

LAMENTATIONS  
*of the*  
FLAME PRINCESS  
ADVENTURES

SOUND<sup>S</sup> OF THE  
MUSHROOM KINGDOM

James Edward Raggi IV

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# SOUNDS OF THE MUSHROOM KINGDOM

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# INTRODUCTION TO SHROOMERY



This project has its roots in material written for the hardcover Referee book. Therein is a section about how to construct a “sandbox” adventuring area, and as an example I construct a Mushroom Kingdom. However, since the idea wasn’t to present a complete setting/scenario (there will already be one of those in the book more suited to be “canon” LotFP than a mushroom kingdom), the actual characters, monsters, etc. are not detailed there.

And thank goodness. Does anyone actually want to spend entire sessions crawling around a mushroom kingdom? Of course not. Especially not when it’s easy enough to have all the cool parts of such a place extant in your campaign without having to actually game out first contact with the cradle of fungal civilization.

So here is how to introduce High Mushroomery into your campaign. In the next dungeon your players explore, the Mushroom Mans will have tunneled up from their Kingdom on a mission of exploration and treasure-seeking. This tunnel should be placed somewhere in your dungeon. Through the tunnel will have emerged a pack of like-colored Mushroom Mans (use the table below, then reference the appropriate page for numbers, etc.). When this passage is opened up, 1d10 spores float up the tunnel, through the dungeon, and into the open air and disperse in the surrounding environment. The next morning (mushrooms do grow quickly), each spore will have sprouted fully-grown into a new creature. Roll on the Mushroom Kingdom Creatures table for each individual spore.

Every day the tunnel remains open, 1d10 more spores will spread onto the surface.

## 2d12 Mushroom Kingdom Creatures

2	The Mushroom King (p34)
3	Mushroom in Mushroom’s Clothing (p32)
4	Mushroom Mantis (p22)
5	Mushroom Zombie (p30)
6	Mushroom Fly Trap (p26)
7	Photodelic Mushroom (p40)
8-9	Toadstool Turtle (p20)
10-11	Mushroom Pod (p41)
12-15	Pack of Mushroom Mans (determine color below)
16-17	Bumbleshroom (p21)
18-19	Mooshroom Herd (p36)
20	Moaners (p33)
21	Transformation Mushrooms (p40)
22	The Golden Mushroom (p40)
23	The Great Tumor (p38)
24	The Undead Butterfly (p28)

## Mushroom Mans Color Table

1	Black (p8)
2	Blue (p10)
3	Green (p12)
4	Grey (p12)
5	Purple (p14)
6	Red (p16)
7	White (p18)
8	Yellow (p19)



# OF SHROOMS and MEN



Mushroom Mans are a tribal species, evolved from eight different sorts of primitive mushrooms, with each tribe manifesting a different color scheme and having a special ability to match their color (except for Yellow Mushroom Mans, which have no innate special ability).

The tribes are, without proper supervision, hostile towards each other, and they will seek to destroy and consume their differently-colored rivals. However, when a Mushroom King (p34) is present, they will cooperate.

Mushroom Mans are as intelligent as humans, but due to physiological differences and utter inexperience with the surface world of Man, they will come across as alien, and behave every bit as paranoid as player characters do when exploring dungeons. They may or may not be hostile when encountered; that's what Reaction Rolls are there to determine.

Only Purple Mushroom Mans will be able to communicate verbally with humans. Native Mushroom Man language sounds like a high-pitched and sped-up Teletubby type of sound.

More information about their physiology can be found in the Mushroom Mans as Player Characters section (p42).

## Mushroom Man

*Armor 12, Move 120', 1 Hit Die, 1 weapon attack, Morale 8.*

Mushroom Mans typically use spears which they can tuck under their arms to more easily keep their grip, but they also on occasion use hatchets and other short mêlée weapons.





# Consuming Mushroom Mans

Mushroom Mans' bodies have strange effects when they are eaten, and dead Mushroom Mans smell sweet and delicious, like cake and ice cream on your birthday. Whenever a mammal makes a meal out of a Mushroom Man (and each grown Mushroom Man is good for eight human meals), they are affected in a manner as described under the entry for the particular color Mushroom Man.

Eating more than one Mushroom Man meal in a 24 hour period necessitates a roll on the Psychicdelic Effects Table in addition to the usual effects. Also, Mushroom Man bodies do not keep very well. For every 24 hours after death that a Mushroom Man's remains are eaten, the ingestor must make a saving throw versus Poison, with a -1 penalty per additional 24 hours that have passed, or they too must roll on the Psychicdelic Effects Table in addition to enjoying the usual effects.

Psychicdelic Effects last 2d6 hours +1 hour per day of unfreshness of the meal.

1d12

## Psychicdelic Effects Table

The ingestor becomes invisible and immaterial. All of her equipment and possessions fall off of her. She cannot talk or touch anything in the material world. She floats slightly above the ground but cannot take flight.

1

A Mushroom Man begins growing in the ingestor's stomach. It grows at a rate of 1hp per hour, which is subtracted from the ingestor's maximum hit points. The ingestor cannot be brought lower than one-half of her original hit points by this effect. This will remain

2

in effect until the character decides to pass the Mushroom Man, which will do 1d6 damage. The Mushroom Man will survive this experience and consider the ingestor to be its parent, and the character will at this point have their maximum hit point total (but not their current hit point figure) restored.

The ingestor's balance flips over. She

3

cannot walk on her feet, she instead must walk (and does so quite naturally) on her hands.

The top of the ingestor's head erupts like a volcano, spewing lava-hot brain chunks all around. The ingestor is herself not harmed by this, but her equipment will suffer as molten brain-sludge oozes from her head-crater's rim. Everyone and everything within

4

10' has a 1 in 6 chance of getting hit by brain bits, which inflict 1d6 damage (save versus Breath Weapon for half damage) and ignite all flammables. The ingestor's head seals up, good as new (well, except for hair, which must be regrown), at the end of the effect.

5 The ingestor's skin becomes extremely sensitive, and she must divest herself of all clothing and equipment as any touch is simply intolerable (except the soles of her feet, which become almost but not quite intolerable to walk upon).

6 Every follicle of the ingestor instantly grows twelve inches of hair of the same color as the Mushroom Man that has been eaten. All hair falls out at the end of the period, at which point normal hair growth will resume, but the same color as the eaten Mushroom Man.

7 The ingestor gets the munchies, and will eat any present food (one day's worth per turn) to the exclusion of all other activities until there is no more food.

