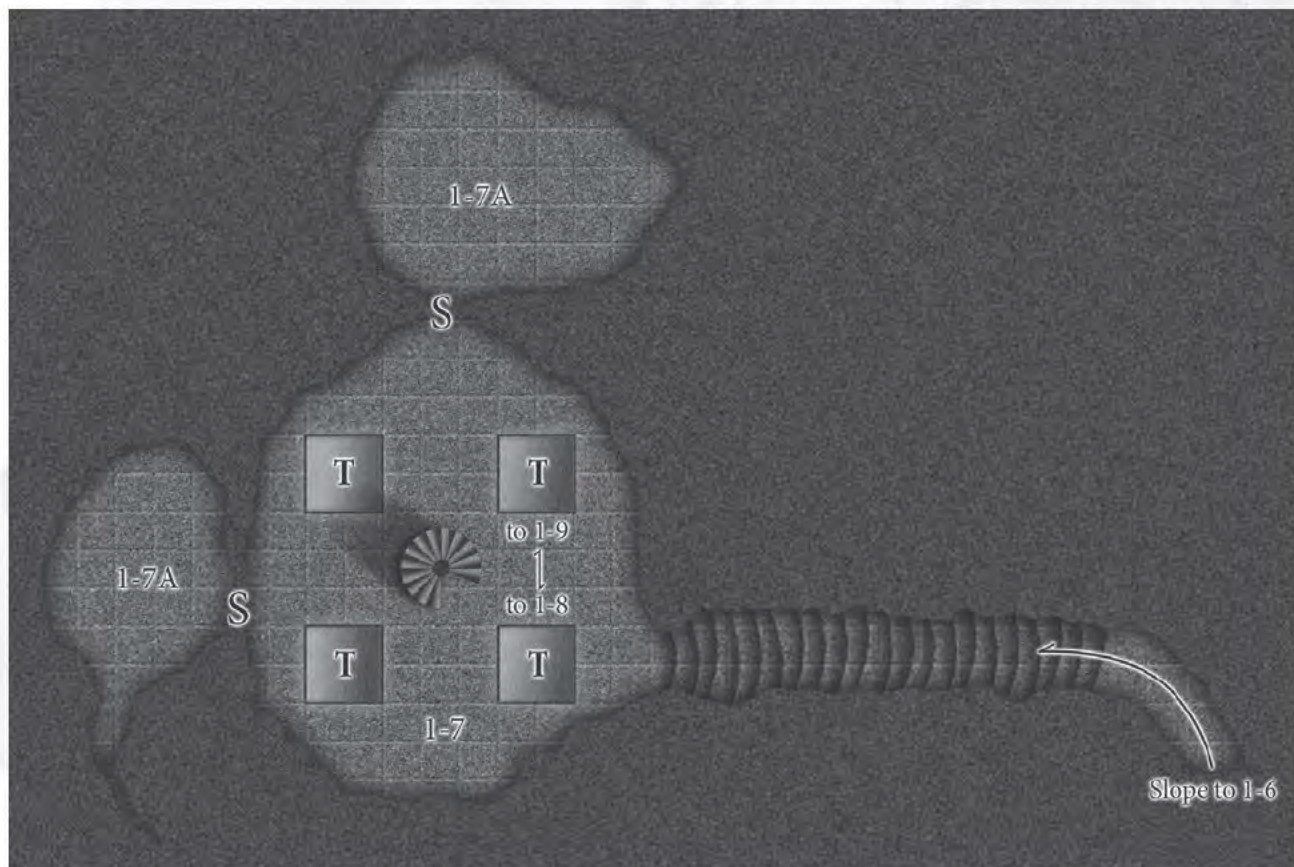
Dex 16 (+5)

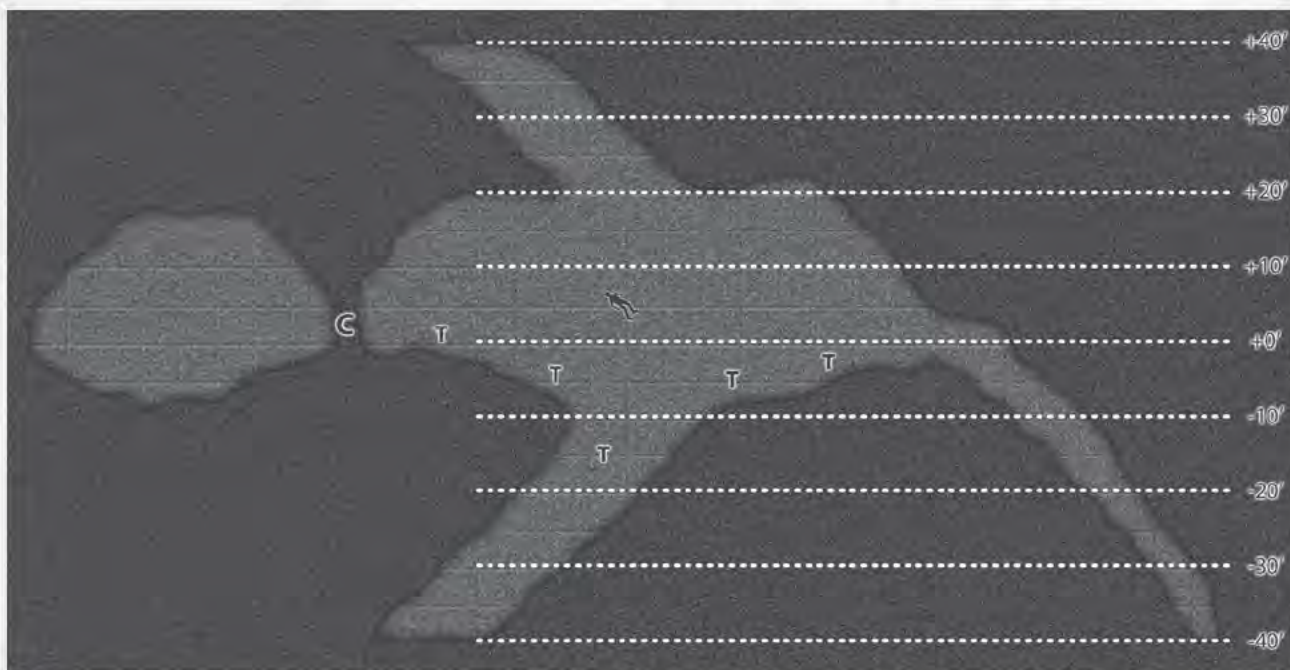
Wis 12 (+3)

Con 15 (+4)

Int 2 (-2)

Cha 14 (+4)





CROSS-SECTION OF AREA 1-7

Area 1-7 **A Whispering Ambush** (EL 9; XP 2,000 [+300])

Once the PCs reach the base of the stairs in this area, read:

The slope you're on turns into a flight of natural but slippery stairs that eventually open into a 50-foot wide cave. Strange charcoaled carvings line the cave walls and its floor in deep gouges depicting misshapen creatures and unknown animals. In the middle of the cave, a 15-foot wide pit in the floor leads to contorted natural stairs dug in a conduit. Above it, a similar hole gapes in the ceiling. The cave is otherwise empty and silent.

Give the players Player Handout A.

Features: In addition to the features described under Area 1: The Catacombs Level 1, the GM should be aware of the following:

Bewitching Whispers Trap: Each marked square tile is affected by a *bewitching whispers* trap that could cause the PCs to attack each other. See the trap description below.

Carvings: The carvings convey no obvious meaning. A successful DC 20 Religion or DC 25 History check allows the characters to see they relate to the cult of chaos deities belonging to an ancient tiefling civilization. When a character examines the floor carvings, they may become affected by the *bewitching whispers* trap.

Conduit: The large conduit at the center of the cave leads to opposing flights of natural stairs. A trap is set within, confusing the PCs about the conduit's direction when they enter it.

Natural stairs: Trying to walk down the natural stairs has the PCs climbing upwards in a state of reversed gravity to Area 1-9 (see the Misdirecting Stairs trap below). Clever and resourceful PCs may thwart the misdirecting trap, though, and get to Area 1-8 by taking the stairs down.

Side caves (1-6A): The side caves' entrances have been concealed among the carvings by the two rogues. Noticing the concealed stone doors requires a DC 19 Perception check. The doors aren't closed and peepholes hidden in their panels allow a view of the other side. Food scraps and litter abound in these caves. *B'huhotah* and *M'zahp'n't* dwell here, observing the main cave and waiting for the best time to catch the PCs unawares.

Tactics: The two carrion crawler rogues, *B'huhotah* and *M'zahp'n't*, hide in the concealed side caves until they are discovered, or until they see an opportunity for them to sneak in and attack the PCs' from behind. When they attack, read:

Hidden, side doors suddenly open in the wall carvings, revealing two giant carrion crawlers. Both creatures wear childish golden masks adorned with ivory earrings and horns. The masks cover their faces leaving only their mouths exposed. As their tentacles unfold, they reveal small childlike limbs slowly unsheathing shadowy blades. The giant worms spring forward with a slithering lurch.

The crawlers sneak attack whenever possible either via *first strike* or through flanking. They immediately use their *deep cut* power and then attack with their tentacles, using *sly flourish* throughout the fight. The rogue crawlers use their *trickster's blade* power when first bloodied.

Development: A successful DC 20 Arcana check allows a character to realize that the carrion crawler rogues have been transformed by the influence of the Chaos Realm, and that, for such a mutation to have taken place, the power must have come from a god or major artifact.

Treasure: In addition to the carrion crawler rogues' gold masks and *M'zahp'n't's* +2 *lifedrinker* longsword, four flawed black pearls are embedded in *B'huhotah's* sword scabbard. They are worth 200 gp each.

⚠ Bewitching Whispers Trap

Level 13 Warder

Trap

XP 800

Whispers emanate from the shadows; their maddening suggestions ring in your ears until they are a diabolic cacophony.

Trap/Hazard: A series of trapped squares, usually incongruent, are sprinkled throughout the warded area. As a creature bumbles through the warded area, it may stumble over several trapped squares and be subjected to the trap's maddening whispers multiple times.

Perception

DC 28: The character notices the trap and can tell which squares are trapped.

Additional Skill: Arcana

DC 26: The character recognizes the carvings which serve as the trap's focus and knows which squares are trapped. The character's knowledge provides a +2 bonus to Thievery checks to disable the trap.

Trigger

When a creature or begins its turn in a trapped square, the trap attacks that creature. A creature can be subject to the trap's attack multiple times in the same round.

Attack

Opportunity Action Melee 1

Target: Creature in trapped square.

Attack: +16 vs. Will

Hit: The target treats all creatures as enemies for the purpose of attacks of opportunity and must make attacks of opportunity whenever a target presents itself. The target gains a +4 power bonus to each of these attacks.

COUNTERMEASURES

- An adjacent character can disable a trapped tile with a DC 31 Thievery check.

Misdirecting Stairs

Level 7 Obstruction

Trap XP 300

Looking upon this staircase, your head dizzies as you realize it seems to writhe and move like a slithering serpent under your feet!

Trap: As soon as a character moves onto a trapped step, he is flung at the ceiling with the force of falling. However, a strong dweomer plays with the victim's mind so that he is completely unaware of his predicament.

Perception

DC 22 The character notices that the stairs are winding unnaturally and that they can't guess the stair's direction despite its apparent obviousness.

Skill: Arcana (trained only)

DC 24: The character realizes that the stairs are distorted by magic, identifying the power source as: Arcane, and the keywords connected to its effect as: Illusion, Zone.

Trigger

When a creature moves past the first 2 squares of stairs, they enter the area affected by reversed gravity and become a target of the powerful illusion that masks it.

Attack

Immediate Reaction Melee

Target: Any creature entering the affected squares.

Attack: +10 vs. Will

Hit: The target is unaware of the fact they have entered an area of reversed gravity and still believe they are moving down the stairs as intended.

Miss: The target becomes aware of the reversed gravity and must think of a way to overcome it.

COUNTERMEASURES

- A character can decide to enter directly the stairs in the ceiling, thus avoiding the trap on the lower stairs.
- A character can walk backward up to the stair's start and continue, trying to walk into space. This will lead him to the stairs going down



B'huhotah, Carrion Crawler Rogue

Level 7 Elite Skirmisher

Large aberrant beast

XP 600

Initiative +6 Senses Perception +5; darkvision

HP 196; Bloodied 98

AC 31; Fortitude 27, Reflex 29, Will 21

Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Points 1

↑ **Tentacles** (standard; at-will) • **Poison**

Reach 2; +13 vs. Fortitude; 1d8 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both).

First Failed Save: The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+19 vs.AC; 2d6 + 5 damage

↑ **Sly Flourish** (standard; at will) • **Weapon**

+16 vs.AC; 1d6 + 8 damage.

↑ **Trickster's Blade** (standard; encounter) • **Weapon**

+13 vs.AC; 2d6 + 5 and the carrion crawler rogue gains +3 AC until the start of its next turn.

↑ **Deep Cut** (standard; daily) • **Weapon**

+13 vs.AC; 2d6 + 5 and ongoing 8 damage (save ends).

Miss: Half damage and no ongoing damage.

When a carrion crawler rogue loses cover or concealment against an attacker, it makes a Stealth check opposed by its opponent's Perception check. If it succeeds, it remains hidden until the end of its next turn. If it has no cover or concealment from its attacker, it is noticed automatically.

First Strike

At the start of an encounter, a carrion crawler rogue has combat advantage against any creature that has not acted in that encounter.

Sneak Attack, Triggered Effect (when the carrion crawler rogue has combat advantage against the target when hitting with an attack using a light blade, crossbow or sling weapon)

2d6 + 3 extra damage may be applied after the initial damage roll has been made.

Alignment Unaligned **Languages** Deep Speech

Skills Stealth +16 (Trained + half level + 8), Thievery +16 (trained + half level + 8)

Str 16 (+6) **Dex** 20 (+8) **Wis** 14 (+5)

Con 17 (+6) **Int** 12 (+4) **Cha** 16 (+6)

Equipment Both carrion crawler rogues wear a gold mask with ivory ornaments worth 1,000 gp. *B'huhotah* fights with a normal short sword and *M'zahp'n't* with a +2 *lifedrinker* longsword. Being used by large creatures, both weapons are respectively considered as a dagger and a short sword for their wielders.

Description *B'huhotah* and *M'zahp'n't* resemble ordinary carrion crawlers with tiny arms and hands. Mutated beyond recognition by the Orb's magic, they are intelligent creatures.

M'zahp'n't, Carrion Crawler Rogue

Level 7 Elite Skirmisher

Large aberrant beast

XP 600

Initiative +6 Senses Perception +5; darkvision

HP 196; Bloodied 98

AC 31; Fortitude 27, Reflex 29, Will 21

Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Points 1

↑ **Tentacles** (standard; at-will) • **Poison**

Reach 2; +13 vs. Fortitude; 1d8 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both).

First Failed Save: The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+19 vs.AC; 2d6 + 5 damage

↑ **Sly Flourish** (standard; at will) • **Weapons**

+17 vs.AC; 1d8 + 3 damage, and grants 5 temporary hit points to its wielder if the target is reduced to 0 hit points or less. *Critical:* +2d6 necrotic damage.

↑ **Trickster's Blade** (standard; encounter) • **Weapon**

+13 vs.AC; 2d8 + 6 and the carrion crawler rogue gains +3 AC until the start of its next turn.

↑ **Deep Cut** (standard; daily) • **Weapon**

+13 vs.AC; 2d8 + 6 and ongoing 8 damage (save ends).

Miss: Half damage and no ongoing damage.

Chameleon (Immediate interrupt; at-will)

When a carrion crawler rogue loses cover or concealment against an attacker, it makes a Stealth check opposed by its opponent's Perception check. If it succeeds, it remains hidden until the end of its next turn. If it has no cover or concealment from its attacker, it is noticed automatically.

First Strike

At the start of an encounter, a carrion crawler rogue has combat advantage against any creature that has not acted in that encounter.

Sneak Attack, Triggered Effect (when the carrion crawler rogue has combat advantage against the target when hitting with an attack using a light blade, crossbow or sling weapon)

2d6 + 3 extra damage may be applied after the initial damage roll has been made.

Alignment Unaligned **Languages** Deep Speech

Skills Stealth +16 (Trained + half level + 8), Thievery +16 (trained + half level + 8)

Str 16 (+6) **Dex** 20 (+8) **Wis** 14 (+5)

Con 17 (+6) **Int** 12 (+4) **Cha** 16 (+6)

Equipment Both carrion crawler rogues wear a gold mask with ivory ornaments worth 1,000 gp. *B'huhotah* fights with a normal short sword and *M'zahp'n't* with a +2 *lifedrinker* longsword. Being used by large creatures, both weapons are respectively considered as a dagger and a short sword for their wielders.

Description *B'huhotah* and *M'zahp'n't* resemble ordinary carrion crawlers with tiny arms and hands. Mutated beyond recognition by the Orb's magic, they are intelligent creatures.

Area 1-8

Crawling Passages (EL Variable; XP Variable)

This area's map is not detailed fully here; refer instead to the cut-out section map.

When the characters manage to walk down the stairs to this area, read:

The flight of stairs soon vanishes as the conduit narrows, turning into a slick 5-foot-wide tunnel that continues downwards in a gradual slope. Ahead of you, the tunnel forms a crossroads. One exit soon leads you to another crossroad, and then another. And you find yourself in a crazily-angled, greasy maze.

These tunnels connect Area 1-7 to the entrance of Area 2-3 in the tiefling crypts, allowing the PCs to skip Areas 1-9, 2-1 and 2-2. They were dug by T'zgyzh'pha's servants to access the insect-ridden caves of the level 1, but are now scarcely used. Some of the tunnels are tight passages, others are wide enough for a large creature to squeeze into. From time to time, foulspawn grues arrive with big wicker baskets, going straight to Area 1-7 and the caves beyond to harvest the grasping slime. They return, leaving the baskets in Area 2-4 for grue crawlers to collect and dispatch the contents to feed the carrion crawlers beyond. A few carrion crawlers occasionally enter this area as well. When the PCs enter this maze, roll 1d8 for every 5 minutes of travel, and consult the following table:

- 1:** Narrow section. The PCs have to squeeze, moving at half-speed.
- 2:** The PCs enter a larger tunnel. A few rounds later, 2d2+2 carrion crawlers emerge from side tunnels and attack.
- 3:** 1d4+2 foulspawn grues. Emptying their baskets at the beginning of the fight, the foulspawn turn the tunnel floor into a patch of grasping slime. This encounter happens only once. If rolled again, ignore this result and re-roll.
- 4:** The PCs have to negotiate a slippery, 30-foot-high slope, requiring a DC 20 or better Athletics check to succeed.
- 5:** The PCs have to balance along a narrow ledge to avoid falling 30 feet to the ground below, requiring a DC 20 or better Athletics check to succeed.
- 6:** The PCs find five decaying tiefling mummies in a series of niches. Each mummy holds a big lapis lazuli in its folded hands. The gemstones are worth 500 gp each. In addition, one of the mummies wears a pair of *gauntlets of the ram*. Ignore this result and reroll after its first occurrence.
- 7:** The PCs return to Area 1-7.
- 8:** The PCs leave the tunnels at Area 2-3.

Carrion Crawler

Level 7 Controller

Large aberrant beast

XP 300

Initiative +6

Senses Perception +5; darkvision

HP 81; Bloodied 40

AC 20; Fortitude 19, Reflex 18, Will 17

Speed 6, climb 6 (spider climb)

↑ **Tentacles** (standard; at-will) ♦ **Poison**

Reach 2; +10 vs. Fortitude; 1d4 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+12 vs. AC; 1d10 + 5 damage

Alignment Unaligned **Languages** —

Str 20 (+8)

Dex 16 (+6)

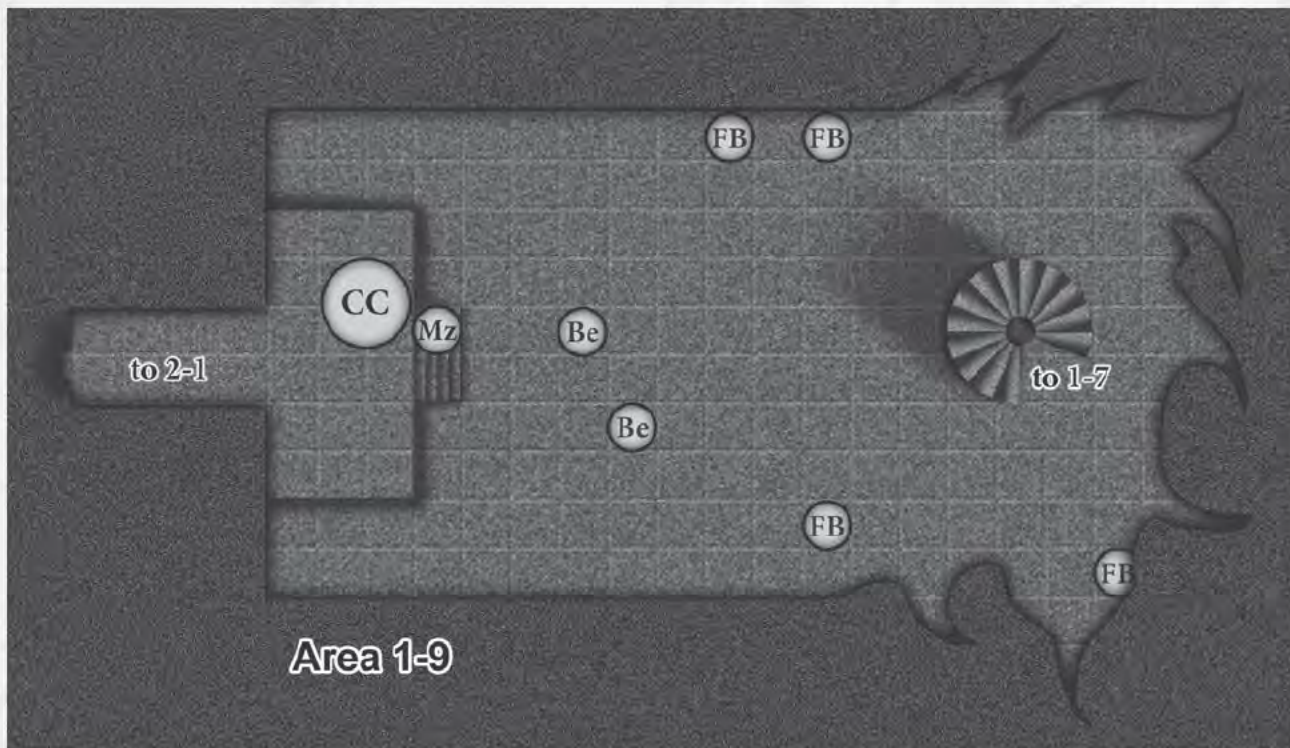
Wis 14 (+5)

Con 17 (+6)

Int 2 (-2)

Cha 16 (+6)





Area 1-9

Foulspawn Grue

(3-6)

Level 8 Controller

Small aberrant humanoid

XP 350

Initiative +8

Senses Perception +5;
low-light vision

HP 87; **Bloodied** 43

AC 22; **Fortitude** 19, **Reflex** 21, **Will** 20

Speed 4, teleport 4

⚡ **Claw** (standard; at-will)

+13 vs.AC; 1d4 + 4 damage, and the target is slowed (save ends). If the target is already slowed, it is dazed instead (save ends).