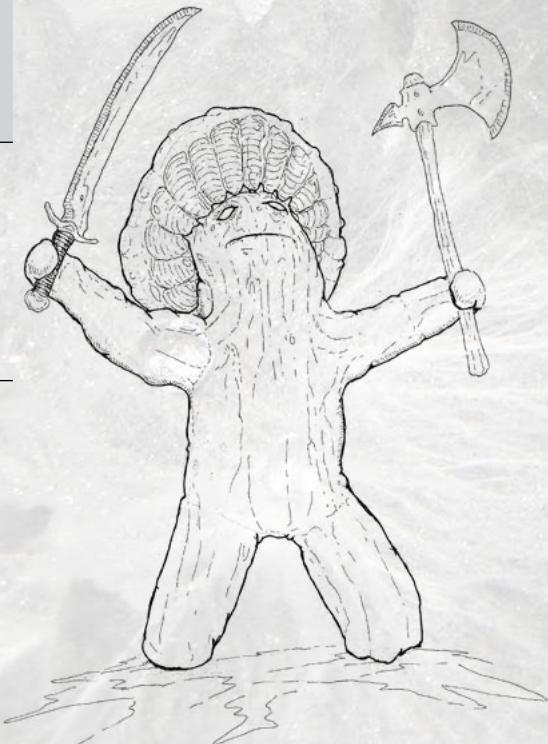
8 The ingestor cannot simply walk, but instead must skip and sing when in motion. She must rest twice as often as normal during exploration and travel.

9 The ingestor's fingernails and toenails grow to 6' long. Although they can be used as weapons (doing 1d6 damage), they make it impossible to grasp, grip, or wear anything on the hands or feet. At the end of the period the nails simply fall off.

10 One of the ingestor's limbs (determine at random with 1d5 if it's one of the legs, arms, or the head) falls off. If it's an arm or leg, the stump grows legs and it runs off as fast as it can (130' movement rate) for the entirety of the effect. If it's the head, the character's head grows legs (only 30' movement) and her body runs off. At the end of the period the separated body part ceases to run, and the body parts can be easily reattached by pressing the stumps together, but only after cutting off the new legs.

11 A strong light shines out of the ingestor's eyes, illuminating to a 280' range. Even when her eyes are closed.

12 Roll twice.



# Black Mushroom Mans

There are 1d8 Mushroom Mans in a Black Pack, with a 10% chance of them having 1 Toadstool Turtle as a mount.

All Black Mushroom Mans are wizards and may cast 1d4 spells of 1d3 level per day. Determine spells randomly.

## If eaten:

The devourer multi-classes as a Level 1 Magic-User. The player decides at the end of every session whether experience is applied to the original class or the new Magic-User

- 1 The devourer becomes a gate, Summoning a 1d6 Hit Die creature. The devourer automatically gains control of the creature..
- 2 For the next 24 hours the devourer memorizes any spell read from a book or scroll.
- 3 Spells cast (or spell-like effects activated) by the devourer are not expended during the next 24 hours.

- 4 The devourer mirrors the spell abilities of any Magic-Users within visual range for the next 24 hours. The spells are shared between them, and if either casts the spell, both lose access to the spell.
- 5 The devourer disenchants the next magic item she comes into physical contact with.
- 6 The devourer automatically makes all magic-related saving throws over the next 24 hours.

- 7 The devourer can identify the powers of any magical item discovered in the next 24 hours.



# Blue Mushroom Mans

There are 2d8 Mushroom Mans in a Blue Pack, with a 50% chance of them having 1d4 Toadstool Turtles as mounts.

Each Blue Mushroom Man will have 1d4 additional Hit Dice due to its great experience.

## If eaten:

The devourer can sacrifice her own experience points to give to other party members

- 1 at the end of this session. The devourer can not sacrifice so many points that she would drop to a lower level.
- 2 The devourer gets to reroll her hit points, keeping the new total if it is greater.
- 3 All experience awarded to the devourer this session is rounded up to the next 1000xp.
- 4 Every time the maximum value is rolled on a die by the devourer's player in the next 24 hours, the character receives a 100xp bonus.
- 5 All experience awarded to the devourer for defeating foes is tripled for the next 24 hours.
- 6 All experience awarded to the devourer for treasure is increased by 25% for the next 24 hours.
- 7 After gaining the next level, all the devourer's experience awards are doubled until achieving the next level after that.
- 8 The devourer gains 1d4 temporary levels for the next 24 hours.



## Green Mushroom Mans

There are 3d6 Mushroom Mans in a Green Pack, with a 50% chance of them having 1d6 Toadstool Turtles as mounts.

Green Mushroom Mans heal all damage sustained at the end of every round as long as they are still alive.

### If eaten:

- 1 The devourer heals 1d8 damage.
- 2 The devourer is cured of all poisons.
- 3 The devourer is cured of all diseases.
- 4 The Mushroom Man portion purifies all food and drink it is consumed with.
- 5 The devourer is fortified and can ignore the next 1d10 points of damage taken.
- 6 The next poison the devourer encounters is automatically counteracted.
- 7 All damage the devourer suffers from the next hit against her is nullified.
- 8 The devourer is cured of all curses.

## Grey Mushroom Mans

There are 1d8 Mushroom Mans in a Grey Pack, with a 75% chance of them having 1d3 Toadstool Turtles as mounts.

Grey Mushroom Mans can walk on walls and ceilings (as can their Toadstool Turtle mounts) as easily as walking on the floor due to their control of their own personal gravitational direction.

### If eaten:

- 1 The devourer may engage in full flight for one turn.
- 2 The devourer may levitate (vertical movement only) for 2d6 turns.
- 3 The devourer suffers no encumbrance penalties until she sleeps.
- 4 The devourer's body weight lessens by 25% instantly and forever (with no change in body mass).
- 5 The devourer can leap double distances for the next 24 hours.
- 6 The devourer can throw objects five times further than normal for the next 24 hours.
- 7 The devourer's movement rate is quadrupled due to the ability to make Hulk-like leaps, for the next 24 hours.
- 8 For the next 24 hours, the devourer can decide to not be moved through gravitationally bonding with the surface upon which she stands.