⚡ **Mind Worm** (standard; encounter) ♦ **Psychic**
Ranged 10; +10 vs.Will; the target takes a -2 penalty to its Will defense and is slowed (save ends both).

⚡ **Whispers of Madness** (standard; recharge 5, 6) ♦ **Psychic**

Ranged 5; deafened creatures are immune; +10 vs.Will; 4d6 + 3 psychic damage, and the target is slowed (save ends). If the target is already slowed, it is dazed instead (save ends).

Alignment Evil

Languages Deep Speech,
telepathy 10

Skills Stealth +13

Str 8 (+3)

Dex 19 (+8)

Wis 3 (+0)

Con 15 (+6)

Int 11 (+4)

Cha 16 (+7)

Area 1-9

Snarling Guardians (EL 9; XP 1,900)

Ascending the stairs in a state of reverse gravity or climbing by their own means, the PCs enter Area 1-9 through a 15-foot-wide hole in the ground. For PCs arriving via the misdirection trapped stairs in Area 1-7, read:

The stairs end abruptly at the edge of the conduit, and you can see the floor of a room 20 feet below.

Allow the PCs to decide what to do next. When they exit the area of reversed gravity, there is a possibility they will fall 20 feet to the floor, if they are under the influence of the illusion. Once they are out of the range of the misdirection trap and have reached the floor of the room, read:

From here, the stairs now seem to open into a hole in the ground, as if the room has been turned upside-down.

Whether the PCs have just “fallen” from the misdirection trap or entered the room by their own means, read:

The northern part of this room forms a roughly carved clay cave. The rest of the room has a marble-tiled floor lit by moving red lights. Mounted on a carrion crawler and standing on a raised platform covered with red furs at the southern extremity of the room, a twisted and horned humanoid with gray skin bursts into cackling laughter as he turns his frenzied golden eyes in your direction. With a shrill battle cry, he urges a couple of similar-looking creatures standing at the foot of the platform, to attack. He lifts a gigantic dented sword from the dust, and presses his mount forward. Behind the platform large stone slabs bar an obvious exit from the room.

The carrion-crawler-rider is Mzun’zuth’. He was the chief of the tiefling high sorcerer’s guards before the Orb’s magic corrupted him, turning him into a foulspawn berserker.

His two closest lieutenants have undergone the same transformation. They now ward the catacombs' entrance against intruders and serve *T'zgyzh'pha*. The room is brightly lit by four fire beetles.

Tactics: The fire beetles aren't tamed and attack using their fire spray power when someone comes within 3 squares of them. After that, they use their bite attack until their fire spray is recharged. The foulspawn berserkers are aware of the fire beetles' defensive zone and carefully avoid it. The fire beetles shed a bright red light for a 5-square radius, providing dim lighting conditions for a further 2 squares beyond that. Outside this area, the only source of light comes from what the characters bring themselves.

The foulspawn berserkers open with their berserker charge power and then fight to death, trying to lure the PCs into the fire beetles' fire spray range whenever possible. *Mzun'zuth* uses the carrion crawler's spider climb move to flank his targets whenever possible, and urges his mount to attack on the first round and every time its current target is no longer slowed. When *Mzun'zuth* becomes bloodied, he dismounts and fights on foot, leaving the carrion crawler to fight with him. The carrion crawler fights for as long as *Mzun'zuth* does.

During the fight, the foulspawn berserkers send telepathic, cryptic, snarling sentences at the PCs to taunt them. Pick sample sentences from the following:

"None of your eyes will see. None. The temple is our secret. The master awaits. None."

"Hate us, lowlings. Twitch and smite love we do. Silence will be again. Still. Lovely."

"He will be proud, yes proud of our squashing. For you will die, won't you? The master is fierce, the master is our horizon."

"The Mût Sthayz changes. The Mût Sthayz never changes. Are you the Mût Sthayz? (laughter)."

"I am Mzun'zuth' the Mighty, chief of the guardians of the seventh door of the stars, warder of the ebony secrets in the iron city of Dhaz."

Features: In addition to the features described under Area 1: The Catacombs Level 1, the GM should be aware of the following:

Platform: Stairs allow access to the top of the raised platform. Climbing the platform without using the stairs, requires a DC 15 Athletics check. The platform is ten-feet tall.

Stone slabs: The stone slabs must be pushed or broken in order to open the door. They feature no handles or locks. They have AC 4, Reflex 4, Fortitude 12; HP 80; Break DC 25. They lead to a long crypt corridor opening into the Area 2-1.

Development – Rings a bell: Some of the foulspawn's words might ring a bell. A character stating that he tries to recall pieces of knowledge about the *Mût Sthayz*, the city of *Dhaz*, or the ebony secrets is allowed a DC 21 History or Religion skill check. If successful, the character remembers that these are references to the high sorcerers of a bygone tiefling empire and their main city and religious order, a secret cult dedicated to chaotic deities of awesome power.

Development – Identifying tieflings: A successful DC 15 or better Dungeoneering check grants standard information upon the foulspawn berserkers (see *Monster Manual*). It also allows a character to make a DC 20 Arcana check to realize that the guardians could once have been tieflings which were corrupted by chaos.

Treasure: There are 4 large, red, fur rugs on the raised platform. A DC 19 or better Nature check means close examination reveals they belong to an animal of unknown origin. A DC 25 or better Arcane or Dungeoneering check reveals the pelts may belong to an otherworldly creature. They are worth 250 gp each to a wizard or collector of the strange and bizarre. *Mzun'zuth's* +3 vicious greatsword may also be acquired by a PC. It is a dented, bone espadon ending in a thin, 7-inch long point.

Fire Beetle

(4)

Level 1 Brute
Large natural beast
XP 200
Initiative +1 **Senses** Perception +0

HP 32; **Bloodied** 16

AC 13; **Fortitude** 17, **Reflex** 12, **Will** 11

Resist 10 fire

Speed 6

↑ Bite (standard; at-will)

+5 vs. AC; 2d4 + 2 damage

⚡ Fire Spray (standard; recharge 5, 6) • **Fire**

Close blast 3; +4 vs. Reflex; 3d6 fire damage

Str 14 (+2)

Dex 12 (+1)

Wis 10 (+0)

Con 12 (+1)

Int 1 (-5)

Cha 8 (-1)

Carrion Crawler

Level 7 Controller
Large aberrant beast
XP 300
Initiative +6 **Senses** Perception +5; darkvision

HP 81; **Bloodied** 40

AC 20; **Fortitude** 19, **Reflex** 18, **Will** 17

Speed 6, climb 6 (spider climb)

↑ Tentacles (standard; at-will) • **Poison**

Reach 2; +10 vs. Fortitude; 1d4 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ Bite (standard; at will)

+12 vs. AC; 1d10 + 5 damage

Alignment Unaligned **Languages** —

Str 20 (+8)

Dex 16 (+6)

Wis 14 (+5)

Con 17 (+6)

Int 2 (-2)

Cha 16 (+6)

Foulspawn Berserker

(2)

Level 9 Soldiers

Medium aberrant humanoid

XP 400

Initiative +7

Senses Perception +0;
low-light vision

Berserker Aura aura 1; when a creature in the aura makes a melee attack, it targets a random creature within its reach.

HP 102; **Bloodied** 51

AC 25; **Fortitude** 26 (28 while bloodied),

Reflex 21, **Will** 21

Immune fear

Speed 7

↑ **Greatsword** (standard; at-will) ♦ **Weapon** +14 vs.AC (+16 while bloodied); 1d10 + 4 damage, or 1d10 + 6 damage while bloodied.

↑ **Berserker Charge** (standard; at-will)

The foulspawn berserker charges and deals an extra 5 damage when its melee basic attack hits.

Mental Feedback ♦ Psychic

If the foulspawn berserker is attacked by a charm effect, the foulspawn berserker and its attacker take 10 psychic damage.

Alignment Chaotic evil **Languages** Deep Speech, telepathy 10

Str 18 (+8) **Dex** 12 (+5) **Wis** 3 (+0)

Con 22 (+10) **Int** 8 (+3) **Cha** 12 (+5)

Equipment greatsword

Mzun'zuth', Foulspawn Berserker

Level 9 Soldiers

Medium aberrant humanoid

XP 400

Initiative +7

Senses Perception +0;
low-light vision

Berserker Aura aura 1; when a creature in the aura makes a melee attack, it targets a random creature within its reach.

HP 102; **Bloodied** 51

AC 25; **Fortitude** 26 (28 while bloodied),

Reflex 21, **Will** 21

Immune fear

Speed 7

↑ **Greatsword** (standard; at-will) ♦ **Weapon** +15 vs.AC (+17 while bloodied); 1d10 + 5 damage, or 1d10 + 7 damage while bloodied. *Mzun'zuth's* +3 vicious greatsword inflicts +3d12 damage on a critical hit.

↑ **Berserker Charge** (standard; at-will)

The foulspawn berserker charges and deals an extra 5 damage when its melee basic attack hits.

Mental Feedback ♦ Psychic

If the foulspawn berserker is attacked by a charm effect, the foulspawn berserker and its attacker take 10 psychic damage.

Alignment Chaotic evil **Languages** Deep Speech, telepathy 10

Str 18 (+8) **Dex** 12 (+5) **Wis** 3 (+0)

Con 22 (+10) **Int** 8 (+3) **Cha** 12 (+5)

Equipment +3 vicious greatsword



THE TIEFLING CRYPTS LEVEL 2

The entrance of the tieflings' catacombs lies just behind the stone slabs in Area 1-9. It shelters a secret temple devoted to the Ebony Sybil and a few rooms in which zealot slaves and ancient mummies guard the way to the inner vaults. Since the passages in Area 1-7 allow the crawlers to feed without going through these rooms, they haven't been entered for many centuries when the PCs explore them.

The stench of ancient dead pervades the white, clay-like stone making up the crypts' walls and ceiling. The floors are covered with misshapen fragments of marble and dust. Decorations of the late empire's time mix with crudely designed, barbaric ornaments and intricate designs. Alcoves and arches shelter crouching mummies clothed in tattered robes and surrounded by the loathsome symbols of demonic cults: ivory horns, blood altars, pitch-black discs, decaying pelts and strange carvings. The crypts' utter silence is sometimes broken by dim rattling and gibbering sounds coming from no obvious direction.

Features: The following conditions operate throughout this level:

Illumination: The halls and corridors are lit with *everburning oil lamps* hanging from the ceiling at the end of 25-foot-long copper chains. The oil lamps will stop working if they are taken out of the tiefling crypts.

Ceiling Height: All the crypt halls and corridors are 30 ft. high, except when stated otherwise.

Corridors: The crypt's corridors are 10 feet wide.

Grasping slime: Grasping slime is difficult terrain. Each square of grasping slime requires a successful DC 14 Athletics check to enter and cross. On a failed check, the character enters the slime square, but his move ends immediately. Large creatures treat the grasping slime as difficult terrain but are too large to suffer from its immobilization effect.

In addition, some areas possess unique features, which the GM should be familiar with prior to running that encounter.

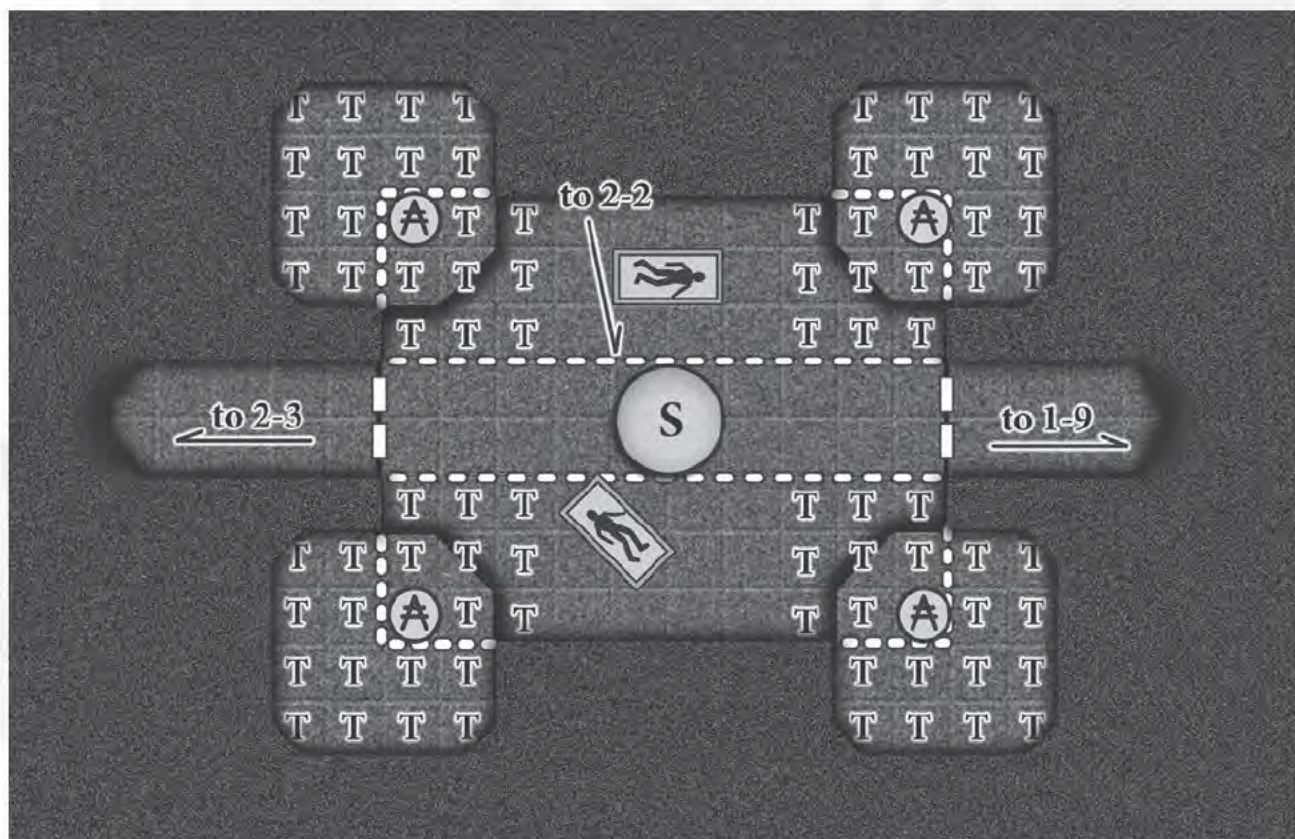
Area 2-1

Slithering Hall (EL Variable; XP Variable)

When the PCs enter this area, read:

Light from hanging oil lamps bathes this ancient crypt, creating shadows on its glyph-carved walls. Marble sarcophagi are set at the foot of a 10-foot wide pillar of black stone standing in the middle of the crypt. At each of its four corners, a painted wooden pillar supports the ceiling of another room overlooking the crypt. Low ceilings of the overlooking rooms are visible from the entrance of the chamber. They are lit by eerie hazes of different colors. A space opens in the ceiling of each of the crypt's corners, 20 feet above the floor, probably leading to the overlooking rooms, but there seems to be no stairs nor ladder around.

Two slithering mummy guardians rest in the sarcophagi of this chamber. They animate and attack as soon as the





characters trigger one of the traps in the room or try to open a sarcophagus. The traps are wondrous warding items, *cobra apparatuses*, set in place via a secret tiefling ritual, the *cobra attunement*. The apparatuses are located in small rooms overhead, shedding multicolored light on each ceiling. When the PCs enter any of the trapped squares, they conjure iron cobra homunculi who slither down from the ceiling and attack them.

Tactics: Once conjured, the iron cobras crawl down from the overlooking rooms using their *slithering shift* power and then rush in to attack. They use their *poison the mind* power as soon as possible and continue with their bite attacks until *poison the mind* has recharged, and using *slithering shift* to their advantage. The mummies use *serpent curse* in the first round and slam attacks thereafter. If a character tries to investigate the origin of the iron cobras, the iron cobra guardians from that trap focus their attacks upon that character.

Development: In addition to the usual knowledge checks, PCs might wish to attempt the following:

Examining the conjured iron cobras: A successful DC 21 Arcana (trained only) check allows a character to realize the iron cobras are conjured creatures.

Examining the slithering mummy guardians: A successful DC 15 Religion check allows a character to realize that the slithering mummy guardians come from the mummified remains of powerful tiefling heretics, creatures driven crazy by their thirst for arcane and power, turning them into demon-like servants. The glyphs and scriptures written upon the large bands covering their bodies are in Infernal. Any character who speaks Infernal and succeeds on a DC 21 Religion check understands that the writings refer to the cult of the Ebony Sybil, a forlorn and faceless messenger deity of the chaos gods.

Features: In addition to the features described under The Tiefling Crypts – Level 2, the GM should be aware of the following:

Central pillar: The central pillar hides a secret passage leading to the secret temple of the Ebony Sybil in Area 2-2. A DC 21 Perception check reveals that the pillar is hollow but gives no clue on how to open it. When the PCs examine the central pillar, read or paraphrase the following:

This large pillar of reflecting black stone is set at the middle of the room, its extremity reaching the 20-foot-high ceiling of the chamber. On the north side is a 2-foot-deep cavity concealed in its rough, uneven surface. Inside the cavity, a tiny, ebony statue depicting a flaming devil glares blankly in your direction. Beside the statue is a row of three triangular holes. Foul glyphs surround it.

Give the players Player Handout B.

The inscriptions are in Infernal and say: “Pay homage to the faceless.”

A character examining the cavity notices four sockets with a triangular base. One of the sockets holds a tiny, ebony statuette with a fiery devil’s face, the other three are empty. Examining the statuette with a successful DC 14 Perception DC 14 check reveals that the statuette’s head can be removed. The statuette is worth 25 gp. One of the other statuettes can be found in the secret cache (see below), while the other is hidden in a sarcophagus (see below). The fourth statuette is long gone. When all four sockets are correctly filled, the pillar rotates and reveals the secret stairway. Characters can place the three statuettes and then figure out a suitable fourth object or they can place four items of the correct weight in the sockets. This weight equals the weight of the tiny statuettes once their heads are removed. PCs need to find a fourth item of the correct weight, and to carve a triangular base in it so that it will fit the empty socket. The following skills might prove useful:

Dexterity DC 15: This check allows a character to find and carve properly an item that will fit in the socket. It takes 15 minutes and might be tried again in case of failure.

The secret cache at the base of the pillar’s southern section can be found with a successful DC 19 Perception check. It hides a tiny ebony statuette with a bird face. The cache is locked and requires a DC 21 Thievery or DC 20 Strength check to open. It has: AC 10, Reflex 10, Fortitude 8; and 10 HP. The statuette is worth 25 gp. A successful DC 14 Perception DC 14 check reveals that the statuette’s head can be removed.

DC 19 Dungeoneering: The character realizes that the statuettes operate as a kind of pressure key for the opening mechanism of a secret passage.

Thievery DC 25: A character succeeding at a Thievery DC 25 check realizes that the statuettes operate as a kind of pressure key for the opening mechanism of a secret passage and also that any item weighing the same weight as the statuettes, once their head is removed, will have the same effect if set into the sockets.

XP award: Successfully opening the secret passage grants 750 XP to the party and the full benefits of reaching a milestone (see *Player’s Handbook*).

Stone slabs and corridor: Two stone slabs, standing ajar, face the entrance, but are hidden from sight by the central pillar. A medium-sized character has to squeeze in order to pass between the stone slabs. Beyond them lies a corridor lit by burning oil lamps hanging low from its vaulted ceiling. After 60 feet, the corridor begins to slope downwards and ends in a stairway leading to Area 2-3.

Glyphs: Glyphs on the walls of this chamber portray zealots worshipping a dark, faceless deity. The zealots have horns and tails and wear spiky, antique armor or long-sleeved robes. Characters easily identify the worshippers as tieflings. A successful DC 21 Religion check allows the character to recognize them as worshippers of the Ebony Sybil, a forlorn messenger deity of the chaos gods.



Sarcophagi: The sarcophagi have: AC 5, Reflex 5, Fortitude 10; HP 40; Break DC 19. Opening them from the inside requires no skill check. Both contain one slithering mummy guardian if the creature hasn't already attacked. Any attempt to open a sarcophagus provokes an immediate attack from the mummy within. The first sarcophagus is otherwise empty; the second contains a tiny ebony statuette with a snake face worth 25 gp. A character succeeding at a Perception DC 14 check discovers that the statuette's head can be removed.

Overhead rooms: are 6 squares above the chamber floor. Reaching them requires at least one DC 15 Athletics check. Characters climbing up the wooden pillars gain a +2 bonus to the check. Each room contains a *cobra apparatus*—see the *cobra apparatus's* location on the area map. The apparatuses are so ancient that their magic dissipates once their mechanisms are destroyed or disabled. They cannot be repaired by physical or magical means.

Slithering Mummy Guardians

Level 8 Brutes

Medium natural humanoid (undead) XP 350

Initiative +6 **Senses** Perception +10; darkvision
Despair (Fear) aura 5; enemies within the aura take a -2 penalty to attack rolls against the slithering mummy guardian.

HP 108; **Bloodied** 54

Regeneration 10 (if the mummy guardian takes radiant damage, regeneration doesn't function on its next turn)

AC 20; **Fortitude** 18, **Reflex** 16, **Will** 17
Immune disease, poison; **Resist** 5 necrotic;
Vulnerable 5 fire

Speed 5

↑ **Rotting Slam** (standard; at-will) ♦ **Disease, Necrotic**

+11 vs.AC; 2d8 + 3 damage, and the target contracts level 8 mummy rot (see *Monster Manual*).

⚡ **Serpent Curse** (standard; encounter) ♦ **Illusion, Psychic**

Range 10; illusionary snakes appear and attack the target; +9 vs.Will (+10 against a bloodied target); 1d6 + 5 psychic damage, and ongoing 5 psychic damage (save ends).

Infernal Wrath (minor; encounter)

The slithering mummy guardian gains a +1 power bonus to its next attack roll against an enemy that hit it during its previous turn. If the attack hits and deals damage, the slithering guardian mummy deals +3 damage to the target.

Alignment Unaligned **Languages** Common

Str 16 (+7) **Dex** 14 (+6) **Wis** 12 (+5)
Con 18 (+8) **Int** 6 (+2) **Cha** 16 (+7)

Equipment Each slithering mummy guardian wears a tiara adorned by a tiny silver snake. The tiara is worth 100 gp.

Description The upper body of this creature is covered with large, decaying, green, cloth bands painted with glyphs and scriptures. Their lank, white hair flows down to their waists. Instead of legs, they have a long, snake-like tail on which they move.



Iron Cobra

Level 6 Skirmisher

Medium natural animate
(construct, homunculus)

XP 250

Initiative +7 **Senses** Perception +9; darkvision

HP 75; **Bloodied** 37

AC 20; **Fortitude** 20, **Reflex** 18, **Will** 17

Immune disease, poison

Speed 7, see also *slithering shift*

↑ **Bite** (standard; at-will) ♦ **Poison**

+11 vs.AC; 1d8 + 3 damage, and ongoing poison damage (save ends).

⚡ **Poison the Mind** (standard; recharge 3, 4, 5, 6) ♦

Psionic

Ranged 10; affects only creatures taking ongoing poison damage; +8 vs.Will; the target is dazed and slowed (save ends both); see also *guard area*.

Guard Area

An iron cobra can use its *poison the mind* power against any creature in its guarded area, even if the power hasn't recharged and even if the target isn't taking ongoing poison damage. The iron cobras' guarded area extends to all the *cobra apparatuses'* threatened squares.

Slithering Shift (move; at will)

The iron cobra shifts 3 squares as a move action.

Alignment Unaligned **Languages** —

Skills Stealth +10

Str 17 (+6)

Dex 15 (+5)

Wis 13 (+4)

Con 19 (+7)

Int 5 (+0)

Cha 12 (+4)

Cobra Apparatus

Level 6

This glimmering snake-like apparatus features smoking beakers and eerie lights. It emits a continuous droning sound as it shivers and shakes with power.

Wondrous Item

13,000 gp

(650 gp if not attuned or no longer functional).

Property: The cobra apparatus must be attuned to the area it is to protect, using the Cobra Attunement ritual. Once attuned the apparatus guards an 8-square radius so that, when a creature not specified in the Cobra Attunement ritual enters or begins its turn in one of the guarded squares, the apparatus conjures an iron cobra homunculus in a square adjacent to the creature. The homunculus attacks the triggering creature on its next turn; see *cobra apparatus* trap description above.

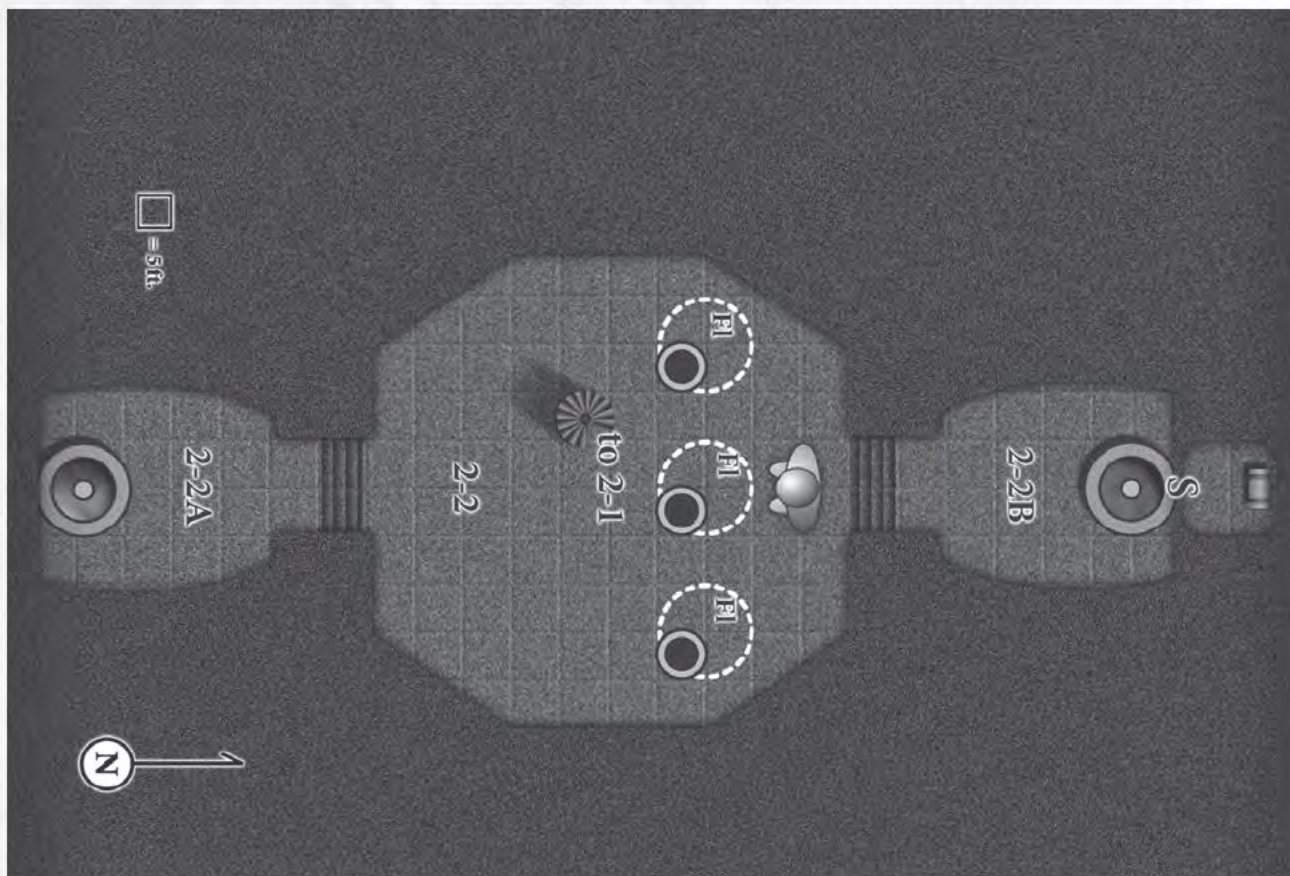
Area 2-2

Secret Temple
(EL 8; XP 1,800)

When the PCs enter the secret stairs, read:

Opening the secret passage reveals a flight of narrow blackmarbled spiral stairs covered in dust. Unexpectedly warm air rises from below. At the bottom of the stairs lies a vast octagonal temple. To the north, at the base of some stairs, stands the tall obsidian statue of a faceless, shrouded crone, its hands open. Before the statue are three blazing wells of fire.

CAVES OF THE CRAWLING LORD



The flames flicker and dance, reflecting on the statue's shiny surface. Two ten-foot-wide passages open out from this room, one from just beyond the statue, and the other opposite it, in the southern wall.

Two rounds after the PCs enter the chamber, the flames in front of the statue flare upwards, and three firelashers leave the fires to attack (see the spawning points on the map).

Features: In addition to the features described under The Tiedling Crypts – Level 2, the GM should be aware of the following:

Fire wells: These 5-foot-deep wells are blazing with a continuous fire. A creature entering or starting their turn in a fire well takes 15 fire damage each round and ongoing 5 fire damage (save ends). Climbing into and out of a well requires no skill check.

Side rooms (Areas 2–2A and 2–2B): These side rooms were built five feet below the main temple. Each contains a raised dais facing the entrance. The dais allows a creature climbing to the top to stand at the same level as the main temple hall. Each dais contains a pressure plate that can be activated by 75 lbs of weight being placed on the dais. A character making a DC 15 or better Perception check notices the pressure plates. A character making a DC 20 or better Thievery or Dungeoneering check realizes that the plates can be activated to open a door or trigger a trap. The northern side room (Area 2–2B) has a door concealed behind the dais. A character making a DC 14 or better Perception check notices it. The door can be opened when the dais pressure plates of both rooms are activated at once, or when a character makes a DC 19 or better Thievery check or forces it open with a DC 25 or better Strength check. The secret room is bare except for a huge lidless clay chest containing 125 gp worth of arcane ritual components such as vials, preserved eyes, lead dust and iron quills; 400 gp worth of religious ritual components such as rare incenses and sapphire prayer beads; a *chime of deafness* and a ritual scroll with the following rituals written in an ancient Infernal language: Cobra Attunement, Consult Mystic Sages, Eye of Alarm, Knock, Magic Circle, Raise Dead, Sending and Silence.

Statue: This large statue stands at the top of clay steps leading into Area 2–2B. Medium-sized creatures must squeeze in order to pass by it. Succeeding at a DC 21 Religion check identifies the statue as a representation of the Ebony Sybil, a forgotten messenger deity of an ancient tiedling mythology.

Tactics: In addition to the tactics described in the *Monster Manual*, the firelashers use *wildfire cyclone* to push their targets into the fire wells.

Firelasher

(3)

Level 11 Skirmisher

Large elemental magical beast (air, fire) XP 600

Initiative +12

Senses Perception +5

HP 108; Bloodied 54

AC 25; Fortitude 21, Reflex 25, Will 20

Immune disease, poison; Resist 25 fire

Speed fly 8 (hover)

↑ Fire Lash (standard; at-will) • Fire

Reach 2; +14 vs. Reflex; 2d8 + 5 fire damage.

* Wildfire Cyclone (standard; recharge 5, 6) • Fire

Close burst 2; +14 vs. Reflex; 2d6 + 5 fire damage, and the target is pushed 1 square and knocked prone.

Miss: Half damage, and the target is neither pushed nor knocked prone.

Whirlwind Dash (standard; recharge 6) • Fire

The firelasher can move up to twice its speed. It can move through spaces occupied by other creatures without provoking opportunity attacks. It must end its move in an unoccupied space. Any creature whose space the firelasher enters takes 10 fire damage.

Mutable Shape

The firelasher can squeeze through spaces as though it were a Medium creature.

Alignment Unaligned Languages Primordial

Str 11 (+5)

Dex 21 (+10)

Wis 11 (+5)

Con 12 (+6)

Int 7 (+3)

Cha 8 (+4)

Area 2–3 Dagger Maze (EL 9; XP 2,000)

When the PCs arrive from the Area 2–1, read:

The tunnel's light slope is lit by the soft light of swaying, hanging lamps. Their smoke is thick and acrid, burning in your lungs and the disjointed and broken marble tiles of the floor demand a careful ascent. After a few feet, the tiles disappear, turning into melted clay that forms a rough stairway. At the end of the stairs, a five-foot-wide pit has been dug in the floor. Within it, a cave tunnel angles away in a northerly direction. Beyond the pit, the tunnel continues to an intersection, dividing itself into much smaller arched conduits. If jumping over the pit will be easy, squeezing and crawling into the conduits obviously won't.

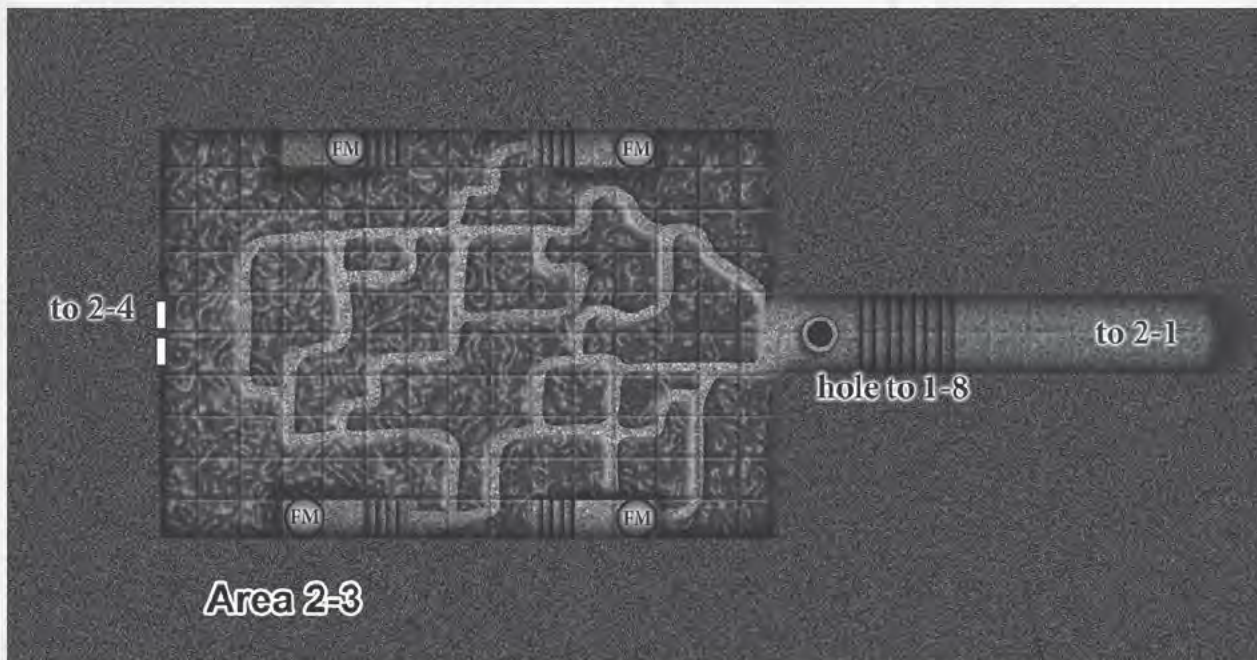
When the PCs arrive from the Area 1–8, read:

The maze emerges into a brightly lit clay-walled tunnel. Oil lamps hang from its ceiling, shedding light on its ramshackle marble-tiled floor and spreading smoke all around. To the north, a tunnel leads to a flight of natural stairs going down on a short distance. It forks to the south, dividing itself in much several smaller conduits. The conduits are too small to allow a man-sized creature to walk inside, and much squeezing and crawling will be involved in getting through them.

Jumping above the pit opening into Area 2–3 requires no skill check. Should the PCs journey inside from this entrance point, simply refer to the section above and play it as if they entered it from Area 1–8. When the PCs enter the tunnels, read:

These narrow, winding tunnels are too tight to allow man-sized creatures to walk normally. You have to squeeze and crawl in order to get inside.

The tunnels are actually an illusion trap. The real room is a wide-open, 50 ft x 75 ft. rectangle. There are four raised platforms in the room, upon which live foulspawn manglers, former tiedling slaves corrupted by the Orb's



magic. If the PCs are caught in the trap, the foulspawn sneak alongside them and attack using their dance of death. The room's only other exit is a pair of stone slabs blocking the way to the nearby ziggurat (Area 2-4).

Tactics: The foulspawn manglers rely on their speed and mangler's mobility to move around the battlefield. They keep their dagger dance power for the moment a character shakes free of the illusion and use it again when first bloodied. The foulspawn manglers use their telepathic language to taunt their enemies using sentences like the following:

"Snikt. I like it when it goes for snikt. But I like it slitch better."

"Ta-Dam! Diddle-dee goes the bone, diddle-doo goes the blood. All for our Lord flesh and blood to feast upon."

Features: In addition to the features described under The Tiefling Crypts – Level 2, the GM should be aware of the following:

Raised platforms: Stairs give access to the top of the raised platforms. Climbing to the top of a platform without using the stairs requires at least one successful DC 15 or better Athletics checks. The platform are 20 feet tall.

Stone slabs: The stone slabs are closed and must be pushed or broken open. They feature no handle or lock. They have: AC 4, Reflex 4, Fortitude 12; HP 80; Break DC 25.

Squeezing Illusion

Level 7 Obstruction Elite Trap XP 600

These tunnels are a maze that threatens to consume you in their interminable twists and turns.

Trap/Hazard: These illusory tunnels confuse creatures who fail to perceive their true nature as soon as they enter any space occupied by the trap.

Perception

DC 23: Allows the character to notice telltale signs of illusion, but gives no clue as to what the effect is, or its extent. A successful check grants a +2 bonus to Arcana checks.

Additional Skill: Arcana (trained only)

DC 23: Allows the character to realize that the tunnels aren't quite right, while identifying the power source as Arcane and the keywords: Illusion, Psychic, Zone. A successful check grants a +2 bonus to another character making a saving throw, once that character has had the illusion explained—see Countermeasures below.

Trigger

Creatures observing the room for the first time.

Immediate Reaction

Target: Creatures observing the room for the first time.

Attack: +10 vs. Will

Hit: The character doesn't perceive the room as an open space with four raised platforms, but as a maze of narrow, winding tunnels as shown on the area map (save ends). In order to proceed, the character has to squeeze through the tunnels, regardless of his size, and suffers the penalties for doing so. The character's enemies are invisible to him unless they are standing in an illusory tunnel. Targets attacked by creatures in the walls of the tunnels are granted an immediate saving throw to recognize the illusion.

Miss: The character sees the room for what it is: an open space with four raised daises and attacking creatures.

COUNTERMEASURES

- When a character who has discovered the illusion spends an entire turn showing an affected character the illusory nature, he grants the second character an immediate saving throw at the end of his turn to end the illusion.

Foulspawn Mangler

Level 8 Skirmisher

Medium aberrant humanoid XP 350

Initiative +9

Senses Perception +7;
low-light vision

HP 86; **Bloodied** 43; see also *dagger dance*

AC 22; **Fortitude** 19, **Reflex** 20 (22 while bloodied),

Will 19; see also *mangler's mobility*

Speed 7 (9 while bloodied)

↑ **Bone Dagger** (standard; at-will) ♦ **Weapon**
+13 vs.AC; 1d4 + 3 damage.

↑ **Dagger Dance** (standard; recharges when first bloodied) ♦ **Weapon**

The foulspawn mangler makes four bone dagger attacks and shifts 1 square after each attack.

⚡ **Bone Daggers** (standard; at will) ♦ **Weapon**

The foulspawn mangler makes two bone dagger attacks. Ranged 5/10; +13 vs.AC; 1d4 + 3 damage with each hit.

Combat Advantage

The foulspawn mangler deals an extra 2d6 damage against any target it has combat advantage against.

Mangler's Mobility

The foulspawn mangler gains a +5 racial bonus to AC against opportunity attacks provoked by movement.

Alignment Evil

Languages Deep Speech, telepathy 10

Skills Athletics +10, Stealth +12

Str 13 (+5)

Dex 17 (+7)

Wis 6 (+2)

Con 14 (+6)

Int 10 (+4)

Cha 14 (+6)

Equipment 8 daggers

Area 2-4

Gibbering Ziggurat (EL 9; XP 2,000)

When the PCs enter, read:

The slabs open onto a narrow ledge overlooking a steep slope. The ledge runs around the edge of the room. This room is like the inside of a reversed pyramid of gross clay stone. The pyramid's lowest point, some 20 feet below, is occupied by a foul pit full of some sort of greasy substance. On either side of the pit, half way down the slope, stands a tall ebony pedestal. At each pedestal's summit, glows a dim red light, casting eerie shadows around the room. A narrow cave entrance can be seen in the middle of the slope's western section.

A couple of foulspawn grues, former slaves who have been utterly transformed by the Orb, hide, lurking stealthily in the shadows on either side of the ledge when the characters enter the room. The glow at the top of each pedestal is cast by a flameskull, who cooperates with the foulspawn to keep any intruders at bay. They combine their actions to defeat the characters, taking advantage of two other denizens: a gibbering moulder which lies in the pit at the bottom of the room and *The Thing in the Pit*, a large carrion crawler living in Area 3-1, which attacks any creature treading too close to the cave entrance leading to its lair. When the characters advance far enough in the room, the flameskulls spring into action, flying close enough to the ledge to activate a control panel using *mage hand*, which is designed to send the PCs falling into the gibbering moulder's pit as the ledge, on which they stand, turns into a slide.



Tactics: Once the flameskulls activate the sliding floor trap, they attack from the top of the pedestals, using their *flame ray* when the characters are scattered and *fireball* when characters are bunched together. The foulspawn grues use their *mind worm* power to target the weakest-looking enemies and follow it with *whispers of madness* against the same foe if the *mind worm* succeeds. They teleport to avoid opportunity attacks, attacking with their claws until their *whispers of madness* power refreshes.

After 3 rounds, *The Thing in the Pit* is woken and makes attacks of opportunity against any target it can reach. Despite their telepathic power, the foulspawn grues are not prone to long speeches and taunts, barely using it to laugh mirthlessly at the character's misfortune or to shout *T'zgyzh'pha's* name. The name is unknown to the PCs. Neither *The Thing in the Pit*, nor the gibbering moulder, both mindless aberrations, cooperate with any other creature, but consider any living thing in reach as a target, including each other. On the other hand, *The Thing in the Pit* is too large to squeeze into the room and the gibbering moulder, tired from centuries of futilely hunting the foulspawn and flameskulls, won't leave its pit.

The gibbering moulder does not cooperate with the flameskulls and the foulspawn grues, blindly attacking them if they come near it. It doesn't leave the pit, but waits there, waiting for those killed in combat to fall into its warped aura. So far, the moulder hasn't been able to reach the flameskulls on their pedestals or the foulspawn grues with their teleporting power and an uneasy truce remains between them. The moulder is aware of *The Thing in the Pit's* presence and doesn't wander near the cave entrance to Area 3-1. It uses its gibbering power to daze enemies hampered by its warped ground aura and then uses gibbering feast to cause biting mouths to appear on them. It continues gibbering each round, biting the nearest target until its gibbering feast power recharges.

Features: In addition to the features described under *The Tiedling Crypts* – Level 2, the GM should be aware of the following:

Mind worm: A character hit by the *mind worm* power of the foulspawn grues has visions of *T'zgyzh'pha* wielding the *Orb of Madness*.