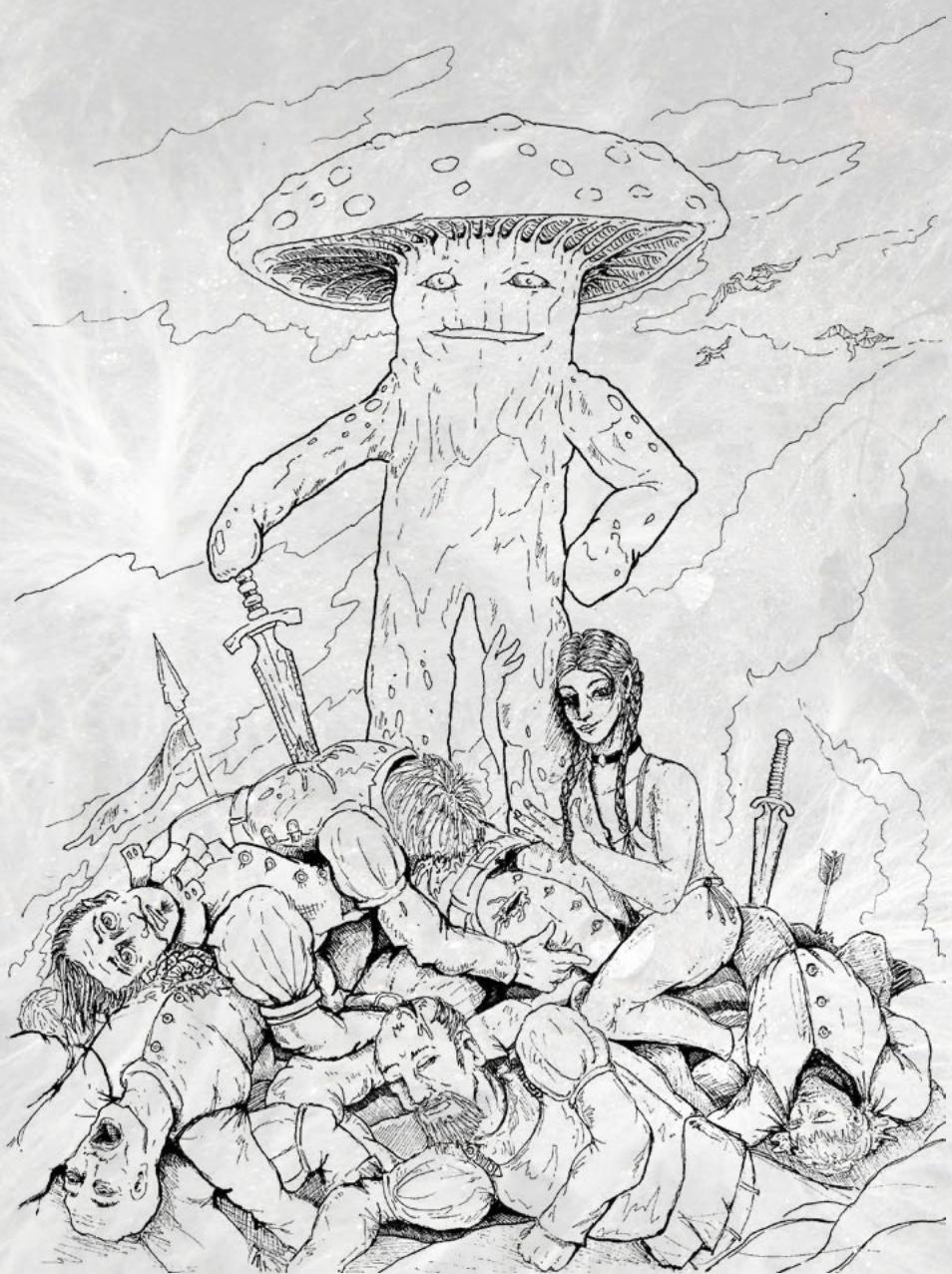
# Purple Mushroom Mans

There are 2d8 Mushroom Mans in a Purple Pack, with a 45% chance of them having 2d6 Toadstool Turtles as mounts.

Purple Mushroom Mans are the only Mushroom Mans that can handily speak with humans.

## If eaten:

- 1 The devourer can speak, understand, read, and write any language for the next 24 hours.
- 2 The devourer can internalize the thoughts of foes in combat, enjoying +2 to Initiative, +4 Armor, and +4 to hit for the next 24 hours.
- 3 The devourer becomes a master persuader, gaining a +3 bonus to Reaction and Loyalty rolls for the next 24 hours.
- 4 The devourer can telepathically communicate with anyone they know, provided they already share a common language, over any distance, for the next 24 hours.
- 5 The devourer can speak and communicate with animals for the next 24 hours.
- 6 The devourer can awaken latent psychic abilities in one other person of the same species. Every NPC they encounter has a 1 in 30 chance of being that person, and the devourer forms a permanent telepathic bond with that person.
- 7 The devourer can mentally implant one suggestion in someone she meets. Once.
- 8 The devourer can make incredible deals, paying only half price for all goods, and selling everything for twice its normal value, for the next 24 hours. (This does not affect the normal experience awards for items sold.)



# Red Mushroom Mans

There are 1d10 Mushroom Mans in a Red Pack, with a 100% chance of them having 1d4 Toadstool Turtles as mounts.

Red Mushroom Mans (and their Turtles) have a 50% faster movement rate and have a +2 Initiative bonus.

## If eaten:

1 The devourer vibrates so quickly she seems to have 1d4 duplicates around her. Anyone attacking or interacting with her randomly determines whether they target her or one of the insubstantial duplicates.

2 The devourer can see projectiles in “bullet time,” and so can dodge them all automatically.

3 The devourer can move at incredible speed in one burst during the next 24 hours. It is effectively teleportation, and she can go anywhere as long as it is physically possible for her to get to her destination in that moment. Once she stops, the effect ends.

4 Overland travel for the devourer occurs 1d4+1 times as fast for the next week.

5 All other creatures and characters are slowed to the point where the devourer can outrun them all.

6 The devourer vibrates so intensely that she becomes invisible for 6d6 turns.

7 The devourer’s reflexes are improved for the next 24 hours. +4 Armor bonus, and she cannot be surprised.

8 The devourer’s movement rate is increased 1d6+1 times for the next 24 hours.



# White Mushroom Mans

There are 2d6 Mushroom Mans in a Blue Pack, with a 35% chance of them having 1d4 Toadstool Turtles as mounts.

White Mushroom Mans use the next-higher die type when making rolls to simulate their good fortune. For example, they use d24s when rolling to hit instead of d20s, or d10s when striking with swords instead of d8s.

## If eaten:

- 1 The devourer automatically succeeds at their next 1d3 saving throws.
- 2 A flying sack of 1d6x100 silver coins flies out of nowhere and smacks the devourer in the head. This does 1d6 damage, but hey, money!
- 3 The devourer can simply come to no harm for the next 1d6+6 turns.
- 4 The devourer's player chooses the result of the next die roll they make, or the next die roll made concerning the character.
- 5 The next specific thing the devourer quests for will conveniently be in the possession of the next foe she encounters.
- 6 In combat, or any other dangerous circumstance, the devourer will not be targeted as long as there is another character available to be targeted.
- 7 The next treasure found by the devourer will be 1d8+1 times as large.
- 8 The devourer will suffer no random encounters for the next 24 hours.

# Yellow Mushroom Mans

There are 2d6 Mushroom Mans in a Yellow Pack, with a 50% chance of them having 1d4 Toadstool Turtles as mounts.

Yellow Mushroom Mans have no particular special abilities, but are usually super chill.

## If eaten:

- 1 The devourer knows in general what is in any particular direction (at the level of “monster,” “treasure,” or “trap,” no specifics) for the next six turns.
- 2 The devourer’s player can sit behind the Referee screen for the next five minutes of play. She cannot touch anything, but is allowed to look at what is visible there, and use that information.
- 3 The devourer can detect any NPC’s general purpose (“spy,” “foe,” “ally,” etc.) when meeting them, for the next 6 hours.
- 4 The devourer knows the special abilities and weaknesses of any creature, item, or character (including prepared spells) upon encountering them, for the next 6 hours.
- 5 The next Mushroom Man consumed will generate an effect based on the color the devourer wishes the Mushroom Man was, and not what color it actually is.
- 6 The devourer sparkles and shines, acting as a 30’ diameter light source for 24 hours.  
The character is transformed into a Mushroom Man! Forever! The character is reduced to first level, but loses no already-earned abilities. Increases in common abilities  
7 only happen when they overtake the old level. For example, a 5th Level Fighter transformed into a Mushroom Man will gain no more hit points until becoming a 6th Level Mushroom Man.
- 8 The devourer phases in and out of reality, and can pass through solid objects for 2d10 turns.

# Toadstool Turtles

**Armor 16 or 20 + Hit Dice, Move 60', 1d4+1 Hit Dice, 1 Bite attack doing 1d6 damage, Morale 10.**

Toadstool Turtles are hard-shelled ambulatory mushrooms that are commonly used as mounts by Mushroom Mans.

The patterns on the shells/caps of the Turtle contain Mushroommagic, and these patterns prevent any mammals within 60' per Hit Die of the Turtle from moving any faster than the Turtle.

A Toadstool Turtle can tuck its head and get a bonus to its Armor (+4 plus the Turtle's Hit Dice), but cannot attack in any round it enjoys this protection. It can still move forward, but not turn, in this condition.

When mounted by a Mushroom Man, the Toadstool Turtle releases spores which confuse mammals ever so slightly, effectively only manifesting when either the Mushroom Man or its mount is attacked. Roll on the following table to see what is actually attacked:

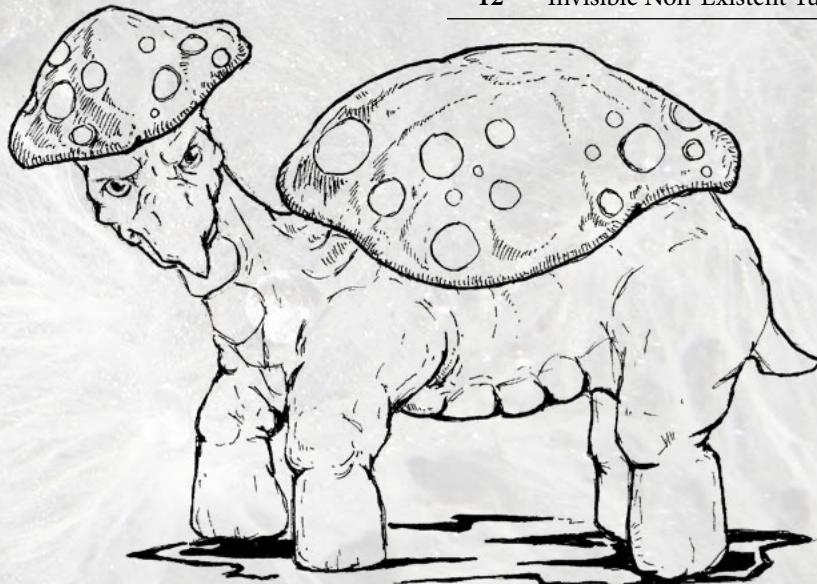
## 1d12

**1-7** The Toadstool Turtle

**8-10** The Mushroom Man

**11** Self (resolve the attack normally)

**12** Invisible Non-Existent Turtle



# Bumbleshrooms

**Armor 14, Move 30' ground/160' flight, 3 Hit Dice, 1 Nibble or 1 Sting attack (see below for damage), Morale 6.**

Bumbleshrooms are agents of Mushroom Mans' reproduction (as opposed to the random sporing of other mushroom creatures). It reproduces Mushroom Mans by seeding spores in mammalian creatures.

Its Nibble does 1d4 damage, and implants spores into the wound unless the target makes a saving throw versus Poison. In 1d4 days, a Mushroom Man (of random color) begins growing. The parent character gains the abilities of that color Mushroom Man, but every week the growth is sufficient to reduce the parent's maximum speed by 30'. The Mushroom Man will separate in 1d4+4 weeks, but will still need several months to reach full physical maturity.

The young Mushroom Man has no inherent knowledge, and must be taught as any child would.

The Bumbleshroom can only sting if they have successfully implanted a spore into a victim; in fact, the stinger does not emerge until this is done. The sting does 1d6 damage and remains in the target. This will kill the Bumbleshroom 1d6 rounds later as it has just ripped its hindparts out. Removing the stinger does 1d6 damage to the victim plus necessitates a roll on the Psychicdelic Effects Table.

The Bumbleshroom will never sting a spore carrier.



# Mushroom Mantis

**Armor 16, Move 120', 4 Hit Dice, 1 Claw Flurry attack doing 1d8 damage, Morale 9.**

If the claw attack does 8 points of damage, the victim is pinned by both claws and immediately suffers an automatic bite attack doing a further 1d8 damage. If the target is brought to 0 or fewer hit points by this attack, the target is decapitated and its head is eaten.

The Mushroom Mantis is a fierce hunter, always hungry, always in search of prey. It can move absolutely silently, and can make a 240' leap one per turn to attack a foe.

The body of the Mushroom Mantis is valuable to the Mushroom Mans, as certain chemicals and fluids unique to the Mantis are useful in Mushroom Man society.

Upon death, its innards will explode, sending up fungal fireworks, which will alert any Mushroom Mans in the region to the death of the Mushroom Mantis. Its eyes will also crystallize into gemstones, worth 150sp each.



# Professor finkelfunkel

*Armor 12, Move 120', 4th Level Specialist, 14hp, Morale 7. Stealth 5, Tinkering 5, Architecture 3.*

Professor Archibald Finkelfunkel is a natural philosopher who has dedicated his life to studying the Mushroom Mans. He lives in the Mushroom Kingdom, and will follow a tunnel to the surface  $1d4+1$  days after one is opened in order to observe the interaction of the Mushroom Kingdom and the surface world.

He is never without his notebooks, quills, and ink, and is always furiously writing notes and remarking how “faaaaascinating” everything is. He will at all times come across as an absent-minded upper-class scholar.

When first encountering the player characters, he will introduce himself (he knows English, French, Swedish, Arabic, and his native German) with his full name, and request all of their names for his notes. “I’m going to publish a paper, you see!” Make a reaction roll after the initial introductions, at a -3 penalty if the player characters at all mock him or his name or refuse to use the “Professor” title when addressing him, or otherwise fail to take him in any way but most seriously. He has no sense of humor about these things. He will be uninterested in the party on a neutral result, friendly on a positive result, and pretend to be quite friendly on a negative result.

On a positive result he will want to see, for scientific observational purposes, what happens when the surface-dwellers successfully deal with a Mushroom Kingdom infestation. He will use all his knowledge of the Mushroom Kingdom and its inhabitants (which is considerable) to assist the player characters.