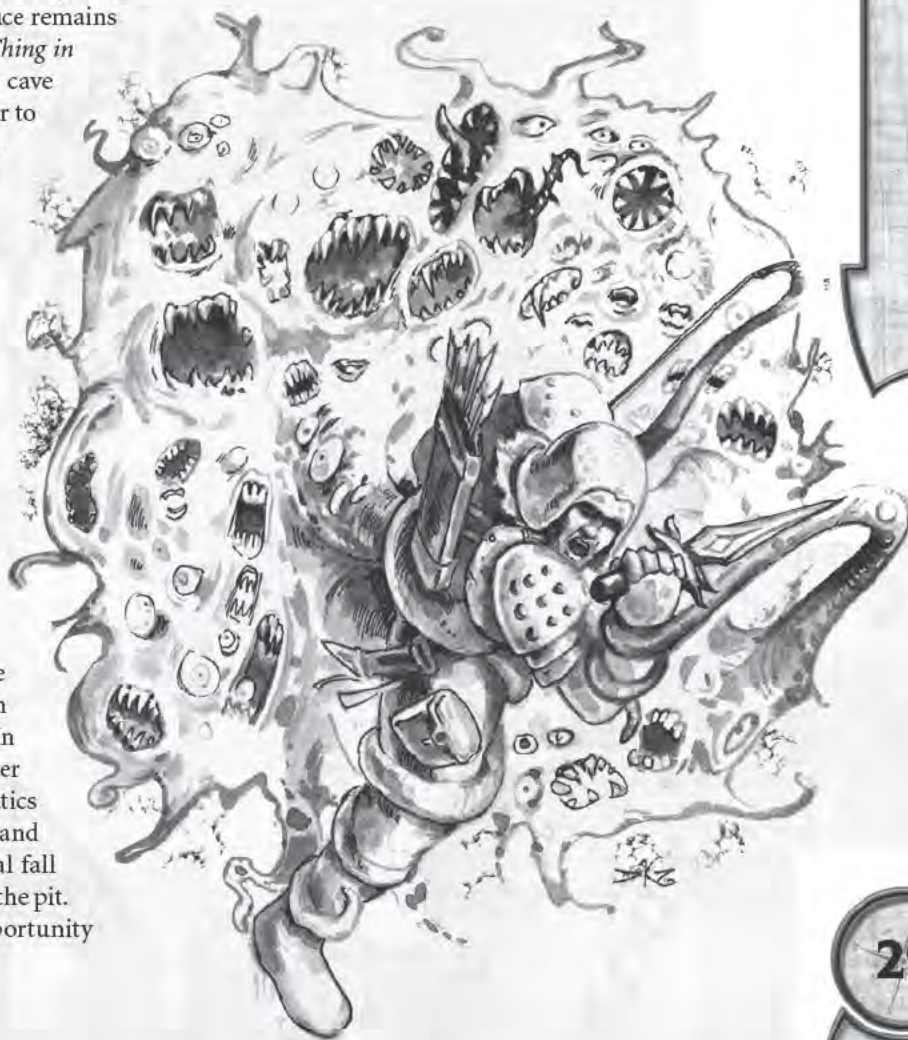
Slope: Once the trap has been triggered, all the trapped squares slope at a forty-five-degree-angled slope stretching 20 ft. down into the pit. All the squares of the room are slope squares except the ledge on its northern extremity and the pit at the center of the room. In order to move and to fight on a slope, a character must make a successful DC 14 or better Acrobatics check. A failed check means the character falls and lands prone in the first free pit square. Normal fall rules and damage apply for the 10-foot fall into the pit. The gibbering moulder in the pit is allowed opportunity attacks against a falling character if applicable.

Gibbering pit: This ten-foot-deep pit is located in the middle of the room. When the PCs can see the top of the pit, read:

The slopes end at the edge of a pit located at the very center of the room. Its surface writhes with bubbling and oozing flesh covered in minute mouths and slimy eyes that appear and disappear in a flash. The flesh warps the very substance of the ground around it as though searching for some way out of the pit, exploring every tiny crack and hole, leaving empty clay sores in its wake. A thousand babbling cries emerge from its thousand mouths, shaping foul phrases and revolting meaningless lullabies.

The gibbering moulder's twisted aura transforms its surface as long as the aberration is alive. The surface is considered difficult terrain for the creature's enemies. Climbing out of the pit requires a successful DC 20 Athletics check. The DC of this check is reduced to 15 when the gibbering moulder is dead.

Secret stairway: A secret stairway is hidden at the bottom of the gibbering moulder's pit. The warped ground makes it almost impossible to detect (DC 40 Perception check), but finding it becomes easier (DC 21 Perception check) once the gibbering moulder is dead. The 150-foot-long stairway leads straight to one-way secret door leading into Area 4-1.



The gibbering: Can be heard throughout the cavern. While most of the sentences coming from the creature are mostly nonsensical, a few make a strange sort of sense. The following sentences are the kinds of things the PCs might hear as the monster attacks:

"Fancy glitter bells shine, shine, shine saucy bitter gales."

"Our heart pounds, yes, booms and blooms for we are one."

"A piece of our land, a spit we daresay, that much we are, that lurch. Fright? Oh no for the best is coming. The very rest of you. The final that begins us."

"Aunt Ibniz and daddy-do took my fingers for dinner. Peppermint or what?"

"Yes, yes, the worm has taken hold, it has. A new lord is born. See? We don't always tell lies."

Pedestals: The ebony pedestals are twenty-five feet tall, but remain fifteen feet below the ceiling. A flameskull hovers above each. Climbing a pedestal requires at least one successful DC 19 or better Athletics check.

Cave entrance: The cave entrance leads to Area 3-1. It is wide enough for a medium-sized creature to squeeze through. The Thing in the Pit residing in Area 3-1 is awoken by any fight going on in Area 2-4 and moves stealthily to the cave entrance, thrusting its tentacles into Area 2-4 whenever an unwary creature presents a target. It is allowed opportunity attacks in any square adjacent to the cave entrance. A successful DC 14 or better Perception check allows a creature to notice its presence. The Thing in the Pit attacks any available target, attempting to ensnare it in its tentacles and drag it into its lair.

Sliding Floor

Level 1 Lurker

Trap

XP 100

This cleverly hidden section of floor falls away beneath your feet, only to swing back into place, trapping you below.

Trap: The 4-by-4-square section of floor tilts, spilling those in the affected area into the pit below.

Perception

DC 20 to notice the unstable floor section.

DC 25 to notice location of control panel.

Additional Skill: Dungeoneering, Thievery

DC 20 to understand floor is designed to tilt and drop those on it down the slope.

DC 25 to understand that floor trap is triggered remotely and not by weight placed on trapped area.

Attack

Minor Melee

Target: creatures and objects located in trapped squares.

Attack: +9 vs. Reflex

Hit: The target falls prone and slides down into the nearest pit square. The target may be affected by opportunity attacks from the gibbering moulder. Normal rules for falling and damage apply.

Miss: The target falls prone on the walkway.

Effect: The floor tilts at a forty-five degree angle when the control panel is activated, causing all creatures located in the affected area to fall prone.

COUNTERMEASURES

- Characters aware of the control panel may disable the trap with a DC 19 or better Thievery check.
- Characters aware of the control panel may attempt a DC 15 Athletics or Acrobatics check to reach an untrapped square if they can act before the trap is triggered.

Flameskull (2)

Level 8 Artillery

Tiny natural animate (undead) XP 350

Initiative +7

Senses Perception +11

HP 70; **Bloodied** 35

AC 21; **Fortitude** 18, **Reflex** 23, **Will** 21

Immune disease, poison; **Resist** 10 fire, 5 necrotic;

Vulnerable 5 radiant

Speed fly 10 (hover)

↑ **Fiery Bite** (standard; at-will) • **Fire**

Reach 0; +10 vs. AC; 1 damage plus 1d8 fire damage.

⚡ **Flame Ray** (standard; at-will) • **Fire**

Ranged 10; +12 vs. Reflex; 2d6 + 6 fire damage.

💧 **Fireball** (standard; encounter) • **Fire**

Area burst 3 within 20; +12 vs. Reflex; 3d6 + 6 fire damage. **Miss:** Half damage. The flameskull can exclude two allies from the effect.

Mage Hand (minor; at-will)

As the wizard power *mage hand* (see *Player's Handbook*).

Illumination

The flameskull sheds bright light out to 5 squares, but it can reduce its brightness to dim light out to 2 squares as a free action.

Alignment Evil

Languages Abyssal, Common

Skills Stealth +12

Str 5 (+1)

Dex 16 (+7)

Wis 14 (+6)

Con 16 (+7)

Int 22 (+10)

Cha 20 (+9)

Foulspawn Grue

Level 8 Controller

Small aberrant humanoid

XP 350

Initiative +8

Senses Perception +5;
low-light vision

HP 87; **Bloodied** 43

AC 22; **Fortitude** 19, **Reflex** 21, **Will** 20

Speed 4, teleport 4

↑ **Claw** (standard; at-will)

+13 vs. AC; 1d4 + 4 damage, and the target is slowed (save ends). If the target is already slowed, it is dazed instead (save ends).

⚡ **Mind Worm** (standard; encounter) • **Psychic**

Ranged 10; +10 vs. Will; the target takes a -2 penalty to its Will defense and is slowed (save ends both).

⚡ **Whispers of Madness** (standard; recharge 5, 6)
♦ **Psychic**

Ranged 5; deafened creatures are immune; +10 vs. Will; 4d6 + 3 psychic damage, and the target is slowed (save ends). If the target is already slowed, it is dazed instead (save ends).

Alignment Evil **Languages** Deep Speech, telepathy 10

Skills Stealth +13

Str 8 (+3) **Dex** 19 (+8) **Wis** 3 (+0)
Con 15 (+6) **Int** 11 (+4) **Cha** 16 (+7)

THE CARRION CAVES LEVEL 3

These caves filled with pitch-black darkness were dug by the worms around the temple and its secret stairway. They are huge hollows filled with gigantic worms and tentacled horrors. In contrast to the teeming insect life in the upper areas, these caves are full of a ghastly silence, which burrows into a character's head, tapping mental resources more than physical ones. The chaos maze is found at the southern extremity, and is a misdirecting network of crisscrossed tunnels tainted by the powers of the *Orb of Madness*. The maze leads to the innermost tiefling crypts and the caves of the carrion lord beyond.

Area 3-1 The Tentacled Horror (EL 7; XP 1,500)

When the PCs enter the cave, read:

This cave seems to have been carved into the ancient walls of a crypt. The walls have now crumbled and turned to rubble, and the cave's glistening walls shape a far larger room around them. A very large carrion worm, its skin vaguely purple, stands nearby. It suddenly turns to face you with huge saucer-like eyes, folding and unfolding its blackish tentacles in an endless waving motion. The absurd length of the beast's tentacles flay the air with anger as the creature hisses at you in rage.

This is *The Thing in the Pit*, a solo carrion crawler, its abnormally huge tentacles connected to its smaller purple-colored body. It shows signs of aging: wrinkled skin, bloated pustulent patches on its skin, and coppery teeth that look as strong as iron.

Tactics: *The Thing in the Pit's* only allies are its fellow carrion crawlers. It mindlessly attacks any other creature that passes by.

Features: In addition to the features described under *The Carrion Caves* – Level 3, the GM should be aware of the following:

Rubble: Squares of rubble are considered difficult terrain. The rubble provides concealment but not cover.

Stairs: This flight of natural stairs climbs twenty-five feet, then suddenly turns into a slope at its peak.

Slope: This gentle slope is twenty-five feet long and leads to a flight of natural stairs. The slope requires no skill check to traverse, and leads to Area 3-2.

The Thing in the Pit

Level 7 Solo Controller

Large aberrant beast

XP 1,500

Initiative +6 **Senses** Perception +5; darkvision

HP 324; **Bloodied** 162

AC 22; **Fortitude** 21, **Reflex** 20, **Will** 17

Saving Throws +5

Speed 6, climb 6 (spider climb)

Action Points 2

↑ **Tentacles** (standard; at-will) ♦ **Poison**

Reach 3; +10 vs. Fortitude; 1d4 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+12 vs. AC; 1d10 + 5 damage

↑ **Double Strike** (standard; at-will) ♦ **Poison**

The Thing in the Pit can make two tentacles attacks.

Sticky Tentacles (when a tentacles attack is successful)

The target of the tentacle attack is grabbed (until escape). The Thing in the Pit can grab up to a total of three targets before it is unable to use its tentacles attack or make opportunity attacks.

Threatening Reach

The Thing in the Pit can make opportunity attacks against all enemies within its reach.

Alignment Unaligned **Languages** —

Str 20 (+8) **Dex** 16 (+6) **Wis** 14 (+5)

Con 17 (+6) **Int** 2 (-2) **Cha** 16 (+6)

Area 3-2 Tendrils and Tentacles at the Labyrinth's Gate (EL 9; XP 2,000)

When the characters reach the Area 3-2, read:

Shrouded in darkness, this cave echoes with meaningless mutters and whispers. Its whole floor has been covered in carvings, shaping broken circles and spirals and cutting deep crevasses into the rock. At its northern and southern edges, patches of a black insect-ridden moss cover the floor. A ten-foot-wide, irregular tunnel exits the cave to the south, leading into an impenetrable silvery mist. Three large crawlers inhabit this cave, their fanged mouths murmuring unknown and frightening words.

The crawlers have been transformed by the Orb's magic. They are more intelligent and cunning than common carrion crawlers. They attack as soon as they spot the characters, using their knowledge of the chaos tendrils trap and the location of the patches of grasping slime. The chaos tendrils trap hasn't been set in place by anyone, but is the result of the Orb's influence. As a result it is a slightly different and twisted version of the regular spectral tendrils trap allowing a limited kind of teleportation to the crypts further in.

Tactics: The grue crawlers use their *whispers of madness* and *mind worm* ranged attacks until one or more of the PCs are caught in the trap. As soon as the PCs enter the trapped squares, the crawlers move to the edge of the trapped squares, and use their reach to keep the PCs within the trap area, casting *whispers of madness* as soon as it has recharged.

Features: In addition to the features described under The Carrion Caves – Level 3, the GM should be aware of the following:

Grasping slime: Grasping slime is difficult terrain. Each square of grasping slime requires a successful DC 14 Athletics check to enter and cross. On a failed check, the character enters the slime square, but his move ends immediately. Large creatures treat the grasping slime as difficult terrain but are too large to suffer from its immobilization effect.

Mind worm: The grue crawlers' mind worm attack has the same effect as the power of the foulspawn grues. A character hit by this power has visions of *T'zgyzh'pha* wielding the *Orb of Madness*. Unlike the static vision provoked by the foulspawn grues, this vision feels closer to the characters experiencing it, as if *T'zgyzh'pha* was scrutinizing them and uttering their names.

Chaos tendrils trap: The chaos tendrils trap is set upon all the marked squares on the area map. It attacks any creature (including the grue crawlers) entering or beginning its turn in a trapped square, as an opportunity action.

Grue Carrion Crawler

Level 9 Controller

Large aberrant beast

XP 400

Initiative +6

Senses Perception +6; darkvision

HP 97; **Bloodied** 47

AC 22; **Fortitude** 21, **Reflex** 20, **Will** 19

Speed 6, climb 6 (spider climb)

↑ **Tentacles** (standard; at-will) • **Poison**

Reach 2; +10 vs. Fortitude; 1d4 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both). **First Failed Save:** The target is immobilized instead of slowed (save ends). **Second Failed Save:** The target is stunned instead of immobilized (save ends). Saving throws made against the grue carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+12 vs. AC; 1d10 + 5 damage

⚡ **Mind Worm** (standard; encounter) • **Psychic**

Ranged 10; +10 vs. Will; the target takes a -2 penalty to its Will defense and is slowed (save ends both).

⚡ **Whispers of Madness** (standard; recharge 5, 6)

• **Psychic**

Ranged 5; deafened creatures are immune; +10 vs. Will; 4d6 + 3 psychic damage, and the target is slowed (save ends). If the target is already slowed, it is dazed instead (save ends).

Alignment Unaligned **Languages** Deep Speech

Str 21 (+9) **Dex** 17 (+7) **Wis** 15 (+6)

Con 18 (+8) **Int** 11 (+4) **Cha** 17 (+7)

Chaos Tendrils

Level 13 Obstacle

Trap

XP 800

Swirling tendrils of chaos rise from the ground.

Trap: This trap consists of a continuous field of 10 squares. When a creature steps into the area of this attack, chaos-based tendrils lash out and attack the creature.

Perception

DC 27: The character notices something strange about the area ahead, as though a ghostly mist hangs just above the ground.

Additional Skill: Arcana

DC 23: The character recognizes some terrain feature, usually a fresco or other art, that serves as the trap's focus.

DC 31: The character's knowledge provides a +2 bonus to Thievery checks to disable the trap.

Attack

Opportunity Action Melee

Target: Creature trapped in square

Attack: +18 vs. AC

Hit: 2d10 + 6 necrotic damage and dazed until the end of the target's next turn.

Aftereffect: Dazed until the end of the target's next turn.



Additional Effect

The trap is a manifestation of the chaotic distortion of the nearby chaos maze (Area 3–3). The distortion is such that the trap might become a passage through chaos to Area 4–3. When a dazed character standing on a trapped square is dazed again or stunned, he rolls a saving throw. If he fails, read:

The spectral tendrils wrap themselves around you, engulfing and blinding you, until all you see is a swirling mass of color. You float for a few seconds in this cold embrace and then fall into what might be an endless fall, only to feel yourself stop and have the colors fade to reveal an entirely different room.

The other PCs see the character disappear into a shroud of silvery tentacles.

The character is instantly teleported to Area 4–3, appearing at once in one of the following six wells as determined by rolling 1d6 and applying the results as follows:

1: The character appears at 4-3A.

2: The character appears at 4-3B.

3: The character appears at 4-3C.

4: The character appears at 4-3D.

5: The character appears at 4-3E.

6: The character appears at 4-3F.

A dazed character standing on a trapped square stating that he willingly wants to suffer the same fate may skip his saving throw and be teleported if he wishes.

COUNTERMEASURES

- A character who makes a DC 27 Acrobatics check can move through a trigger square without provoking the attack. The squares count as difficult terrain.
- An adjacent character can disable the trigger plate with a DC 31 Thievery check.

Area 3-3 Chaos Maze (EL 8; XP 1,050)

Since the chaos maze is more a psychic labyrinth than a physical place of its own, this area's map is not detailed fully here; refer instead to the cut-out section map, which renders a rough estimation of its span.

When the PCs have entered the silvery mist or otherwise found their way into the maze, read:

The haze falters and parts like the strands of an invisible spider web, falling smoldering to the floor and revealing a wide tunnel of chiseled dark stone. Mirrored in its own reflective surface, the tunnel seems to continue endlessly ahead, but then, in a blink, the mist fills the tunnel again and obscures your vision.

If they try to get back to Area 3–2, the PCs realize the cave has disappeared. Read:

Taking a few steps back to the cave you've just left, you realize in a shock that it has disappeared. You are facing the same endless tunnel in both directions.

Once the PCs continue in any direction along the tunnel, read:

The slight breeze caused by your movement parts the mists every few seconds, allowing you to see the same endless tunnel walls. Invariably, the mist reforms around you, as if it were a sentient creature following in your wake. Soon, side passages and absurdly tilted tunnels open up from both sides of the main tunnel. Eerie purple lights dance inside them like will-o'-wisps. Suddenly, you realize that this place exists solely in your mind, and that your body must be lying, helpless, somewhere else. You have to escape this maze; you need to find a way out...

The PCs have been frozen at the tunnel's entrance. This tunnel is actually an endless illusion. It runs infinitely through the chaos realms in another dimension. As their bodies are halted in a state of suspended animation when they entered the maze, the PCs' minds wander the chaos maze, as they seek a way out.

The following skill challenge reflects their efforts to escape. Success means they exit the maze at the magic circle in the middle of Area 4-1. Failure sends them back to Area 3-2. Unlike most skill challenges, this skill challenge can be repeated as often as necessary. Note that, no creature except foulspawn will follow the PCs into it, should they escape into it during the fight. The maze may also be entered through the magic circle in Area 4-1. Even though they are mental projections of themselves, PCs are limited to what they can do, by the possessions and equipment they had on them when they entered the maze.

Setup: In order to find their way safely through the chaos maze, the PCs must muster their arcane knowledge and use their Perception. A few rituals, magic items and powers might help them as well as trying to understand the maze using pure logic and reasoning. Relying solely on Dungeoneering misleads them.

SKILL CHALLENGE

Level: 8

Complexity: 3 (requires 8 successes before 3 failures).

Success: The PCs end up in the magic circle at the center of Area 4-1 or safely reach Area 3-2 whichever was not the point of departure.

Failure:

First Failure: The PCs lose sight of one another and cannot help each other with skill checks.

Second Failure: The PCs meet illusionary doubles of themselves and must fight them. The illusionary doubles have the same powers, current hit points and action points, possessions and ability scores as the PCs. A succeeded Insight (DC 14) check allows to see through the illusion and to evade the fight. This check may be attempted each round. Winning the fight grants the same amount of experience as defeating a creature of the character's level. A character dying in the fight must succeed at a saving throw (with a +2 bonus) or their body dies in Area 3-3. Once defeated, the illusionary doubles disappear with all their

possessions and doesn't appear again should the PCs enter the maze again.

Third Failure: The characters leave the maze through the point at which they entered the maze.

Being touched by chaos, the foulspawn don't have to take the skill challenge when they enter the maze, proceeding directly to their destination once inside.

Primary Skills: Arcana, Insight.

Arcana (DC 19): Through your knowledge of all things arcane, you slowly understand the way the maze works and locate a passage in its absurd fabric. This skill can be used to grant a maximum of four successes towards the skill challenge.

Perception (DC 19): You discern, shaking free from the maze's illusions, a way to cut short amidst its winding passages. This skill can be used to grant a maximum of four successes towards the skill challenge.

Misleading Skill: Dungeoneering.

Dungeoneering (DC not applicable): Relying upon your knowledge of tunnels and underground constructions, you try to lead your fellow companions to the most sensible path possible, only to find yourself utterly lost. Using this skill adds +2 to all skill checks for the remainder of the skill challenge. Once used once, the Dungeoneering skill cannot be used again. This skill grants no successes towards the skill challenge.

Magic Items, Powers and Rituals: The following magic items, powers and rituals will have the following effects during this skill challenge. The GM should feel free to create other helpful or otherwise unusual effects for intelligently used items, powers and rituals not listed herein.

Ambassador Imp: Conjuring an ambassador imp to communicate with the maze itself allows the warlock to receive direct explanations about a shortcut nearby. This power can be used to grant a maximum of 1 success in this skill challenge.

Astral Refuge: Casting the astral refuge sends the character's mind back to his body at the maze's entrance at the end of a short astral travel. The character may travel the tunnel freely for 3 rounds, using them to go back safely to the Area 3-2 or to advance further. Three rounds after, the mist comes back and the character enters the challenge again if he is still standing in 3-3, instantly joining the other PCs. This power can be used to grant a maximum of 1 success in this skill challenge.

Consult Mystic Sages: The mystic sages offer indications upon the way to leave the maze. This might be a special tip-toe jump dance to perform instead of walking normally, a ritual way of scraping the walls or any other strange custom. This power can be used to grant a maximum of 1 success in this skill challenge.

Dust of Appearance: In the dust, a scintillating secret door appears, allowing an easy access to further places in the mind maze. This power can be used to grant a maximum of 1 success in this skill challenge.

Hand of Fate: The hand points at a secret passage, allowing the PCs to proceed in the mind maze. This power can be used to grant a maximum of 1 success in this skill challenge.

Passwall: Using *passwall* allows you to enter a deeper level of the mind maze. This power can be used to grant a maximum of 1 success in this skill challenge.

Shadow Walk: Walking through the shadows, the characters are able to jump through the maze's substance, reaching distant places in a wink. This power can be used to grant a maximum of 1 success in this skill challenge.

Slippery Mind: Using this power, the rogue shakes free of the maze's influence and manages to find his way through a score of tunnels. This power can be used to grant a maximum of 1 success in this skill challenge.

THE TIEFLING CRYPTS LEVEL 4

The inner vaults of the tiefling crypts sheltered the mummies of the high sorcerer, its champion and its demonic courtesan slaves before *T'zyzh'pha* took control of the Orb. When the carrion crawler became the new owner of the Orb, the high sorcerer's mummy disappeared into oblivion. Its foremost slaves, its viziers, locked in suspended animation with its remains, came to life again, transformed into aberrations and began to run a mimic mockery of the late high sorcerer's private council, his *Diwan*. They now haunt the vaults, along with the animated mummies of the champion and of the courtesan slaves, and bar the access to their lord, *T'zyzh'pha*.

Area 4-1 The Tomb Guardian (EL 9; XP 2,100)

Coming from Area 3-3, the PCs appear in the hall in one of the 4 squares inside the magic circle. When they have chosen their destination square, read:

The silvery threads dissolve at last, leaving you standing within a circle of cryptic sigils in the middle of a large, slightly domed hall lit by hanging oil lamps. All around the circle stand six tall, dusty clay jars. There is a plain stone double door at the hall's southern extremity.

There is a copper mummy guardian in each of the jar. These are all that remains of the high sorcerer's female courtesans. The mummies clamber out of the jars and attack as soon as the PCs investigate the jars, or make a loud enough noise to attract their attention. The mummies are unaware of what goes on in the hall as they cannot see out of the jars. PCs may attempt a Stealth check opposed by the mummies' Perception if the party tries to move stealthily while in this area. When the mummies attack, read:

There is a rattling sound, and long slender hands with purple-painted nails push aside the lid of each jar. Gaunt female figures slowly rise from the jars, each one wrapped tightly into narrow copper bands, the reddish metal twisted and curled to fit them perfectly. Thin ivory horns and animal-like tails protrude from their bindings, and their mouths open in a dry

hiss expose sharp fangs, while dark, empty spaces exist where their eyes should be.

Knowledge checks can be used to discover the following:

History (DC 20): You realize that these mummies must have been courtesans or concubines belonging to someone important. Usually they would have been buried with that person.

Religion (DC 20): In addition to the information known about mummy guardians, you realize that the copper bands wrapping these mummies give them a resistance to fire and these mummies spring from the remains of tiefling darkblades, devilish assassins and masters of stealth that served ancient tiefling lords. Some tiefling lords only had female assassins in their service and these they kept as concubines.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following:

Magic circle: This magic circle is both an exit and entrance to Area 3-3. It is the destination point of the PCs succeeding at the skill challenge and one of the ways they can return to the other levels. In order to use it as a means to enter the chaos maze, the PCs have to understand the sequence of ancient tiefling symbols written around the circle and then to say each one aloud. A character proficient in Infernal who succeeds at a DC 14 or better History check understands the symbols and can say them correctly. When the last symbol has been spoken, the circle changes into a pit of swirling silvery mist. Stepping into it, the PCs enter the chaos maze. The magic circle is also a permanent teleportation circle, allowing any character remembering its sequence of sigils to teleport in this room again via the Linked Portal ritual. A character familiar with this ritual automatically knows the circle may be used that way.

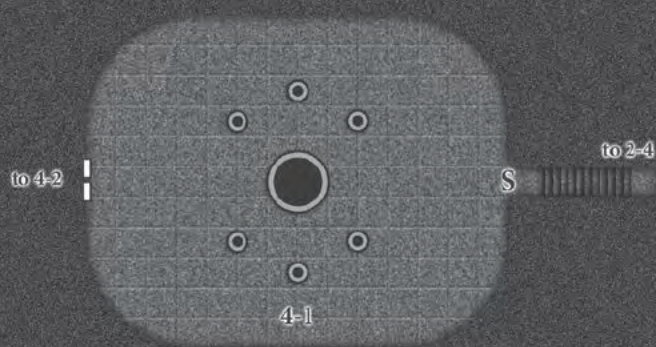
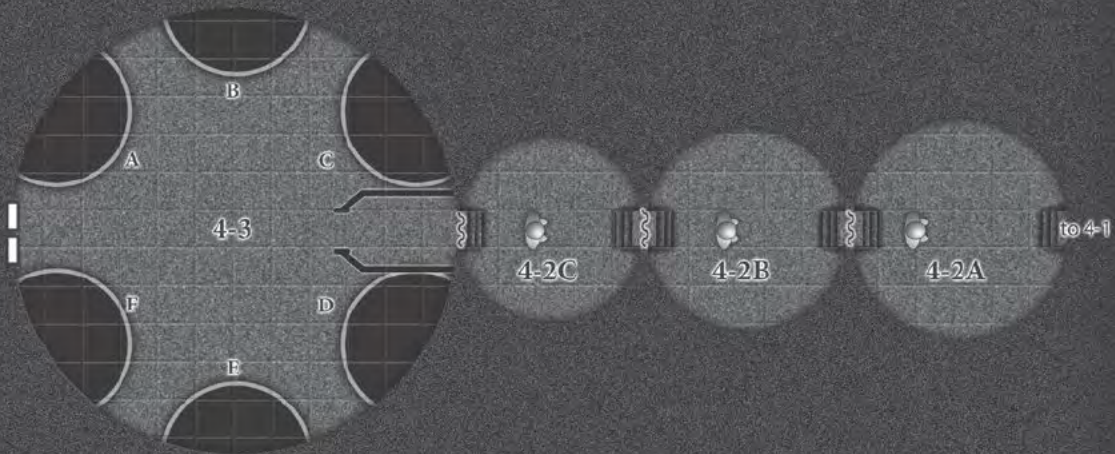
Jars: Once the copper mummy guardians have left them, the jars are empty.

One-way secret door: This brass door leads to a flight of stairs leading to the bottom of the pit in Area 2-4. It is very hard to discover from this side of the room, requiring a DC 24 or better Perception check. It is also closed and bolted, although it has no lock. It has: AC 5, Reflex 5, Fortitude 10; HP 60; Break DC 25. From the other side, the brass door is obvious and swings open when it is pushed. The brass door closes itself shut 10 rounds after having been opened if it hasn't been destroyed. An item placed against the door immediately takes 20 damage but, if not destroyed, holds the door open.

Stone double door: This double door is closed, but not locked, and opens slowly when it is pushed.

Tactics: The copper mummy guardians use their *cloak of lurking* to attack and retreat before returning to their straightforward melee style, using slam attacks.

Treasure: The copper mummy guardians wear ivory headbands studded with big jet gems. They are worth 750 gp each.



□ = 5 ft.



Copper Mummy Guardian

Level 8 Brute

Medium natural humanoid (undead) XP 350

Initiative +6 **Senses** Perception +10; darkvision
Despair (Fear) aura 5; enemies within the aura take a -2 penalty to attack rolls against the copper mummy guardian.

HP 108; **Bloodied** 54

Regeneration 5 (if the copper mummy guardian takes radiant damage, regeneration doesn't function on its next turn)

AC 20; **Fortitude** 18, **Reflex** 16, **Will** 17; see also *despair* above

Immune disease, poison; **Resist** 5 necrotic, 5 fire
Speed 5

↑ **Rotting Slam** (standard; at-will) • **Disease, Necrotic** +11 vs. AC; 2d8 + 3 necrotic damage, and the target contracts level 8 mummy rot (see *Monster Manual*).

Cloak of Lurking (move, recharge 6) • **Teleportation**
The copper mummy guardian teleports 5 and becomes invisible until the end of its next turn.

Infernal Wrath (minor; encounter)

The copper mummy guardian gains a +1 bonus to its next attack roll against an enemy that hit it since its last turn. If the copper mummy guardian's attack hits, the copper mummy guardian deals an extra 5 damage to its target.

Alignment Unaligned **Languages** Common

Str 16 (+7) **Dex** 14 (+6) **Wis** 12 (+5)

Con 18 (+8) **Int** 6 (+2) **Cha** 16 (+7)

Area 4-2A The Swordbearers (EL 7; XP 1,500 when combined with Areas 4-2B and 4-2C)

This is the first of three identical rooms, all separated by curtains, and adorned with golden statues. When the PCs enter, read:

Immediately across from you, a grotesque golden creature bathed in the light of burning oil lamps points its clawed finger at you. It's a statue, standing in front of a heavy animal skin hanging across an arch immediately opposite to you. This makeshift curtain shifts as though moved by a slight breeze. A few steps lead down into the room, while another flight of steps set in the back of the statue, leads to the curtained exit. The room's arched ceiling ends in a dome some fifty feet up, an oil lamp hanging at its center.

The statue is a gargoyle swordbearer, a clever creature akin to a gargoyle.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following features, which are common to all three rooms:

Pools: The pools were where the lord and his concubines bathed prior to their mummification. They are now totally dry, so that only red- and gray-colored scraps remain.



CAVES OF THE CRAWLING LORD

Curtains: The curtain is made from the skin of an unknown feline. It seems to shiver and blur from time to time, as if it were still alive. It doesn't age or decay. A close examination and a successful DC 19 or better Nature check reveals that it belongs to an otherworldly creature.

Tactics: The swordbearer waits in stone form until the PCs reach the third room, then sneaks in behind them trying to catch them unawares. The gargoyle swordbearer has limited spellcasting power, and attempts to strike from a distance by flying to the rooms' high ceilings. See Area 4-2C for gargoyle swordbearer statistics.

Area 4-2B The Swordbearers (EL 7; XP 1,500 when combined with Areas 4-2A and 4-2C)

This is the second of three identical rooms, all separated by curtains, and adorned with golden statues. When the PCs enter, read:

Immediately across from you, a grotesque golden creature bathed in the light of burning oil lamps both hands and fingers are crossed, and its palms are aimed towards the entrance. It's a statue, standing in front of a heavy animal skin hanging across an arch immediately opposite to you. This makeshift curtain shifts as though moved by a slight breeze. A few steps lead down into the room, while another flight of steps set in the back of the statue, leads to the curtained exit. The room's arched ceiling ends in a dome some fifty feet up, an oil lamp hanging at its center.

The statue is a gargoyle swordbearers, a clever creature akin to a gargoyle.

Features: See Area 4-2A.

Tactics: The swordbearer waits in stone form until the PCs reach the third room, then sneaks in behind them trying to catch them unawares. The gargoyle swordbearer has limited spellcasting power, and attempts to strike from a distance by flying to the rooms' high ceilings. See Area 4-2C for gargoyle swordbearer statistics.

Area 4-2C The Swordbearers (EL 7; XP 1,500 when combined with Areas 4-2A and 4-2B)

This is the third of three identical rooms, all separated by curtains, and adorned with golden statues. When the PCs enter, read:

Immediately across from you, a grotesque golden creature bathed in the light of burning oil lamps its hands raised as though casting a spell at you. It's a statue, standing in front of a heavy animal skin hanging across an arch immediately opposite to you. This makeshift curtain shifts as though moved by a slight breeze. A few steps lead down into the room, while another flight of steps set in the back of the statue, leads to the curtained exit. The room's arched ceiling ends in a dome some fifty feet up, an oil lamp hanging at its center.

It appears exactly like the other two rooms, save that, with a creaking sound, the statue animates slowly, moaning as a pair of curved bat-like wings unfold from its back.

A character succeeding at a DC 20 Arcana check knows the lore in the *Monster Manual* as well as knowing that these gargoyles are capable of conjuring magical swords from nothing more than air.

Features: See Area 4-2A.

Tactics: The gargoyle swordbearers revert to their normal form when the PCs enter the third room and swoop to the third room's high ceiling. They conjure golden force swords and use them to strike the PCs from distance, then

use their *flyby attack* against targets in range. Eventually, their impatience gets the better of them, and they land to engage their foes in melee. Faced with tough opponents, the gargoyles flee to the entrance to revert to stone form, regenerating.

Treasure: The animal skins are worth approximately 750 gp to a high-level wizard or an amateur collector of bizarre items.

Gargoyle Swordbearers (3)

Level 10 Lurkers

Medium elemental humanoid (earth) XP 500

Initiative +11 **Senses** Perception +13; darkvision

HP 83; **Bloodied** 41

AC 26; **Fortitude** 22, **Reflex** 20, **Will** 19

Immune petrification

Speed 6, fly 8; see also *flyby attack*.

↑ **Claw** (standard; at-will)

+14 vs. AC; 2d6 + 5 damage

↑ **Flyby Attack** (standard; recharges after using *stone form*)

The gargoyle swordbearer flies up to 8 squares and makes a melee basic attack at any point during the move without provoking an opportunity attack from the target. If the attack hits, the target is knocked prone.

⚡ **Force Sword** (standard; daily) ♦ **Arcane, Conjunction, Force, Implement**

Ranged 10; +11 vs. Reflex; 1d10 + 1 force damage.

The gargoyle swordbearer conjures a sword of golden force in an unoccupied square within range, and it attacks. As a move action, it can move the sword to a new target within range. The sword lasts until the end of the gargoyle swordbearer's next turn. *Sustain Minor:* When the gargoyle swordbearer sustains the sword, it attacks again.

Stone Form (standard, at-will)

The gargoyle swordbearer becomes a statue and gains resist 25 to all damage, regeneration 3 and tremorsense 10. It loses all other senses and can take no actions in stone form other than to revert to its normal form (as a minor action).

Alignment Evil

Languages Primordial

Skills Stealth +13

Str 21 (+10)

Dex 17 (+8)

Wis 17 (+8)

Con 17 (+8)

Int 12 (+6)

Cha 17 (+8)

Area 4-3 Shadow Wells (EL 9; XP 2,000)

As the PCs pass through the shivering curtain from Area 4-2C, read:

This small alcove entrance is 10-feet wide and 15-feet long. It leads to a large circular hall over 50 feet in diameter. Six half-moon wells are dug at regular intervals into the hall, their openings revealing only dense black shadows. Facing the entrance, another alcove opens into the hall. Inside it is a large ebony double door. A weird chill lingers in the hall, but there is no apparent source and the whole place is stale and windless. Suddenly, bloated masses of tentacled shadow spring from

two of the wells, hovering close to the hall's domed ceiling as they come closer to you, deepening the chill feeling. From the bloated and sightless mass of their dark bodies, a wide-opened curved beak emerges, screeching with blind hunger.

Change the hall's description to fit the situation should a character have teleported into this hall from Area 3–2.

The creatures are grell specters, former advisors to the high sorcerer who were buried with him and utterly transformed by the *Orb of Madness*. They have risen as specters, their malevolence and murderous spirits burning with a hatred for the living that death couldn't end. Having died through the Orb's power, they obey its master's command despite having lost all memory of their former lives. They blindly attack all creatures except the foulspawn, mummies and carrion crawlers. Roll 1d6 for each grell specter in order to determine the well in which they are located when the PCs enter the room and place them in any one of the free squares of this well:

- 1: The grell specter appears in well 4–3A.
- 2: The grell specter appears in well 4–3B.
- 3: The grell specter appears in well 4–3C.
- 4: The grell specter appears in well 4–3D.
- 5: The grell specter appears in well 4–3E.
- 6: The grell specter appears in well 4–3F.

Development: A successful DC 20 or better Religion check reveals the creatures are specters, insubstantial undead shadow creatures tied to life by their hatred of the living. A successful DC 20 or better Dungeoneering check reveals the creatures are otherwise like grells, as well as the possibility that there is a leader nearby, who keeps them hunting as a pack breaking the grell's usual solitary habits.

Features: In addition to the features described under The Tiffling Crypts – Level 4, the GM should be aware of the following features:

Shadow wells: Despite seeming bottomless, the wells are just five-feet-deep. The wells no longer contain water, but pure, raw shadow. This shadow offers cover and concealment against all creatures except those able to see or detect things in complete darkness. Jumping or climbing out of the wells and into the hall requires no skill check, but the hall is shrouded in darkness until the character leaves the well.

Ebony double door: The ebony door is closed and must be pushed or broken open. It features neither a handle nor a lock. It has AC 4, Reflex 4, Fortitude 12; HP 40; Break DC 16.

Tactics: The grell specters use Stealth to move invisibly among their enemies, opening with tentacle rakes and use hit-and-run tactics combined with their shadow bite. When an adversary becomes bloodied, they use their dark tentacle grab and shadow bite as appropriate.

Grell Specter

Level 10 Elite Lurker

XP 600

Medium aberrant magical beast
(blind, undead)

Initiative +9

Senses Perception +11; blindsight 12

Spectral Chill (Cold) aura 1; enemies in the aura take a -2 penalty to all defenses.

HP 184; Bloodied 92

AC 24 (26 while the grell has an enemy grabbed);

Fortitude 22, Reflex 25, Will 19

Immune disease, gaze, poison; Resist 10 necrotic, insubstantial; Vulnerable 5 radiant

Saving Throws +2

Speed 1 (clumsy), fly 6 (hover), phasing

Action Points 1

↑ **Dark Tentacle Rake** (standard; at-will) • **Necrotic** Reach 2; +15 vs.AC; 3d8 + 5 necrotic damage, and the target is slowed and takes a -2 penalty to attack rolls (save ends both).

↑ **Dark Tentacle Grab** (standard; at-will) • **Necrotic** Reach 2; +16 vs. Fortitude; 2d8 + 6 necrotic damage, and the target is grabbed. The grell specter can grab only one creature at a time.

↑ **Shadow Bite** (minor 1/round; at-will) • **Necrotic** Grabbed target only; +12 vs.AC; 1d8 + 4 necrotic damage, and the target is stunned (save ends).

Alignment Evil

Languages Deep Speech

Skills Stealth +17

Str 13 (+5)

Dex 20 (+8)

Wis 13 (+5)

Con 15 (+6)

Int 11 (+4)

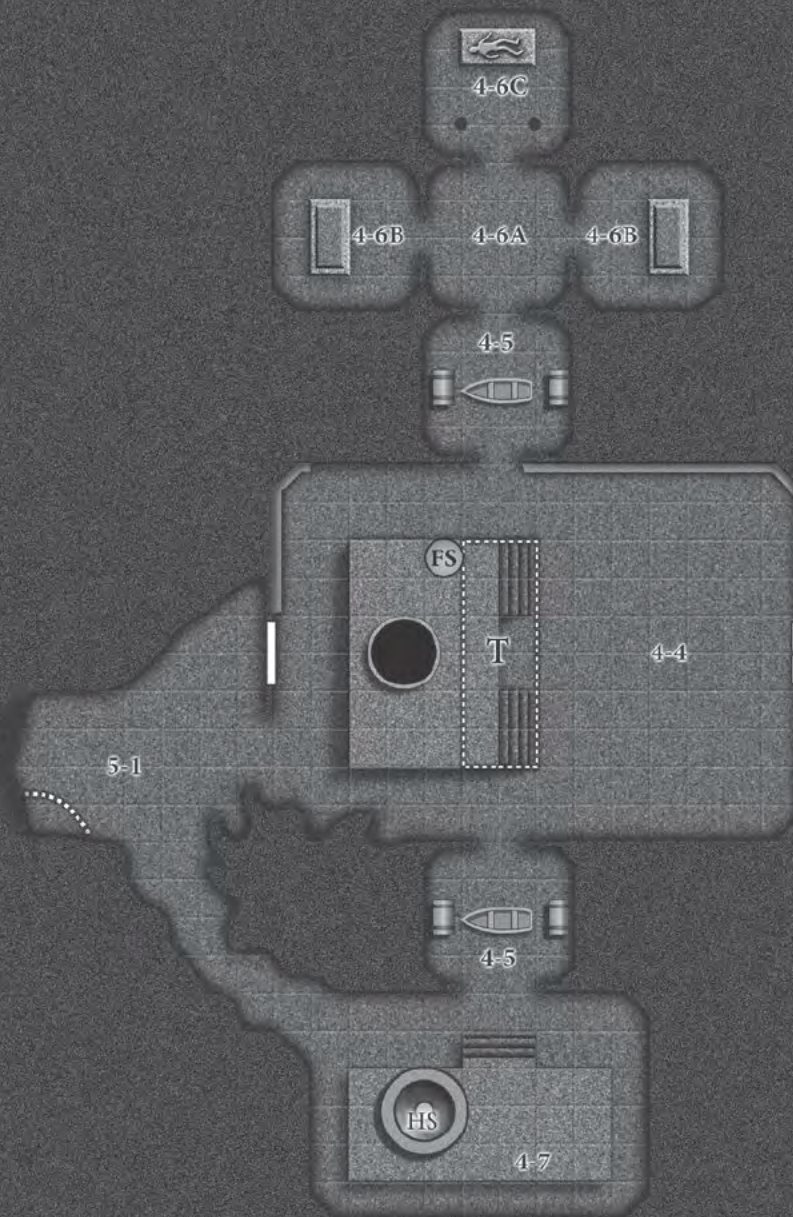
Cha 10 (+3)

Area 4–4

The Fool's Audience (EL 9–12; XP 2,000–3,100)

When the PCs enter the hall, read:

This huge vaulted hall of disjointed marble tiles is brightly lit by a score of oil lamps hanging from long brass chains. Its walls are painted with interwoven color patches except at its western extremity where long shelves of ebony line them. The shelves are empty except for rotting papyrus sheets. Two small arches are set in the eastern and western walls, and a gargantuan hole stands in place of one of the slabs of an intricately carved ivory double door in the southern wall. At the center of the hall, a raised platform of marble stands five feet high, two flights of stairs allowing access to its top. The stairs face the ebony doors. A tall, tentacled creature hovers above the middle of the platform. The gruesome creature is beaked and obviously blind, its hulking warped face turned towards the entrance. It wears a golden-threaded robe upon which hundreds of eyes have been crudely painted, an amulet of silver hanging upon its neck, and a red fez. In a snarling voice, the creature is talking to a smaller humanoid garbed in an ancient ragged tunic and wearing a turban. The smaller creature holds a long twisted staff, with which it strikes the platform's top. On the third strike, it suddenly turns towards you.