On a negative result he wants to see, for scientific observational purposes, what happens when the Mushroom Kingdom successfully and permanently infects the surface world, and will mislead the player characters using convincing lies and carefully-formed half-truths to endanger them.

Professor Finkelfunkel has lived in the Mushroom Kingdom for so long that he knows the characteristics of every creature and phenomenon inside and out. He knows the language of the Mushroom Mans and knows what to say to remain on their good side.

Professor Finkelfunkel carries no weapons and wears no armor and will not engage in combat. Since he (unbeknownst to the Mushroom Mans) has for over a decade made a habit of killing and devouring White Mushroom Mans, he is so lucky that no enemy will target him as long as there are any other enemies that can possibly be targeted.

The Professor can make Mushroom Tea out of Mushroom Man bits, and will do so for his newfound companions. Its effect will depend on whether or not he likes the player characters, for that will affect how he decides to make the tea.

Once someone drinks tea, drinking more tea has no further effect until 24 hours have passed.

## If He Likes Them

Black	The imbibing character is granted the power to cast one random spell, of level 1-3, one time, within 24 hours of drinking the tea.
Blue	All experience earned within the next 24 hours is doubled.
Green	The imbibber heals at a rate of 1hp every half hour for the next 24 hours.
Grey	The imbibber's encumbrance load is lightened, for 24 hours, by half.
Purple	The imbibber may communicate with any Mushroom Man.
Red	The imbibber may roll all her initiative dice twice and use the more favorable result.
White	The imbibber gets a pool of 1d20 points to apply to any dice rolls, up to that die's normal maximum result, for the next 24 hours.
Yellow	The imbibber can tell the power of any entity they observe (in terms of Level or Hit Dice) for the next 24 hours.

## If He Doesn't Like Them

Black	The imbibber is granted the power to cast one random 1st level spell over the next 24 hours, but also automatically fails any magic-related saving throws during that same period.
Blue	All experience earned over the next 24 hours is halved.
Green	The imbibber cannot heal, not even through magical means, for the next 24 hours.
Grey	After 2d8 turns, everything the imbibber carries becomes lighter than air and will float off if not restrained. The equipment remains so for 24 hours.
Purple	The imbibber will believe she can communicate with the Mushroom Mans, but will actually only say and hear crude sexual insults.
Red	All foes facing the imbibber will roll initiative twice and use the better result, for 24 hours.
White	The Referee gets a pool of 1d20 points to use on rolls against the imbibber.
Yellow	The imbibber thinks she can tell the power of any entity she observes in terms of Level or Hit Dice, but will think everything has twice the Levels or Hit Dice than they actually do.



# Mushroom Fly Trap

**Armor 14, Move 0', 5 Hit Dice, 1 Bite attack (see below for damage), Morale 12.**

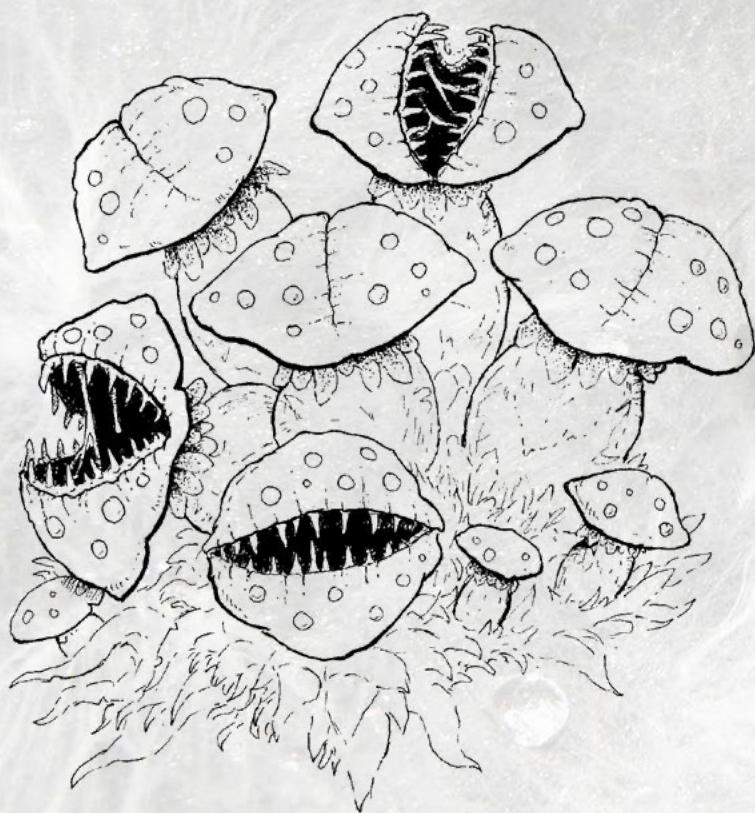
The Mushroom Fly Trap in its dormant state resembles a cluster of 1d3+1 human-sized bright red mushrooms with white spots. In the Mushroom Kingdom they blend into the scenery, seeming no different than any of the other standing mushrooms in the mushroom forest. On the surface, they draw attention.

The Mushroom Fly Trap remains dormant until a suitable (larger than 2' tall/long, smaller than 8' tall/long) meal comes within 10', then it will come alive and attack. Each bulb can attack independently (but only one bulb will attack a single target in the same round), reaching up to 10' away from the base. The bulbs instinctively know how many hit points nearby beings have and will instinctually attack those with the fewest hit points. The largest bulbs will have priority in attacking those with the fewest hit points.

Bringing a target to zero hit points means the bulb envelops them and begins digestion. The devouring bulb cannot attack again until the target is dissolved (taking only 1d10 rounds, at which point any metallic equipment is spit out). All connecting bulbs will grow in size, and will do one die greater damage (a 1d4 damage Fly Trap will then do 1d6, or 1d8 moves to 1d10, or 1d20 moves to 1d30, or 1d48 moves to 1d60, etc.).

A connected bulb may launch itself up to 360' if there is a target to attack, but only if it is under attack; these creatures prefer to lure targets in if at all possible. After launching, the bulb will implant itself into the ground. It will grow 1d3 new bulbs within a day, and the Fly Trap it launched from will regrow its now-missing bulb in a day as well.

Each bulb contains golden mushroom goo worth 3d6x10 sp.



# The Undead Butterfly

**Armor 17, Move 30' ground/260' flight, 12 Hit Dice, 1 Bite doing 1d10 damage, Morale 9.**

The Undead Butterfly is the bane of all Mushroomdom. It is not itself a mushroom, but rather a virus that infects and dominates spores. Usually this kills the spore and creates a Mushroom Zombie, but once in awhile, a new Butterfly is unborn from the spore.