□ = 5 ft.



The creatures are *T'zgyzh'pha's* viziers and foremost lieutenants, a grell philosopher (DC 15 or better Dungeoneering check) and a foulspawn seer (DC 15 or better Dungeoneering check). In a mockery of the tiefling court, they prepare themselves for an audience with their master as the characters enter the hall.

Development: The viziers turn to address the intruders in Deep Speech as the party stumbles in. They respond to the PCs' presence as follows:

Immediate attack if: the PCs attack.

Formal warning if: the PCs try to leave the hall, touch the papyrus sheets, or attempt to climb the stairs or sides of raised platform. If the warning isn't headed, and the PCs continue their action, roll initiative as the viziers immediately attack.

Audience: If the PCs attempt to communicate with the viziers the audience goes as follows:

The grell philosopher never addresses or directly answers a PC, but talks to the foulspawn seer, who then conveys its response to the PC involved. The seer first tries to communicate in Deep Speech, considering any character able to understand and reply in this language as the appointed diplomat for the whole party. If no character is able to use Deep Speech, it communicates telepathically with a robed character with the highest Charisma, or any character with the highest Charisma, regardless of his dress if no character is wearing robes. The audience goes as follows, but should be tailored to suit PC actions:

Introduction: The philosopher wants to know the names and origins of the PCs, before asking them the purpose of their visit. It introduces itself as "His Highness the First Vizier of *Mût Sthayz T'zgyzh'pha* the Great," and the foulspawn as the "First Advisor of Prophetic Grace."

The following checks may be attempted during this part of the conversation:

DC 21 History or Religion to know why some of the viziers' words ring a bell. A character stating that he tries to recall pieces of knowledge about the *Mût Sthayz* remembers that these words refer to the high sorcerers of a bygone tiefling empire and their main city and religious order, a secret cult dedicated to chaotic deities of awesome power.

Healing: The philosopher then asks if the PCs want to be cured of the terrible affliction that turned them into humanoids, apparently confusing them with carrion crawlers and lets its mind wander into most philosophical and absurd questions. It lets drop a few pieces of information in the process, telling the PCs that times have changed, that *T'zgyzh'pha*, its new master, is now the *Mût Sthayz* and that the court is prepared to move to the surface world.

Surrender: Apparently now confusing the PCs for tieflings wandering from past times, it gently tries to convince them to forget about *Dhaz* and the empire and urges them to surrender to *T'zgyzh'pha* the Great, the carrion lord. It keeps up its soothing words as its voice becomes more and more fiendish. The following checks may be attempted during this part of the conversation:

DC 19 Perception to notice and respond to the vocal change.

Attack: The viziers attack as described under Tactics below, unless a successful DC 19 or better Bluff, Diplomacy or Intimidate check is passed. The check must be performed by the PCs' appointed diplomat, and up to two other characters can assist him in this attempt.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following features:

Ceiling Height: Unlike the rest of the crypt, the hall's ceiling is 50 feet high.

Raised platform: Stairs allow access to the raised platform. Climbing up the side of the platform requires a DC 15 or better Athletics check. The platform is 10 feet tall, and is trapped with a countdown candles trap. The trap activates when a character steps upon any trapped square of the platform.

Shelves: The ebony shelves once held papyrus scrolls relating to the ancient tiefling empire and the cult of the Ebony Sybil. The remaining scrolls are full of decay, which renders them unfit to read. If the PCs use a Make Whole ritual, the scrolls are restored and though worthless for sale purposes, they are written in an ancient tongue that mingles elements of Infernal and Deep Speech. A character who understands both languages may attempt a DC 14 History check to read the scrolls, or PCs may seek the assistance of a translator in order to understand them. The scrolls contain all the information about the Outer Gods and the Order of the Ebony Sybil in the Background Story section. Thoroughly reading the scrolls takes 4 hours. The GM might also opt to give the PCs extra information upon the late high sorcerer and the city of *Dhaz*, in case he wishes to run a sequel to this adventure. See the 'And Now?' section at the end of this adventure.

Shadow well: Despite appearing to be bottomless, the well is just 5 feet deep. It contains no water, but pure, raw shadow. The shadow's darkness offers cover and concealment against all creatures except those able to perceive things in these conditions. Jumping or climbing out of the well and back onto the platform requires no skill check.

Tactics: Both viziers avoid the melee as much as possible, relying upon *Habnay-Sham's* intervention if the trap is triggered. The grell philosopher uses *psychic storm* as soon as possible, then *lightning lance* to target individuals from a distance. It uses *venomous mind* if forced into melee. The foulspawn seer uses *foul insight* to benefit its allies while teleporting and using its *bend space* power to remain as distant from melee combat as possible. It hurls *warp orbs* onto individual targets and launches *distortion blast* when at least two enemies would be caught in the blast. Should the countdown candle trap be triggered, *Habnay-Sham* (Area 4–7) joins the combat, taking 3 rounds to arrive and relying on its *rotting slam* power and melee attacks.

Grell Philosopher

Level 11 Elite Controller

Medium aberrant magical beast (blind) XP 1,200

Initiative +10 Senses Perception +12; blindsight 12

HP 224; Bloodied 112

AC 27; Fortitude 21, Reflex 24, Will 23

Immune gaze; Resist 20 lightning

Saving Throws +2

Speed 1 (clumsy), fly 6 (hover)

Action Points 1

↑ **Tentacle Rake** (standard; at-will) ♦ **Poison**

Reach 2; +17 vs.AC; 3d8 + 5 damage, and the target is slowed and takes a -2 penalty to attack rolls (save ends both).

⚡ **Lightning Lance** (standard; at-will) ♦ **Lightning**
Ranged 10; +14 vs. Reflex; 3d6 + 6 lightning damage, and the target is blinded (save ends).

🔥 **Psychic Storm** (standard; recharge 6) ♦

Psychic, Zone

Area burst 2 within 10; +14 vs. Will; 3d8 + 3 psychic damage, and the target is dazed (save ends). The psychic storm is a zone that lasts until the end of the encounter. Any creature entering the zone is dazed (save ends).

* **Venomous Mind** (standard; at-will) ♦ **Psychic**
Close burst 3; +15 vs. Will; 2d8 + 5 psychic damage, and the target must choose a random target for any melee attacks it makes (save ends).

Alignment Evil Languages Deep Speech

Skills Arcana +13, Stealth +20

Str 14 (+7) Dex 21 (+10) Wis 14 (+7)

Con 16 (+8) Int 16 (+8) Cha 13 (+6)

Foulspawn Seer

Level 11 Artillery (Leader)

Medium aberrant humanoid XP 600

Initiative +7 Senses Perception +9;
low-light vision

Foulsight Insight aura 10; allies in the aura that can hear the foulspawn seer gain a +2 power bonus to one attack roll, skill check, ability check or saving throw on their turn.

HP 86; Bloodied 43

AC 24; Fortitude 19, Reflex 23, Will 21

Speed 6, teleport 3

↑ **Twisted Staff** (standard; at-will) ♦ **Weapon**
+14 vs.AC; 1d8 + 6 damage, and the target is pushed 1 square.

⚡ **Warp Orb** (standard; at-will)

Ranged 10; +16 vs. Reflex; 1d8 + 6 damage, and the target is dazed (save ends).

* **Distortion Blast** (standard; daily)

Close blast 5; +12 vs. Fortitude; 2d8 + 6 damage, and the target is dazed save ends. Aberrant creatures take half damage.

Rend Space (immediate interrupt when the foulspawn seer would be hit by an attack; recharge 5 6) ♦

Teleportation

The foulspawn seer teleports 3 squares.

Alignment Evil Languages Deep Speech,
telepathy 10

Str 10 (+5) Dex 14 (+7) Wis 8 (+4)

Con 14 (+7) Int 22 (+11) Cha 18 (+9)

Equipment staff

Description The foulspawn seer wears a ragged tunic and turban

Countdown Candles

Level 5 Warder

Trap XP 200

Candles atop this eerie altar suddenly spring to life. The light and smoke they spew forth send your head into a dizzying haze.

Trap/Hazard: The 2-by-6 square area comprising the top of the altar and the approach to it are trapped. When a creature enters a trapped square, candles light, one by one, until a zone of disorienting chaos is created. Those in the zone suffer a debilitating effect.

Perception

DC 20 to perceive the candles hanging 10 feet above the platform.

DC 23 to perceive the candles lighting, one per round, as they step on the platform.

Trigger

When a creature steps on any square of the platform, the trap is activated. At the beginning of each round following the trap's activation, a candle is lit. When all five candles are lit, the trap attacks all characters standing in the affected area. The effect is instantaneous and the trap activates only once.

Attack

Immediate 12 squares

Target: all creatures standing on a trapped square.

Attack: +9 vs. Will

Hit: The target is deafened and dazed (save ends both).

Special: When the trap is triggered, it wakes *Habnay-Sham* in Area 4–7. *Habnay-Sham* takes 3 rounds to join the fight here after being woken. *Habnay-Sham* does not enter combat here if the trap doesn't activate.

COUNTERMEASURES

- A character can snuff out one candle each round with a minor action. This doesn't prevent the candles relighting in the following rounds, but does delay the trap's attack.
- An adjacent character can disable a trigger plate with a DC 23 Thievery check.
- A character can cut or break the candles with an attack (AC 12; other defenses 13; hp 8). A destroyed or cut candle is considered lit for the purpose of activating the trap. Destroying all unlit candles triggers the trap. A successful DC 25 Arcana or Thievery check helps a character realize what is happening when a candle is destroyed.



Area 4-5 Painted Boats

These two rooms give the GM a chance to provide the PCs with more information about the complex and its history or to allow PCs a prolonged rest. If confronted with slayer or power gamer players eager to slash their way to the climax, the GM can entirely skip this section.

When the PCs enter this area from the arches in Area 4-4, read:

The archway opens into a twenty-foot wide room. At its center, a long black-painted wooden boat stands beneath a hanging oil lamp. A couple of shadowy stone chests line the side wall, and an ivory pole leans against the boat as if it were ready to be launched in a nearby river. Another archway in the opposite wall, leads west.

The two side rooms are identical. They contain ritual items connected to the soul's passage through the afterlife (DC 19 Religion check to identify). The room to the west is dedicated to the items required for the late high sorcerer's afterlife, while the eastern room contains a similar set of items designed for the use of his former mummified champion, so that the champion could escort him through the wastes of the tieflings' otherworld. The items include a long, painted, wooden boat and two chests of materials.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following features:

Painted boat: These long boats of wood have been painted in black, a long spiraling pole of ivory slid into holes dug on the side of the hull. The 5-foot-long poles are worth 125 gp each. A successful DC 20 or better Religion check reveals that the boats were used in ancient funeral rites, the boat becoming a vessel for the wandering soul in the afterlife.

Chests: Made of bare clay stone, the chests lids aren't locked. The left chest in each room contains a silver-lined white robe worth 2 gp, two ancient electrum pieces, now worthless except for an antiquary who will buy them 15 gp each and an empty jug. The right chest in each room contains miniature ebony figurines featuring two horses, an elephant and a cart, each worth 25 gp.

Areas 4-6A-C The High Sorcerer's Last Abode

The three rooms of this area hold the various ritual focuses needed for the high sorcerer's last journey.

Development: A DC 21 or better Arcana check after observing the placement of the lamp in Area 4-6A, the altars in Area 4-6B and of the sarcophagus in Area 4-6C reveals that the altars were used to channel arcane energy into the sarcophagus.

Area 4-6A Antechamber of the Lamp

When the PCs enter, read:

A massive lamp made from greenish metal hangs from red iron chains in the middle of this small room. The lamp is lit and hangs 2 feet above the floor. Elegant carvings depicting horned creatures and robed figures run all along the walls. In every wall, a 10-foot-high arch opens into another small room.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following features:

Large oil lamp: The lamp weighs 125 lb. It is cast from a kind of greenish brass, and can be removed from the chains. If sold to an antiquary, it is worth about 250 gp. As with the other lamps in the crypts, it burns continuously without fuel as long as it remains in the complex, but must be refilled once taken outside in order to function.

Area 4-6B Altar Rooms

When the PCs enter, read:

This small room is bare except for a bulky altar facing you. The altar stands on four flint slabs, its surface black with dried blood, its surface gouged by dagger, claw or nail scratches. It's possible some foul sacrifice happened here long ago, but no corpse or ritual item remains to show what it might have been.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following features:

Altars: The altar is made of large stone slabs set upon dark flint bases. The slabs bear signs of an ancient sacrifice: dried blood and dagger scratches, though no skeleton lies nearby.

Area 4-6C The Sarcophagus

At the opposite end of this small vaulted room, lies a broken ebony sarcophagus. Its lid is cast aside and its intricately carved surface is defaced and torn. Splinters of wood are scattered around as if a sudden blast had ripped the sarcophagus apart from the inside. A couple of slender stone pillars stand near the entrance, reinforcing the cramped feeling of this place.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following features:

Sarcophagus: The sarcophagus has broken open. The carvings once written on its surface can be read if all the pieces are collected. They are in a forgotten version of Infernal. A successful DC 17 History or Religion check allows an Infernal-speaking character to understand them, revealing that it is a ceremonial script used for rituals and exceptionally important matters back in the days of the city of Dhaz, and that this sarcophagus was the tomb of the high sorcerer *Zemunth*, last wielder of the *Orb of Madness* and former leader of the Order of the Ebony Sybil. A character stating that he tries to recall pieces of knowledge about *Zemunth*, or the Order of the Ebony Sybil is allowed a DC 21 History or Religion check to learn that these names refer to

the last high sorcerer of the main religious order of a bygone tiefling empire. Inside the sarcophagus, tattered remains of cloth and dust lie heaped around an ebony sphere or orb, but no trace of *Zemunth* or of the *Orb of Madness* is to be found. The dark imprint of a shadowy blast can be seen inside the sarcophagus's charred interior as if the mummy was burnt or disappeared into the shadows, leaving a black carving in its stead. A successful DC 21 or better Arcana check allows a character to learn that these traces are peculiar to very powerful teleportation rituals, or to rituals involving travel to distant planes. Either way, *Zemunth's* remains are gone, and so is the Orb. The GM might opt to give the PCs extra information indicating the late high sorcerer's whereabouts in case he wishes to run a sequel to this adventure. See the 'And Now?' section at the end of the adventure.

Area 4-7 Hall of the Champion (EL 7 XP 1,400)

A flight of black marble stairs faces the entrance arch of this rectangular hall, leading to a raised platform 20 feet above the floor. Standing on a circular dais on the platform, are the mummified remains of a large, warped creature, its arms folded across its chest. The creature's skin is a reddened and convulsing muscular mass, as if the creature had been skinned. The mummy doesn't move or seem to notice you. In the hall's southern wall is a crudely dug opening.

Here lies *Habnay-Sham*, the late high sorcerer's battle champion. The mummified champion, transformed into a foulspawn hulk, was a fierce, gigantic wrestler and the bodyguard to the high sorcerer's viziers before his death and corruption by the *Orb of Madness*. He is now caught in a deep, trance-like stasis and wakes only when the countdown candles trap in Area 4-4 attacks, or when he is attacked or touched.

Tactics: *Habnay-Sham* is rather straightforward, relying upon rotting slams and melee attacks.

Features: In addition to the features described under The Tiefling Crypts – Level 4, the GM should be aware of the following features:

Ceiling: Unlike most of the other crypt halls, the ceiling here is 40 ft. high.

The mummy: A successful DC 20 or better Religion check notices that the mummy has been corrupted by chaos, transforming it into a hulk creature. A DC 15 Dungeoneering check is then allowed to identify it as a foulspawn hulk.

Raised platform: Stairs allow characters to climb upon the raised platform. Climbing up the side of the platform requires at least one successful Athletics check. The platform is 20 feet tall.

Habnay-Sham, Foulspawn Hulk Mummy Champion

Level 12 Elite Brute (Leader)
Large aberrant humanoid **XP 1,400**

Initiative +8 **Senses** Perception +9; darkvision; low-light vision

Despair (Fear) aura 5; enemies within the aura receive a -2 penalty to attack rolls against a mummy champion.

HP 290; **Bloodied** 145

Regeneration 10. If the mummy champion takes fire damage, its regeneration doesn't function on its next turn.

AC 26; **Fortitude** 29 (31 while bloodied); **Reflex** 22, **Will** 26

Immune fear; **Resist** 10 necrotic

Saving Throws +2

Speed 8

Action Points 1

↑ **Rotting Slam** (standard; at-will) • **Necrotic** Reach 2; +17 vs.AC (+19 while bloodied); 2d8 + 7 necrotic damage, or 3d8 + 9 necrotic damage while bloodied, and the target contracts mummy rot 12.

Alignment Evil **Languages** Deep Speech; telepathy 10

Str 24 (+13) **Dex** 14 (+8) **Wis** 7 (+4)
Con 20 (+11) **Int** 7 (+4) **Cha** 14 (+8)

THE CARRION CAVES LEVEL 5

When a roving carrion crawler lost in underground burrows reached Area 5-1, it slithered up to a huge ivory gate and used its corrosive abilities to open a gap large enough for it to pass through. Entering the viziers' *Diwan* and finding slaves in suspended animation, it felt itself drawn to the late high sorcerer's sarcophagus, which it broke open to seize the *Orb of Madness*, sending its owner's mummy into weird, chaotic dimensions. Once the Orb had done its work and the carrion crawler had become *T'zgyzh'pha* the Great, the roving worm settled in the caves lying beyond the catacomb's complex. These caves now pulse with the *Orb of Madness's* unholy rhythm, as *T'zgyzh'pha* and its closest warriors lair in their depths.

Features: Identical in atmosphere to the Tiefling Crypts – Level 2, features common throughout these caves include:

Illumination: The halls and corridors are lit with ever-burning oil lamps hanging from the ceiling at the end of 25-foot-long copper chains. The oil lamps will stop working if they are taken out of the tiefling crypts.

Ceiling Height: All the crypt halls and corridors are 30 feet high, except when stated otherwise.

Corridors: The crypt's corridors are 10 feet wide.

Grasping slime: Grasping slime is difficult terrain. Each square of grasping slime requires a successful DC 14 Athletics check to enter and cross. On a failed check, the character enters the slime square, but his move ends immediately. Large creatures treat the grasping slime as difficult terrain but are too large to suffer from its immobilization effect.

In addition, some areas possess unique features, which the GM should be familiar with prior to running that encounter.

Area 5-1 Shrine of Madness: The Dark Carving

As the PCs enter the cave, read:

This huge cave seems more ancient than all the caves you have explored so far, as if it were the remnant of an older complex or the entrance to a deeper level in the distant underground. A slow regular pulse, almost like a heartbeat, resounds inside. Babbles, muttered screams and scratching sounds echo everywhere, coming from no obvious direction. You can see a twenty-foot-deep depression along the eastern wall, a small irregular tunnel opening in the southwestern corner and a ten-foot-wide dark exit in the southern wall. A dim green light issues from the exit.

Features: In addition to the features described under The Carrion Caves – Level 5, the GM should be aware of the following features:

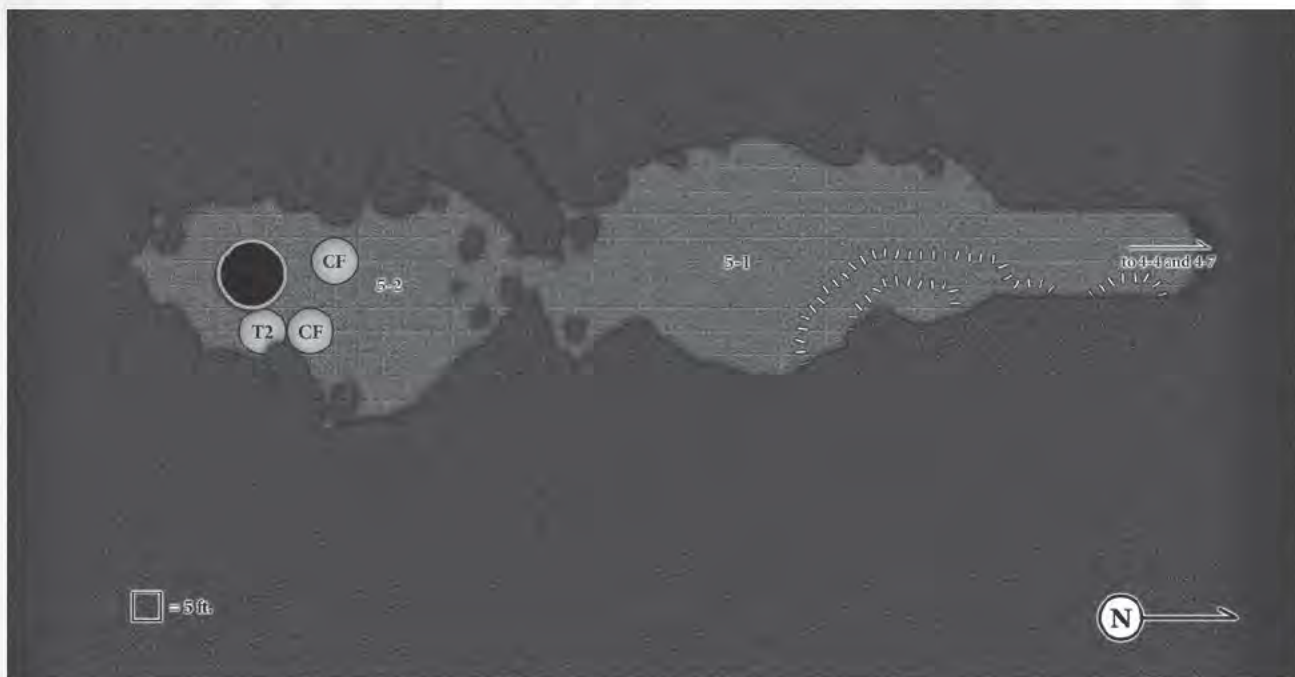
Depression: Treat the depression as difficult terrain requiring an Acrobatics check to cross. If the Acrobatics check is failed by 5 or more, the character slides down 3 squares, and loses the rest of his move action instead of falling. A character inside a depression square has cover and concealment against all enemies standing outside the depression.

Dead-end tunnels: These are the tunnels through which T'zgyzh'pha entered the catacombs. They are now full of rubble and come to a dead-end after a short distance. The GM may allow the PCs to clear the rubble if he wishes to extend the adventure. See the 'And Now?' section at the end of this adventure.