The Undead Butterfly is as large as an elephant, but has little bodily integrity, with perforations in its flesh constantly oozing prismatic goo. To most beings, this is merely nauseating, uncomfortable, mildly acidic (no actual damage, just stinging or discoloration of objects), and a delicious addition to hummus or curry sauce.

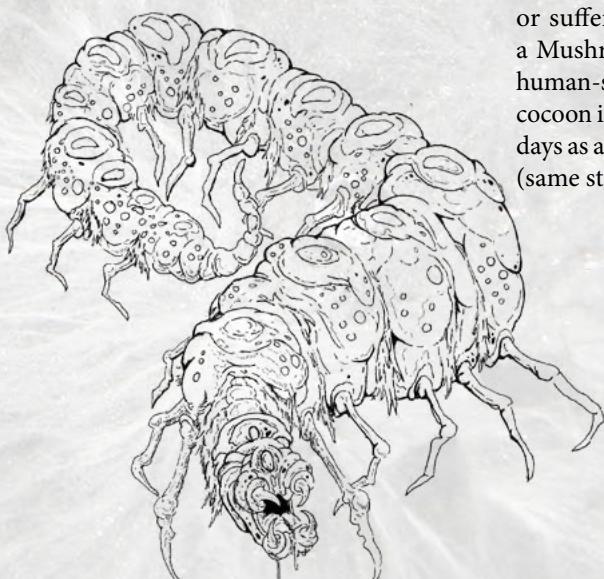
However, when it falls on a Mushroom Man, even a microscopic drop of it, it will slowly kill the Mushroom Man at a rate of 1hp per day, which cannot be healed, and when the Mushroom Man drops to zero hit points it will become a Mushroom Zombie. Any Mushroom Man under the Butterfly's flight path, or piercing it in mêlée combat must save versus Breath Weapon or fall victim to the ooze.

Mammals killed by the Butterfly get infested with maggot-like caterpillars, all of which will eat each other until one is left, the last one leaving the body to seek victims on its own.

## Undead Caterpillar

**Armor 14, Move 90', 3 Hit Dice, 1 Bite doing 1d6 damage, Morale 12.**

Anyone bitten by the Caterpillar must save versus Poison or degenerate into a Mushroom Zombie as above (if a Mushroom Man), or suffer a Necrodelic Effect (p31) if not a Mushroom Man. After it has killed four human-sized beings or the equivalent, it will cocoon inside a corpse, emerging after 1d4+1 days as a pony-sized Lesser Undead Butterfly (same stats, but 30'/150' movement).



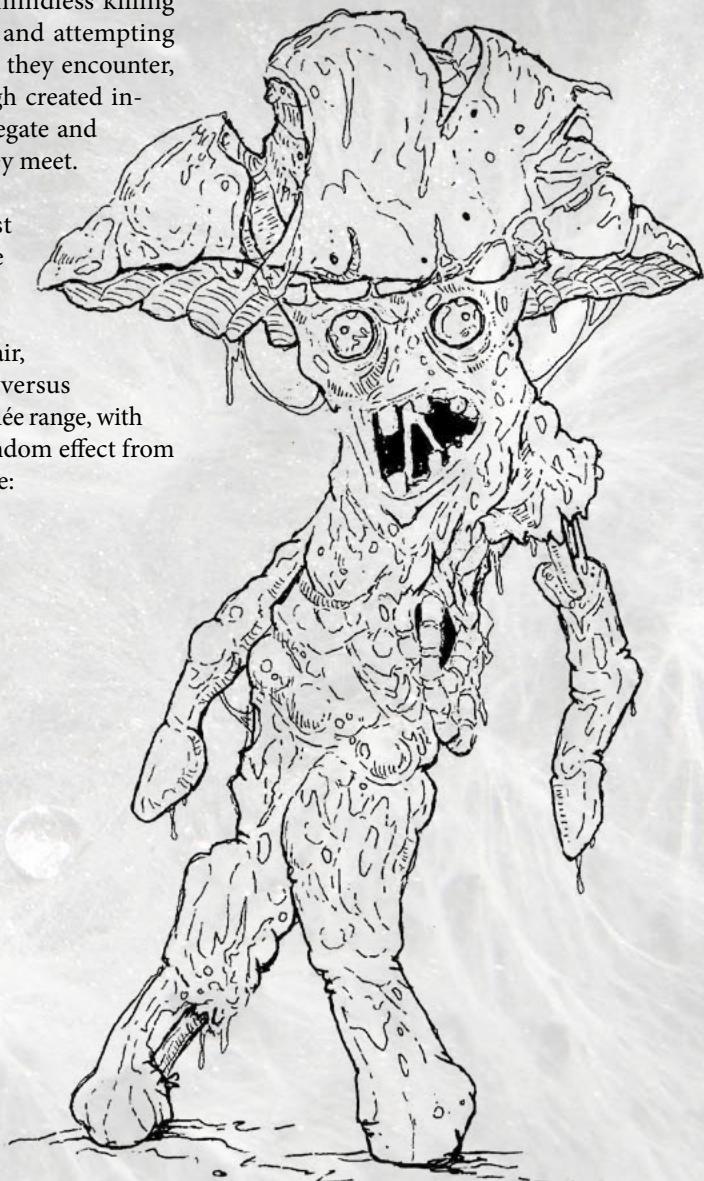


# Mushroom Zombies

*Armor 12, Move 60', 3 Hit Dice, 1 Bite and Rend attack doing 1d6 damage, Morale 12.*

Mushroom Zombies are mindless killing machines, hunting down and attempting to devour any living thing they encounter, Mushroom or no. Although created individually, they will congregate and shamble together when they meet.

The necrotic zombie dust inside a Mushroom Zombie is particularly noxious, and when struck for damage, the dust will burst into the air, requiring a saving throw versus Poison of anyone within mêlée range, with those failing suffering a random effect from the Necrodelic Effects Table:



## Necrodelic Effects Table

- 1 The character becomes invisible and immaterial, unable to touch anything but still able to talk. This talking does 1d6 damage to all living creatures within 20' that are able to hear it. All clothing and equipment fall off and are infected with Necrodelic spores. The effect lasts 2d12 turns.
- 2 An undead mushroom man grows within the character's stomach. This drains 1 hit point per hour, taken from the character's maximum hit points. This mushroom cannot be passed (it will hang on to the sides of the stomach and intestines with claws), and there is no lower limit to the hit point loss; it is possible for a character to die from this. The mushroom must be cut out, which does 1d6+6 damage to the character (but restores the character's maximum hit points), and this takes twice as long as usual to heal.
- 3 The character develops instant rigor living mortis. The character is reduced to 1/4th movement, and suffers -4 to hit and Armor penalties. The effect lasts 2d12 turns.
- 4 The character becomes a plague carrier for 1d6 days.
- 5 The character's skin rots off. For 1d6 days she is ultra-sensitive, unable to wear any clothes or carry any equipment. Healing can therefore commence but the character will be disfigured from the experience.
- 6 The character oozes ichor out of every pore, and this ichor pools into an ambulatory slime monster every three turns. (Armor 12, Move 30', 4 Hit Dice, 1 acid touch doing 1d8 damage and corroding equipment, Morale 12. Immune to physical harm.) The effect lasts 3d12 turns.
- 7 The character craves the flesh of the character's own species. No food will be nourishing until a suitable victim is killed and devoured.
- 8 The character uncontrollably moans and grunts like a zombie, and is absolutely unable to be silent. The character will foam at the mouth, have bloodshot eyes, etc., and suffers a -4 penalty to reaction rolls. The effect lasts 2d12 days.
- 9 The character attracts flies and mosquitos, and maggots infest the character's flesh. The character stinks to high hell and will attract anything sensitive to necrotic smells. The effect lasts 2d12 days.
- 10 A random limb of the character falls off, grows claws, and attacks. Armor 12, Movement 30', 1 Hit Die, 1 Claw attack doing 1d6 damage, Morale 12. If it's the head that falls off, it's the body that becomes independent and aggressive. The effect lasts 2d12 turns, after which time the claws can be cut off and the body parts easily reattached by touching the appropriate stumps together, assuming the body parts in question haven't been destroyed.
- 11 The character's vision dims. The character can only see to 30' distance, cannot read or see fine details, or even recognize faces. The effect lasts 2d12 turns.
- 12 Roll twice.

# Mushroom in Mushroom's Clothing

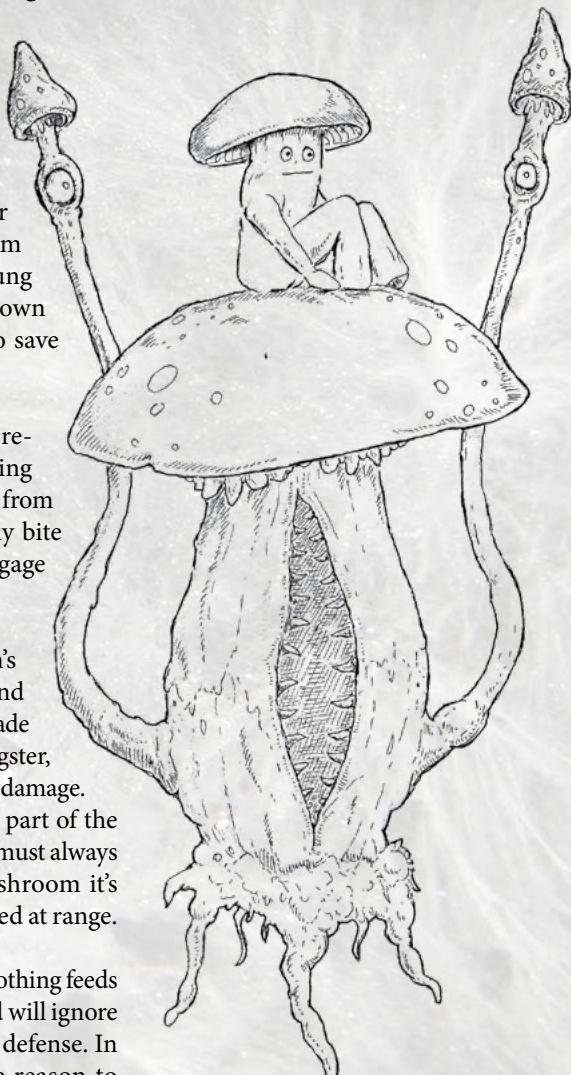
*Armor 19, Move 0', 16 Hit Dice, 2 Tentacle Lashes doing 1d6 damage each (plus one Bite doing 1d8 damage), Morale 12. Its Attack Bonus is only +2, even though it has 16 Hit Dice.*

The Mushroom in Mushroom's Clothing appears to be a young Mushroom Man frolicking on a larger Mushroom. Mushroom Mans will recognize the larger mushroom as toxic to Mushroom Mans, and will always see the young Mushroom Man as being their own color. They will be compelled to save the youngster.

The tentacle stalks, themselves resembling mushrooms when resting on the ground, can reach up to 30' from the stump. The creature can only bite those victims close enough to engage the Mushroom Man youngster.

The Mushroom in Mushroom's Clothing is extremely powerful, and effectively ignores all attacks not made against the Mushroom Man youngster, as it instantly regenerates all other damage. While the "youngster" (which is part of the creature's "plumage," so to speak) must always remain in contact with the mushroom it's on, it can duck behind it if attacked at range.

The Mushroom in Mushroom's Clothing feeds only on Mushroom creatures, and will ignore all other life unless acting in self defense. In turn, other creatures have little reason to bother with it.



# Moaners

**Armor 12, Move 0', 2 Hit Dice, no attacks,  
Morale 12.**

Moaners are large (1d6+3' tall) pastel-colored mushrooms. When there is movement within 40', Moaners will begin moaning in an enthusiastically loud erotic manner.

Mushroom Mans cannot stand this; it's like loud white noise to them, and they must make a saving throw versus Paralyzation each round to do anything other than curl up and put their hands over their... whatever their hearing organs are.

Mammals will become unbelievably aroused, and must save versus Paralyzation or immediately start pleasuring themselves. Even if they make the saving throw, they will be so preoccupied with sexual release that they will have a -2 penalty to all rolls until they get it.

Non-mushroom, non-mammal creatures will be completely unaffected by the moaning and will likely find the mushroom and mammalian reactions to it humorously pathetic.

The moaning will cause a wandering monster check to be made for every round it continues.



# The Mushroom King

**Armor 18, Move 120', 9 Hit Dice, 1 Smash attack for 1d10 damage, Morale 9.**

It is typical, when the spores travel to the surface, that the resulting Mushroom infestation is chaotic, and thus temporary. When a Mushroom King spawns, this changes. Ordinarily, Mushroom Mans are very tribal, combative, and competitive. Mushroom Mans of different color do not cooperate with each other, and do not recognize each other as kin. When a Mushroom King is present, they do. Mushroom Mans then cooperate and work for their greater good, even when the Mushroom

King is not immediately present, even when they have not seen the Mushroom King. The goal becomes not raiding for loot and other resources, but to claim territory, to form a new Mushroom Kingdom on the surface.

The most striking feature of the Mushroom King, aside from its great size, is its three heads, each bearing an impressive cap. Each of these heads experiences reality and consciousness in a different way. One head, the center, is unique to this Mushroom King in the here and now. The left head shares consciousness with the Mushroom King in the



prime Mushroom Kingdom. The right head shares consciousness with another random Mushroom King that has spawned somewhere else on the planet (across reality?). In this way the Mushroom King can form its own communications network in order to work to bring its dreams of a universally dominant Mushroom Empire to fruition. (The “Prime” Mushroom King’s side heads alternate in sharing consciousness with all of the other extant Mushroom Kings.) Sometimes some of the heads sharing consciousness form their own alliances and conspiracies, which they must keep secret from the heads which connect with the prime Mushroom King. The different heads on a Mushroom King do not share consciousness with each other; they must communicate verbally.