Area 5-2 Shrine of Madness: T'zgyzh'pha's Lair (EL 12, XP 3,600)

When the PCs enter this final area, read:

You arrive in another large cave. Stone pillars block your view but it is soon obvious the cave is inhabited. Two carrion crawlers stand close to a pitch-black well of carved stone. The first one wears a chitinous, dented suit of plate mail made from black iron of crude design. The other one, although mostly garbed in its own green-skinned nakedness, wears a black, horned helm of polished metal. These worms have arm-like attachments with which they wield long glaives, and their lidless gaze conveys cunning and wit as they look towards you. Right beyond their defense line stands another large aberration; its gross worm body disappears into the well's shadows. The creature wears a bone crown topped by an oval hyacinth and holds a pulsating amber sphere in its human-like 'hands.' The sphere hums and whispers inaudible sentences, casting a foul greenish light on the three crawlers, bathing them in its aura. The whole scene evokes chaos at a physical level, utter primeval chaos. The very air blurs and dazzles with strange reflections as gibbering sounds, fits of laughter and sorrowful wordless speeches echo all around. It's almost as though something in it has the power to change you beyond recognition, perhaps as these carrion crawlers have been changed. But this is it. This is what the rain foretold and you the time has now come to save Basmar, to shine with greatness and to become paragons of this age.



As soon as the PCs enter, *T'zgyzh'pha* and his minions attack, using a carefully thought-out strategy. They all fight to death, using their powers to greatest advantage. If the PCs are having too hard a time defeating them, the GM can have the Orb make one of the PCs an offer. Should the offer be accepted, the Orb shakes free of *T'zgyzh'pha's* grasp and appears in its chosen owner's hand or backpack, immediately bestowing upon him or her its main powers.

Tactics: *T'zgyzh'pha* is always conscious of staying near enough to his allies to keep them within his Deathless Fanaticism aura, especially once they become bloodied. Further, *T'zgyzh'pha* always directs his bodyguards to move such that he will be able to benefit from his Mob Defense power. Typically he will keep one guard adjacent while he and that bodyguard utilize reach attacks to harry their foes. He'll then direct the other guard to move to flank an enemy. Whenever possible, *T'zgyzh'pha* will direct his guards to utilize debilitating attacks such as tentacles, dance of steel, and dizzying blow against foes in

an effort to keep as few of their foes in the fight at once as possible. To the same end, *T'zgyzh'pha* will employ the Orb to attack at range with dire radiance, crown of madness, or mesmeric hold. Then they will focus their more damage-dealing attacks against those enemies that remain active.

Features: In addition to the features described under The Carrion Caves – Level 5, the GM should be aware of the following features:

Huge well: Despite seeming bottomless, the well is just five feet deep. It contains no water, only pure, raw shadow. The resulting darkness offers cover and concealment against all creatures except those able to detect targets in such conditions. Jumping or climbing out of the well requires no skill check.





T'zygyzh'pha, the Mût Sthayz, Demagogue Carrion Crawler

Wizard Level 11 Elite Controller (Leader)
Large magical creature (aberrant) XP 1,200

Initiative +8 **Senses** Perception +7; darkvision
Deathless Fanaticism aura 5; Lower-level allies (other than minions) in the aura remain alive when reduced to 0 hit points. An affected creature dies at the end of its next turn if it is still at 0 hit points or fewer.
HP 255; **Bloodied** 127

AC 24 (28 vs. charm and fear effects); **Fortitude** 25 (29 vs. charm and fear effects), **Reflex** 22 (26 vs. charm and fear effects), **Will** 25 (29 vs. charm and fear effects)
Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Point 1

↑ **Tentacles** (standard; at-will) • **Poison**

Reach 2; +14 vs. Fortitude; 1d4 + 7 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at-will)
 +16 vs. AC; 1d10 + 8 damage.

⚡ **Dire Radiance** (standard; at-will) • **Arcane, Fear, Implement, Radiant**

Ranged 10; +14 vs. Fort; 1d6+12 radiant damage, and if the target moves nearer to T'zygyzh'pha on its next turn it takes an additional 1d6+12 damage.

⚡ **Mesmeric Hold** (standard; encounter) • **Arcane, Charm, Implement, Psychic**

Ranged 10; +10 vs. Will if targeting only one creature, +6 vs. Will if targeting two or three creatures; 2d6+4 psychic damage, and the target is immobilized until the end of T'zygyzh'pha's next turn.

⚡ **Crown of Madness** (standard; encounter) • **Arcane, Charm, Implement, Psychic**

Ranged 10; +13 vs. Will; Hit: 2d6+11 psychic damage, and T'zygyzh'pha can sustain the effect with a minor action and cause the target to make a melee basic attack against one of its adjacent allies (save ends); *Miss:* half damage.

Mob Defense

The demagogue carrion crawler gains a +1 bonus to all defenses for each ally adjacent to it.

Clever Escape (move; recharge 5, 6)

The demagogue moves up to twice its speed. It can move only into squares that take it farther away from its enemies. This movement does not provoke opportunity attacks.

Alignment Evil **Languages** —

Str 22 (+10) **Dex** 19 (+9) **Wis** 16 (+7)

Con 19 (+9) **Int** 5 (+1) **Cha** 18 (+8)

Equipment *Orb of Madness*

Description An overly large carrion crawler wearing a bone crown containing a huge amethyst worth 2,000 gp.

Mhok's'tha and Zaat, Carrion Crawler Fighters (2)

Level 11 Elite Soldier
Large magical creature (aberrant) XP 1,200

Initiative +10 **Senses** Perception +7; darkvision
HP 224; **Bloodied** 112; see also *boundless endurance*
AC 27; **Fortitude** 25, **Reflex** 22, **Will** 21

Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Points 1

↑ **Tentacles** (standard; at-will) • **Poison**

Reach 2; +16 vs. Fortitude; 1d4 + 7 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at-will)
 +18 vs. AC; 1d10 + 8 damage.

↑ **Reaping Strike** (standard; at-will) • **Weapon**
 Reach 2; +21 vs. AC; 2d4 + 5 damage.

↑ **Dance of Steel** (standard; encounter) • **Martial, Weapon**

Reach 2; +21 vs. AC; 4d4 + 5 damage, and target is slowed until the end of the carrion crawler fighter's next turn.

↑ **Dizzying Blow** (standard; daily) • **Martial, Reliable, Weapon**

Reach 2; +21 vs. AC; 2d4 + 5 damage, and the target is immobilized (save ends).

Boundless Endurance (minor; daily) • **Healing, Martial, Stance**

The carrion crawler fighter gains regeneration 6 when bloodied.

Fighter Traits

Both carrion crawler fighters possess the following fighter class features: Combat Challenge, Combat Superiority and Weapon Talent (see *Player's Handbook*), and the weapon and armor proficiencies assigned under the Fighter template in the *Dungeon Master's Guide*.

Alignment Evil **Languages** —

Skills Endurance +13, Intimidate +13

Str 22 (+10) **Dex** 18 (+8) **Wis** 16 (+7)

Con 19 (+8) **Int** 4 (+1) **Cha** 18 (+8)

Equipment fighter 'arms', glaive

WRAPPING UP

Once T'zygyzh'pha is defeated, the PCs are able to leave the chambers, either the same way they came in, or by digging the rubble out of one of the blocked tunnels. On their return to Basmar, they are greeted as heroes. Does the gift of the Outer Gods lie in their hands, or behind them in the catacombs? Does the *Orb of Madness* lie at rest, or will it shake abominations free wherever it goes? Only time will tell.



AND NOW?

Having defeated *T'zgyzh'pha*, the heroes may have uncovered one of the artifacts of the Outer Gods. The Orb in itself offers many possible adventure seeds, as do the tunnels beyond the catacombs.

Possession of the Orb could lead to the following scenarios:

- Its new owner is led to discover ancient sites or ritual places linked to the realms of chaos, where the Orb hopes it can urge its chosen bearer to master the powers it needs to bring chaos to the world. As the exploration proceeds, the Orb hopes to transform its owner into a chaos creature, granting them foulspawn traits and powers in the process, and then discarding them once it has achieved its aim or its master is no longer of any use to it.
- The Orb could tap into the consciousness of citizens close to the PCs' dwelling place, turning these people into an angry, maddened mob, while corrupting the physical environs around them. Waking in a chaos-ridden place where their neighborhood once stood, the PCs fight to restore order.
- The Orb attracts powerful aberrant creatures through its mere existence. Aboleths, gibbering things and chaos creatures attempt to claim it as their prize in a surreal contest involving the PCs.
- The PCs may want to destroy the artifact forever, engaging into weird researches and occult inquiries until they eventually find a way to do so. This is a tough challenge as destroying the Orb involves a dreadful task such as enshrining it in the heart of a genius giant hydra, placing it in the empty eye socket of a dead eidolon golem god or returning it to the hierophant of a secret cyclopiian temple within the chaos realms.

Tunnels blocked by rubble might be cleared by PCs wanting to further explore the ancient tiefling burial site. Their digging eventually leads them through worm passages to the ancient tiefling city of *Dhaz*, whose iron ruins are now buried. Facing underground races and devilish servants, they uncover the lost secrets of ancient *Dhaz* and dispel its lingering menace to the welfare of those who dwell on the surface.

The mummy of the late high sorcerer is nowhere to be found. Has it gone deeper into the catacombs, or into another dimension? The PCs may fear the sorcerer's return, try to locate his mummy, and end up fighting this evil ancient wizard in a realm of illusions and devils.

APPENDIX 1

NEW ARTIFACT: THE ORB OF MADNESS

The *Orb of Madness* is appropriate for characters in the beginning of the paragon tier and upward.

Orb of Madness

Paragon +

Whether the Orb is a remnant of the cyclopean Outer Gods or the devious craft of their elder servants, it anchors a portion of their chaos realm in the very fabric of reality, twisting and corrupting those who dare meddle with its powers. Bathed in an eternal greenish light, the Orb appears as a warm, pulsating amber sphere.

The *Orb of Madness* is an orb of reversed polarities +3 with the following properties and powers.

Implement (Orb)

Enhancement: Attack rolls and damage rolls.

Critical: +3d6.

Property: The Orb's main property lies in its corrupting power. It causes places and beings in close contact with it to be slowly transformed as its entropic aura slowly seeps into them. It takes the Orb one hundred years to change a creature into something else and several hundred years to change a location. The creature possessing the Orb changes even more greatly, as shown by *T'zgyzh'pha*. This process takes more time to manifest itself than any standard adventurer's life would last.

Property: The Orb sheds a dim green light out to 8 squares, but it can reduce its aura out to 2 squares as a free action.

Property: The Orb's owner trades 1 Wisdom point for 1 Intelligence point every month (no save). When the owner's Wisdom reaches 1, this property ceases to function.

Power (At-Will • Arcane, Fear, Implement, Radiant): Standard action. You can use the warlock power *dire radiance* as described in the *Player's Handbook*.

Power (Daily • Arcane, Charm, Implement, Psychic): Standard action. You can use the warlock power *crown of madness* as written in the *Player's Handbook*.

Goals of the Orb of Madness

- Spread chaos and entropy.
- Unite powerful aberrant creatures under its sway.
- Restore the cult of the Outer Gods.
- Open a gate to the realms of chaos.

Roleplaying the Orb of Madness

The *Orb of Madness* communicates its whims and wills through pulses, dreams, strange visions and inaudible whispers. The Orb's logic is impossible to understand for non-aberrant creatures and almost impossible to bear. Memories of its horrid and wondrous visions often reduce the Orb's wielder to making babbling and gibbering speeches among which only a few sentences emerge clearly.



CONCORDANCE

Starting Score: 2

Owner gains a level	+1d10
Owner is an aberrant creature	+2
Owner has at least one power with the psychic keyword:	+1
Owner kills an aberrant creature: (maximum 1/encounter)	-2
Owner spends 8 hours in the presence of a higher-level aberrant creature	-2
Owner is sentient humanoid creature	+4
Owner can use an orb as an implement:	+2
Owner is of Chaotic Evil alignment	+2
Owner or ally kills a lawful creature	+2
Owner is a warlock	+1
Owner is of Lawful alignment	-2
Owner or ally kills a chaotic creature (maximum 1/encounter)	-2

PLEASED (16-20)

"The Orb will shine like a beacon in the night for our lords."

The Orb joyfully drives its wielder to the completion of its goals. The wielder feels the Orb's power surging in its mind, bringing bizarre ideas and absurd reasoning.

Property: If you are attacked by a charm effect, you and your attacker take 20 psychic damage.

Power (Daily + Arcane, Cold, Implement, Zone): Standard action. You can use the warlock power *tendrils of Thuban* as per the *Player's Handbook*.

SATISFIED (12-15)

"The Orb is the key to the changes to come."

The Orb pushes its host but, while it feels that its wielder can momentarily help it achieve its goals, it looks for a more suitable owner. It sends visions and dreams to push him towards the Outer Gods and realms of chaos.

Property: You gain resist 10 psychic.

Power (Encounter + Arcane, Charm, Implement, Psychic): Standard action. You can use the wizard power *mesmeric hold* as per the *Player's Handbook*.

NORMAL (5-11)

"The Orb hasn't revealed its secrets yet."

At first contact, the Orb sends waves of dreams, sentences and daydreams to convey its urges to its new owner.

UNSATISFIED (1-4)

"Visions linger in my mind. Painful ones."

The Orb feels that its owner is unable to understand its insane logic. It seeks to lead him to aberrant creatures whenever possible in the hope of finding a new owner and sends him awful visions and hallucinations.

Property: You gain vulnerable 10 psychic.

Special: The dreams are becoming nightmares, haunting you in your waking life, especially when you are under intense stress. Whenever you are bloodied, you are dazed

until you are no longer bloodied (save ends).

ANGERED (0 OR LOWER)

"The Orb hurts me, controls me; it will destroy us all."

The Orb has decided to find another owner. It works to drive the current one mad before leaving them.

Property: You gain vulnerable 20 psychic.

Special: The Orb takes control of your actions when you are in dire straits. Whenever you are bloodied, you are dominated by the Orb until you are no longer bloodied (save ends).

MOVING ON

"Rejoin the chaos forever!"

The *Orb of Madness* disappears, leaving its owner utterly insane and corrupted. The owner instantly becomes a gibbering moulder (no save) or a gibbering abomination if the owner already had the aberrant keyword (no save). If the owner is killed and raised from the dead, he comes back to its former condition but gains the aberrant keyword and permanently loses 4 Charisma points (minimum 1). An aberrant owner having undergone the final transformation to the gibbering abomination stage cannot be raised if it is killed.

A resourceful GM might use it to provide new adventure hooks and twists, though, as shown in the 'And Now?' section.

APPENDIX 2

NEW MAGIC ITEMS

Chime of Deafness

Level 10

A carefully crafted chime of black metal.

Wondrous Item 1,800 gp

Power (Daily): Minor action. Close burst 4. A loud gong rings out and all targets are deafened (save ends).

Cobra Apparatus

Level 6

This glimmering snake-like apparatus features smoking beakers and eerie lights. It emits a continuous droning sound as it shivers and shakes with power.

Wondrous Item 13,000 gp

(650 gp if not attuned or no longer functional).

Property: The cobra apparatus must be attuned to the area it is to protect, using the Cobra Attunement ritual. Once attuned the apparatus guards an 8-square radius so that, when a creature not specified in the Cobra Attunement ritual enters or begins its turn in one of the guarded squares, the apparatus conjures an iron cobra homunculus in a square adjacent to the creature. The homunculus attacks the triggering creature on its next turn; see *cobra apparatus* trap description above.

APPENDIX 3

NEW MONSTERS

CARRION CRAWLER FIGHTER

Mhok's'tha and Zaat, Carriion Crawler Fighter

Level 11 Elite Soldier

Large magical creature (aberrant) XP 1,200

Initiative +10 **Senses** Perception +7; darkvision

HP 224; **Bloodied** 112; see also *boundless endurance*

AC 27; **Fortitude** 25, **Reflex** 22, **Will** 21

Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Points 1

↑ **Tentacles** (standard; at-will) ♦ **Poison**

Reach 2; +16 vs. Fortitude; 1d4 + 7 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at-will)

+18 vs. AC; 1d10 + 8 damage.

↑ **Reaping Strike** (standard; at-will) ♦ **Weapon**

Reach 2; +21 vs. AC; 2d4 + 5 damage.

↑ **Dance of Steel** (standard; encounter) ♦ **Martial, Weapon**

Reach 2; +21 vs. AC; 4d4 + 5 damage, and target is slowed until the end of the carrion crawler fighter's next turn.

↑ **Dizzying Blow** (standard; daily) ♦ **Martial,**

Reliable, Weapon

Reach 2; +21 vs. AC; 2d4 + 5 damage, and the target is immobilized (save ends).

Boundless Endurance (minor; daily) ♦ **Healing, Martial, Stance**

The carrion crawler fighter gains regeneration 6 when bloodied.

Fighter Traits

Both carrion crawler fighters possess the following fighter class features: Combat Challenge, Combat Superiority and Weapon Talent (see *Player's Handbook*), and the weapon and armor proficiencies assigned under the Fighter template in the *Dungeon Master's Guide*.

Alignment Evil **Languages** —

Skills Endurance +13, Intimidate +13

Str 22 (+10) **Dex** 18 (+8) **Wis** 16 (+7)

Con 19 (+8) **Int** 4 (+1) **Cha** 18 (+8)

Equipment fighter 'arms', glaive

CARRION CRAWLER HATCHLING

Carriion Crawler Hatchling

Level 3 Minion

Tiny aberrant beast

XP 38

Initiative +2

Senses Perception +2; darkvision

HP 1; a missed attack never damages a carrion crawler hatchling

AC 16; **Fortitude** 15, **Reflex** 14, **Will** 13

Speed 6, climb 6 (spider climb)

↑ **Bite** (standard; at-will)

+7 vs. AC; 6 damage

Alignment Unaligned **Languages** —

Str 12 (+2)

Dex 14 (+4)

Wis 10 (+1)

Con 12 (+2)

Int 2 (-3)

Cha 10 (+1)

CARRION CRAWLER ROGUE

B'huhotah, Carriion Crawler Rogue

Level 7 Elite Skirmisher

Large aberrant beast

XP 600

Initiative +6

Senses Perception +5; darkvision

HP 196; **Bloodied** 98

AC 31; **Fortitude** 27, **Reflex** 29, **Will** 21

Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Points 1

↑ **Tentacles** (standard; at-will) ♦ **Poison**

Reach 2; +13 vs. Fortitude; 1d8 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both).

First Failed Save: The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+19 vs. AC; 2d6 + 5 damage

↑ **Sly Flourish** (standard; at will) ♦ **Weapon**

+16 vs. AC; 1d6 + 8 damage.

↑ **Trickster's Blade** (standard; encounter) ♦ **Weapon**

+13 vs. AC; 2d6 + 5 and the carrion crawler rogue gains +3 AC until the start of its next turn.

↑ **Deep Cut** (standard; daily) ♦ **Weapon**

+13 vs. AC; 2d6 + 5 and ongoing 8 damage (save ends).

Miss: Half damage and no ongoing damage.

When a carrion crawler rogue loses cover or concealment against an attacker, it makes a Stealth check opposed by its opponent's Perception check. If it succeeds, it remains hidden until the end of its next turn. If it has no cover or concealment from its attacker, it is noticed automatically.

First Strike

At the start of an encounter, a carrion crawler rogue has combat advantage against any creature that has not acted in that encounter.

Sneak Attack, Triggered Effect (when the carrion crawler rogue has combat advantage against the target when hitting with an attack using a light blade, crossbow or sling weapon)

2d6 + 3 extra damage may be applied after the initial damage roll has been made.

Alignment Unaligned **Languages** Deep Speech

Skills Stealth +16 (Trained + half level + 8), Thievery +16 (trained + half level + 8)

Str 16 (+6) **Dex** 20 (+8) **Wis** 14 (+5)

Con 17 (+6) **Int** 12 (+4) **Cha** 16 (+6)

Equipment Both carrion crawler rogues wear a gold mask with ivory ornaments worth 1,000 gp. *B'huhotah* fights with a normal short sword and *M'zahp'n't* with a +2 *lifedrinker longsword*. Being used by large creatures, both weapons are respectively considered as a dagger and a short sword for their wielders.

Description *B'huhotah* and *M'zahp'n't* resemble ordinary carrion crawlers with tiny arms and hands. Mutated beyond recognition by the Orb's magic, they are intelligent creatures.

M'zahp'n't, Carrion Crawler Rogue

Level 7 Elite Skirmisher

Large aberrant beast

XP 600

Initiative +6 **Senses** Perception +5; darkvision

HP 196; **Bloodied** 98

AC 31; **Fortitude** 27, **Reflex** 29, **Will** 21

Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Points 1

↑ **Tentacles** (standard; at-will) • **Poison**

Reach 2; +13 vs. Fortitude; 1d8 + 5 damage, and the target takes ongoing 5 poison and is slowed (save ends both).

First Failed Save: The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at will)

+19 vs. AC; 2d6 + 5 damage

↑ **Sly Flourish** (standard; at will) • **Weapons**

+17 vs. AC; 1d8 + 3 damage, and grants 5 temporary hit points to its wielder if the target is reduced to 0 hit points or less. *Critical:* +2d6 necrotic damage.

↑ **Trickster's Blade** (standard; encounter) • **Weapon**

+13 vs. AC; 2d8 + 6 and the carrion crawler rogue gains +3 AC until the start of its next turn.

↑ **Deep Cut** (standard; daily) • **Weapon**

+13 vs. AC; 2d8 + 6 and ongoing 8 damage (save ends).

Miss: Half damage and no ongoing damage.

Chameleon (Immediate interrupt; at-will)

When a carrion crawler rogue loses cover or concealment against an attacker, it makes a Stealth check opposed by its opponent's Perception check. If it succeeds, it remains hidden until the end of its next turn. If it has no cover or concealment from its attacker, it is noticed automatically.

First Strike

At the start of an encounter, a carrion crawler rogue has combat advantage against any creature that has not acted in that encounter.

Sneak Attack, Triggered Effect (when the carrion crawler rogue has combat advantage against the target when hitting with an attack using a light blade, crossbow or sling weapon)

2d6 + 3 extra damage may be applied after the initial damage roll has been made.

Alignment Unaligned **Languages** Deep Speech

Skills Stealth +16 (Trained + half level + 8), Thievery +16 (trained + half level + 8)

Str 16 (+6) **Dex** 20 (+8) **Wis** 14 (+5)

Con 17 (+6) **Int** 12 (+4) **Cha** 16 (+6)

Equipment Both carrion crawler rogues wear a gold mask with ivory ornaments worth 1,000 gp. *B'huhotah* fights with a normal short sword and *M'zahp'n't* with a +2 *lifedrinker longsword*. Being used by large creatures, both weapons are respectively considered as a dagger and a short sword for their wielders.

Description *B'huhotah* and *M'zahp'n't* resemble ordinary carrion crawlers with tiny arms and hands. Mutated beyond recognition by the Orb's magic, they are intelligent creatures.

COPPER MUMMY GUARDIAN

Copper Mummy Guardian

Level 8 Brute

Medium natural humanoid (undead) XP 350

Initiative +6 **Senses** Perception +10; darkvision

Despair (Fear) aura 5; enemies within the aura take a -2 penalty to attack rolls against the copper mummy guardian.

HP 108; **Bloodied** 54

Regeneration 5 (if the copper mummy guardian takes radiant damage, regeneration doesn't function on its next turn)

AC 20; **Fortitude** 18, **Reflex** 16, **Will** 17; see also *despair above*

Immune disease, poison; **Resist** 5 necrotic, 5 fire

Speed 5

↑ **Rotting Slam** (standard; at-will) • **Disease, Necrotic**

+11 vs. AC; 2d8 + 3 necrotic damage, and the target contracts level 8 mummy rot (see *Monster Manual*).

Cloak of Lurking (move, recharge 6) • **Teleportation**

The copper mummy guardian teleports 5 and becomes invisible until the end of its next turn.

Infernal Wrath (minor; encounter)

The copper mummy guardian gains a +1 bonus to its next attack roll against an enemy that hit it since its last turn.

If the copper mummy guardian's attack hits, the copper mummy guardian deals an extra 5 damage to its target.

Alignment Unaligned **Languages** Common

Str 16 (+7) **Dex** 14 (+6) **Wis** 12 (+5)

Con 18 (+8) **Int** 6 (+2) **Cha** 16 (+7)

DEMAGOGUE CARRION CRAWLER WIZARD

T'zygyzh'pha, the Mût Sthayz, Demagogue Carrion Crawler

Wizard Level 11 Elite Controller (Leader)
Large magical creature (aberrant) XP 1,200

Initiative +8 **Senses** Perception +7; darkvision
Deathless Fanaticism aura 5; Lower-level allies (other than minions) in the aura remain alive when reduced to 0 hit points. An affected creature dies at the end of its next turn if it is still at 0 hit points or fewer.
HP 255; **Bloodied** 127

AC 24 (28 vs. charm and fear effects); **Fortitude** 25 (29 vs. charm and fear effects), **Reflex** 22 (26 vs. charm and fear effects), **Will** 25 (29 vs. charm and fear effects)
Saving Throws +2

Speed 6, climb 6 (spider climb)

Action Point 1

↑ **Tentacles** (standard; at-will) ♦ **Poison**

Reach 2; +14 vs. Fortitude; 1d4 + 7 damage, and the target takes ongoing 5 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* The target is stunned instead of immobilized (save ends). Saving throws made against the carrion crawler's paralytic tentacles take a -2 penalty.

↑ **Bite** (standard; at-will)
 +16 vs. AC; 1d10 + 8 damage.

⚡ **Dire Radiance** (standard; at-will) ♦ **Arcane, Fear, Implement, Radiant**

Ranged 10; +14 vs. Fort; 1d6+12 radiant damage, and if the target moves nearer to T'zygyzh'pha on its next turn it takes an additional 1d6+12 damage.

⚡ **Mesmeric Hold** (standard; encounter) ♦ **Arcane, Charm, Implement, Psychic**

Ranged 10; +10 vs. Will if targeting only one creature, +6 vs. Will if targeting two or three creatures; 2d6+4 psychic damage, and the target is immobilized until the end of T'zygyzh'pha's next turn.

⚡ **Crown of Madness** (standard; encounter) ♦ **Arcane, Charm, Implement, Psychic**

Ranged 10; +13 vs. Will; Hit: 2d6+11 psychic damage, and T'zygyzh'pha can sustain the effect with a minor action and cause the target to make a melee basic attack against one of its adjacent allies (save ends); Miss: half damage.

Mob Defense

The demagogue carrion crawler gains a +1 bonus to all defenses for each ally adjacent to it.

Clever Escape (move; recharge 5, 6)

The demagogue moves up to twice its speed. It can move only into squares that take it farther away from its enemies. This movement does not provoke opportunity attacks.

Alignment Evil **Languages** —

Str 22 (+10) **Dex** 19 (+9) **Wis** 16 (+7)

Con 19 (+9) **Int** 5 (+1) **Cha** 18 (+8)

Equipment Orb of Madness

Description An overly large carrion crawler wearing a bone crown containing a huge amethyst worth 2,000 gp.

FOULSPAWN HULK MUMMY CHAMPION

Habnay-Sham, Foulspawn Hulk Mummy Champion

Level 12 Elite Brute (Leader)
Large aberrant humanoid XP 1,400

Initiative +8 **Senses** Perception +9; darkvision; low-light vision

Despair (Fear) aura 5; enemies within the aura receive a -2 penalty to attack rolls against a mummy champion.

HP 290; **Bloodied** 145

Regeneration 10. If the mummy champion takes fire damage, its regeneration doesn't function on its next turn.

AC 26; **Fortitude** 29 (31 while bloodied), **Reflex** 22, **Will** 26

Immune fear; **Resist** 10 necrotic

Saving Throws +2

Speed 8

Action Points 1

↑ **Rotting Slam** (standard; at-will) ♦ **Necrotic**

Reach 2; +17 vs. AC (+19 while bloodied); 2d8 + 7 necrotic damage, or 3d8 + 9 necrotic damage while bloodied, and the target contracts mummy rot 12.

Alignment Evil **Languages** Deep Speech; telepathy 10

Str 24 (+13) **Dex** 14 (+8) **Wis** 7 (+4)

Con 20 (+11) **Int** 7 (+4) **Cha** 14 (+8)

GARGOYLE SWORDBEARER

Gargoyle Swordbearers

Level 10 Lurkers
Medium elemental humanoid (earth) XP 500

Initiative +11 **Senses** Perception +13; darkvision

HP 83; **Bloodied** 41

AC 26; **Fortitude** 22, **Reflex** 20, **Will** 19

Immune petrification

Speed 6, fly 8; see also *flyby attack*.

↑ **Claw** (standard; at-will)

+14 vs. AC; 2d6 + 5 damage

↑ **Flyby Attack** (standard; recharges after using stone form)

The gargoyle swordbearer flies up to 8 squares and makes a melee basic attack at any point during the move without provoking an opportunity attack from the target. If the attack hits, the target is knocked prone.

⚡ **Force Sword** (standard; daily) ♦ **Arcane, Conjuration, Force, Implement**

Ranged 10; +11 vs. Reflex; 1d10 + 1 force damage.

The gargoyle swordbearer conjures a sword of golden force in an unoccupied square within range, and it attacks. As a move action, it can move the sword to a new target within range. The sword lasts until the end of the gargoyle swordbearer's next turn. *Sustain Minor:* When the gargoyle swordbearer sustains the sword, it attacks again.

Stone Form (standard, at-will)

The gargoyle swordbearer becomes a statue and gains resist 25 to all damage, regeneration 3 and tremorsense 10. It loses all other senses and can take no actions in stone form other than to revert to its normal form (as a minor action).

Alignment Evil **Languages** Primordial

Skills Stealth +13

Str 21 (+10) **Dex** 17 (+8) **Wis** 17 (+8)

Con 17 (+8) **Int** 12 (+6) **Cha** 17 (+8)

GRELL SPECTER

Grell Specter

Level 10 Elite Lurker **XP 600**

Medium aberrant magical beast
(blind, undead)

Initiative +9 **Senses** Perception +11; blindsight 12

Spectral Chill (Cold) aura 1; enemies in the aura take a -2 penalty to all defenses.

HP 184; **Bloodied** 92

AC 24 (26 while the grell has an enemy grabbed);

Fortitude 22, **Reflex** 25, **Will** 19

Immune disease, gaze, poison; **Resist** 10 necrotic, insubstantial; **Vulnerable** 5 radiant

Saving Throws +2

Speed 1 (clumsy), fly 6 (hover), phasing

Action Points 1

↑ **Dark Tentacle Rake** (standard; at-will) ♦ **Necrotic**

Reach 2; +15 vs. AC; 3d8 + 5 necrotic damage, and the target is slowed and takes a -2 penalty to attack rolls (save ends both).

↑ **Dark Tentacle Grab** (standard; at-will) ♦ **Necrotic**

Reach 2; +16 vs. Fortitude; 2d8 + 6 necrotic damage, and the target is grabbed. The grell specter can grab only one creature at a time.

↑ **Shadow Bite** (minor 1/round; at-will) ♦ **Necrotic**
Grabbed target only; +12 vs. AC; 1d8 + 4 necrotic damage, and the target is stunned (save ends).

Alignment Evil **Languages** Deep Speech

Skills Stealth +17

Str 13 (+5)

Dex 20 (+8)

Wis 13 (+5)

Con 15 (+6)

Int 11 (+4)

Cha 10 (+3)

SLITHERING MUMMY GUARDIAN

Slithering Mummy Guardians

Level 8 Brutes

Medium natural humanoid (undead) **XP 350**

Initiative +6 **Senses** Perception +10; darkvision

Despair (Fear) aura 5; enemies within the aura take a -2 penalty to attack rolls against the slithering mummy guardian.

HP 108; **Bloodied** 54

Regeneration 10 (if the mummy guardian takes radiant damage, regeneration doesn't function on its next turn)

AC 20; **Fortitude** 18, **Reflex** 16, **Will** 17

Immune disease, poison; **Resist** 5 necrotic;

Vulnerable 5 fire

Speed 5

↑ **Rotting Slam** (standard; at-will) ♦ **Disease, Necrotic**

+11 vs. AC; 2d8 + 3 damage, and the target contracts level 8 mummy rot (see *Monster Manual*).

⚡ **Serpent Curse** (standard; encounter) ♦ **Illusion, Psychic**

Range 10; illusionary snakes appear and attack the target; +9 vs. Will (+10 against a bloodied target); 1d6 + 5 psychic damage, and ongoing 5 psychic damage (save ends).

Infernal Wrath (minor; encounter)

The slithering mummy guardian gains a +1 power bonus to its next attack roll against an enemy that hit it during its previous turn. If the attack hits and deals damage, the slithering guardian mummy deals +3 damage to the target.

Alignment Unaligned **Languages** Common

Str 16 (+7)

Dex 14 (+6)

Wis 12 (+5)

Con 18 (+8)

Int 6 (+2)

Cha 16 (+7)

Equipment Each slithering mummy guardian wears a tiara adorned by a tiny silver snake. The tiara is worth 100 gp.

Description The upper body of this creature is covered with large, decaying, green, cloth bands painted with glyphs and scriptures. Their lank, white hair flows down to their waists. Instead of legs, they have a long, snake-like tail on which they move.

WORMSPAWN

Wormspawn

Level 4 Controllers

Medium aberrant beast

XP 175

Initiative +6 **Senses** Perception +5; darkvision

HP 57; **Bloodied** 28

AC 17; **Fortitude** 16, **Reflex** 15, **Will** 14

Speed 6, climb 6 (spider climb)

↑ **Tentacles** (standard; at-will) ♦ **Poison**

+7 vs. Fortitude; 1d4 + 4 damage, and the target takes ongoing 4 poison and is slowed (save ends both). *First Failed Save:* The target is immobilized instead of slowed (save ends). *Second Failed Save:* the target is stunned instead of immobilized (save ends).

↑ **Bite** (standard; at will)

+9 vs. AC; 1d10 + 4 damage

Alignment Unaligned **Languages** —

Str 16 (+5)

Dex 16 (+5)

Wis 12 (+3)

Con 15 (+4)

Int 2 (-2)

Cha 14 (+4)

APPENDIX 4

NEW TRAPS

⚠ Bewitching Whispers Trap

Level 13 Warder

Trap

XP 800

Whispers emanate from the shadows, their maddening suggestions ring in your ears until they are a diabolic cacophony.

Trap/Hazard: A series of trapped squares, usually incongruent, are sprinkled throughout the warded area. As a creature bumbles through the warded area, it may stumble over several trapped squares and be subjected to the trap's maddening whispers multiple times.

Perception

DC 28: The character notices the trap and can tell which squares are trapped.

Additional Skill: Arcana

DC 26: The character recognizes the carvings which serve as the trap's focus and knows which squares are trapped. The character's knowledge provides a +2 bonus to Thievery checks to disable the trap.

Trigger

When a creature or begins its turn in a trapped square, the trap attacks that creature. A creature can be subject to the trap's attack multiple times in the same round.

Attack

Opportunity Action Melee 1

Target: Creature in trapped square.

Attack: +16 vs. Will

Hit: The target treats all creatures as enemies for the purpose of attacks of opportunity and must make attacks of opportunity whenever a target presents itself. The target gains a +4 power bonus to each of these attacks.

COUNTERMEASURES

- An adjacent character can disable a trapped tile with a DC 31 Thievery check.

Countdown Candles

Level 5 Warder

Trap

XP 200

Candles atop this eerie altar suddenly spring to life. The light and smoke they spew forth send your head into a dizzying haze.

Trap/Hazard: The 2-by-6 square area comprising the top of the altar and the approach to it are trapped. When a creature enters a trapped square, candles light, one by one, until a zone of disorienting chaos is created. Those in the zone suffer a debilitating effect.

Perception

DC 20 to perceive the candles hanging 10 feet above the platform.

DC 23 to perceive the candles lighting, one per round, as they step on the platform.

Trigger

When a creature steps on any square of the platform, the trap is activated. At the beginning of each round following the trap's activation, a candle is lit. When all five candles are lit, the trap attacks all characters standing in the affected area. The effect is instantaneous and the trap activates only once.

Attack

Immediate 12 squares

Target: all creatures standing on a trapped square.

Attack: +9 vs. Will

Hit: The target is deafened and dazed (save ends both).

Special: When the trap is triggered, it wakes *Habnay-Sham* in Area 4–7. *Habnay-Sham* takes 3 rounds to join the fight here after being woken. *Habnay-Sham* does not enter combat here if the trap doesn't activate.

COUNTERMEASURES

- A character can snuff out one candle each round with a minor action. This doesn't prevent the candles relighting in the following rounds, but does delay the trap's attack.
- An adjacent character can disable a trigger plate with a DC 23 Thievery check.
- A character can cut or break the candles with an attack (AC 12; other defenses 13; hp 8). A destroyed or cut candle is considered lit for the purpose of activating the trap. Destroying all unlit candles triggers the trap. A successful DC 25 Arcana or Thievery check helps a character realize what is happening when a candle is destroyed.

Misdirecting Stairs

Level 7 Obstruction

Trap XP 300

Looking upon this staircase, your head dizzies as you realize it seems to writhe and move like a slithering serpent under your feet!

Trap: As soon as a character moves onto a trapped step, he is flung at the ceiling with the force of falling. However, a strong dweomer plays with the victim's mind so that he is completely unaware of his predicament.

Perception

DC 22 The character notices that the stairs are winding unnaturally and that they can't guess the stair's direction despite its apparent obviousness.

Skill: Arcana (trained only)

DC 24: The character realizes that the stairs are distorted by magic, identifying the power source as: Arcane, and the keywords connected to its effect as: Illusion, Zone.

Trigger

When a creature moves past the first 2 squares of stairs, they enter the area affected by reversed gravity and become a target of the powerful illusion that masks it.

Attack

Immediate Reaction Melee

Target: Any creature entering the affected squares.

Attack: +10 vs. Will

Hit: The target is unaware of the fact they have entered an area of reversed gravity and still believe they are moving down the stairs as intended.

Miss: The target becomes aware of the reversed gravity and must think of a way to overcome it.

COUNTERMEASURES

- A character can decide to enter directly the stairs in the ceiling, thus avoiding the trap on the lower stairs.
- A character can walk backward up to the stair's start and continue, trying to walk into space. This will lead him to the stairs going down

Squeezing Illusion

Level 7 Obstruction

Elite Trap XP 600

These tunnels are a maze that threatens to consume you in their interminable twists and turns.

Trap/Hazard: These illusory tunnels confuse creatures who fail to perceive their true nature as soon as they enter any space occupied by the trap.

Perception

DC 23: Allows the character to notice telltale signs of illusion, but gives no clue as to what the effect is, or its extent. A successful check grants a +2 bonus to Arcana checks.

Additional Skill: Arcana (trained only)

DC 23: Allows the character to realize that the tunnels aren't quite right, while identifying the power source as Arcane and the keywords: Illusion, Psychic, Zone. A successful check grants a +2 bonus to another character making a saving throw, once that character has had the illusion explained—see Countermeasures below.

Trigger

Creatures observing the room for the first time.

Immediate Reaction

Target: Creatures observing the room for the first time.

Attack: +10 vs. Will

Hit: The character doesn't perceive the room as an open space with four raised platforms, but as a maze

of narrow, winding tunnels as shown on the area map (save ends). In order to proceed, the character has to squeeze through the tunnels, regardless of his size, and suffers the penalties for doing so. The character's enemies are invisible to him unless they are standing in an illusory tunnel. Targets attacked by creatures in the walls of the tunnels are granted an immediate saving throw to recognize the illusion.

Miss: The character sees the room for what it is: an open space with four raised daises and attacking creatures.

COUNTERMEASURES

- When a character who has discovered the illusion spends an entire turn showing an affected character the illusory nature, he grants the second character an immediate saving throw at the end of his turn to end the illusion.

APPENDIX 5

NEW RITUAL

Cobra Attunement

You hiss the ancient tiefling prayers, calling forth snake guardians to ward a place of your choice.

Level: 10

Component Cost: 400 gp

Category: Creation

Market

Price: 1,000 gp

Time: 8 hours

Key Skill: Arcana

Duration: 24 hours or permanent

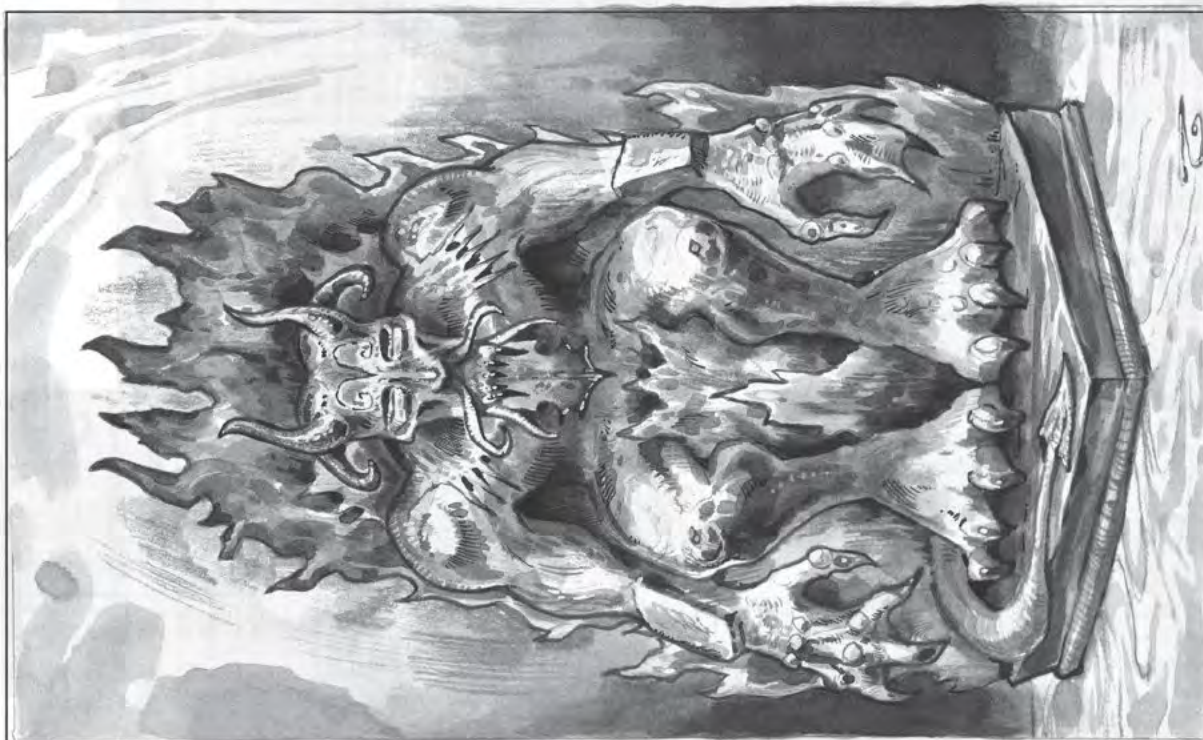
You must choose one square as the ritual's focus. A successful DC22 or better Arcana DC 22 check, means the ritual creates a zone affecting a 5-square radius centered on the chosen focus. When a living creature other than those specified by the caster enters or begins its turn in the zone, an iron cobra homunculus is conjured in any square adjacent to a square occupied by the triggering creature. The iron cobra attacks in the next round. Unlike most conjurations, the conjured iron cobras have standard hit points, can attack and be attacked and affected physically. They are otherwise normally affected by powers affecting conjurations such as Dispel Magic.

If the ritual is used upon a square in which a cobra apparatus is set, it attunes the apparatus to the square and its duration becomes permanent. The apparatus' refreshing power supersedes the ritual's limitations. The guarded zone and the iron cobra's guarded area are expanded to a radius of 8 squares. If the apparatus is destroyed, the ritual ends and all the conjured iron snakes instantly vanish.





HANDOUT A



HANDOUT B

THIS ADVENTURE MODULE IS 4E COMPATIBLE

As the crowds of the desert bazaar haggle under wind-torn tents, a cursed rain pours from the sky. Hundreds of grayish worms splatter into pots of rare spice and barrels of imported foods, spreading panic all over the market!

Intent on finding the source of this strange curse, the heroes uncover the lost catacombs of a forgotten tiefling kingdom.

Soon they are in a realm of madness and entropy ruled by the crawling lord of the caves!

This Adventure Module is 4E Compatible!

For use with the 4th Edition

**DUNGEONS
& DRAGONS**
ROLEPLAYING GAME

Requires the use of the D&D Player's Handbook, Monster Manual, and Dungeon Master's Guide. Player's Handbook 2, Monster Manual 2, Adventurer's Vault™ core rulebooks, available from Wizards of the Coast, LLC



**GMG5064
\$14.99**