Because of this unininstinctive cooperation between brains, the Mushroom King always loses initiative in combat situations, as it must go through a much more complicated process to take action.

The Mushroom King’s heads change color constantly. Every round, one color changes to a random other color, and no color may be represented more than once on a single Mushroom King at a time. It enjoys the effects of each present color simultaneously:

Black	The Mushroom King can cast spells as if a 9th level Magic-User (spells are randomly determined and available every time the Black color appears).
Blue	When attacking, it drains 100xp from its target for every hit point of damage done.
Green	The Mushroom King can completely heal itself at the end of the round if it has not taken any damage this round.
Grey	The Mushroom King can walk through air (and harmlessly floats to the ground once the Grey head changes to another color).
Purple	The Mushroom King can read the minds of any present being. In combat it wins all initiative automatically.
Red	The Mushroom King may strike twice in combat every round, directing its attacks against different targets if advantageous.
White	The imbibing gets a pool of 1d20 points to apply to any dice rolls, up to that die’s normal maximum result, for the next 24 hours.
Yellow	The Mushroom King can throw spores which create a trance-like state for 1d6 rounds if the target fails a saving throw versus Poison.

# Mooshrooms

*Armor 14, Move 90', 3 Hit Dice, 1 Bite attack  
doing 1d6 damage, Morale 6.*

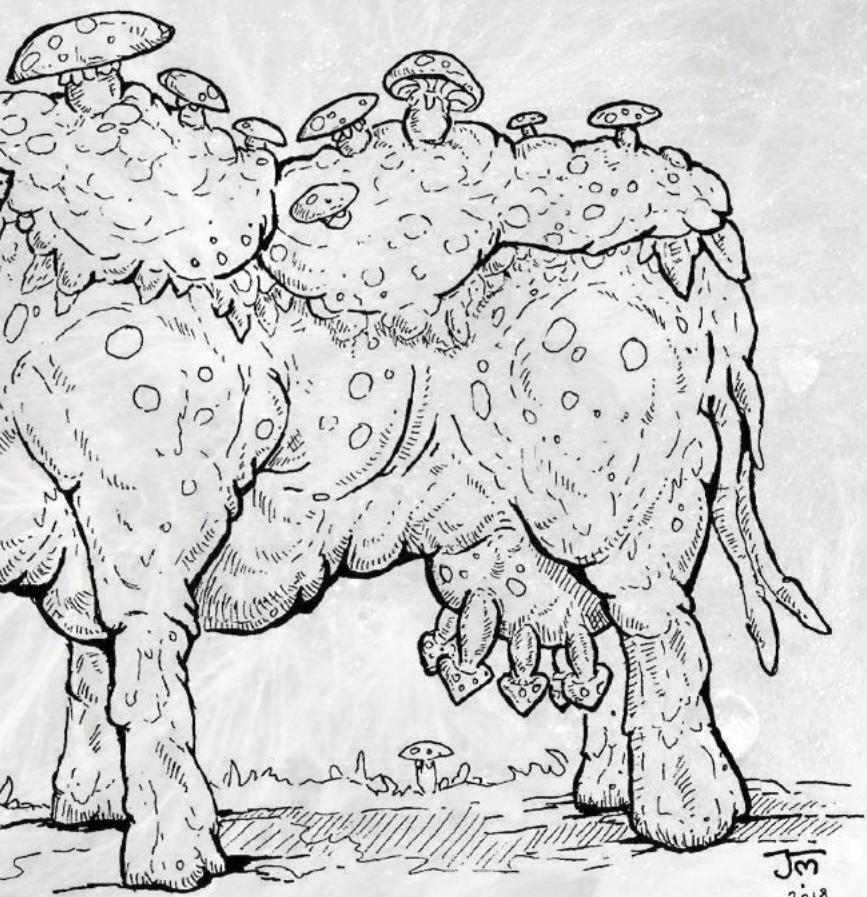
Mooshrooms are the livestock of the Mushroom Kingdom, and appear in herds of 1d20 individuals. Separate Mooshroom herds will naturally gather towards each other, and their Mooing carries well on the wind.

When milked, Mooshrooms produce a prismatic spray of liquid. It is absolutely delicious beyond all human comprehension and will be considered a great delicacy. One hour of milking produces 10sp worth of "milk." Anyone drinking small amounts of Mooshroom Milk is fine, but once ten total liters have been consumed (typical consumption is about a half-liter), it triggers an automatic Psychicdelic Effects Table roll (p6), and the effects are permanent. All Mooshroom Milk consumption is cumulative, forever. If one drinks nine liters at once, and then forty years later has their tenth, the effects will kick in.

Mooshrooms can only eat mammalian matter, and if kept in a pen or fenced-in field, they will rage uncontrollably against the barriers or anyone trying to restrain them until the barriers are removed.

Mooshrooms are more intelligent in larger groups. When there are 20 assembled Mooshrooms, they achieve human-level intelligence and can learn languages within a month (and when they speak, they all speak in unison); when 50 are gathered, they achieve super-genius mental ability. At 100 present they are full-on Legion psychic.





# The Great Tumor

Sometimes, spores don't develop normally. Usually malformed or malignant spores simply fail to grow. Sometimes, they grow wrong. As big as a house, bright as a rainbow, the Great Tumor is a disgusting, pulsating, spewing mass marring the countryside.

The presence of a Great Tumor means that something has gone seriously wrong, and the normal circumstances of Mushroom growth are disrupted. The Great Tumor has several effects:

All plants within one mile of the Tumor are infected with Shroominess, and if eaten trigger a roll on the Psychicdelic Effects Table (p6). Normal animals and insects are subject to this as well. Even after the effects end, the creatures themselves will trigger rolls on the Psychicdelic Effects Table when eaten, or if their eggs or milk are consumed, furthermore.

All Mushroom-related creatures part of the same infestation at the same time the Great Tumor appears, or afterwards if it is still alive, will grow to be double their usual size and Hit Dice.

All prepared foodstuffs, including non-water liquids, will gain sentience when in the Great Tumor's presence and will cry and beg not to be eaten.

All plant material within visual distance of the Great Tumor will take on a Mushroomy appearance.

The Tumor itself is not a sentient being and cannot move or otherwise act. If it is punctured, it will burst and send 1d1000 new spores (growing into new Mushroomy beings, see p2) into the air that will disperse over 1d100 square miles. (The Mushroomery growing from these spores will be as normal unless one of these new spores is another Great Tumor.) If the Tumor is burnt, it will explode, spreading flaming spores over a similar area. Flaming spores will not grow into new Mushroom beings, but they will set things on fire.



# TREASURES OF THE FUNGAL FUGUE



## The Golden Mushroom

This large set of toadstools very much resembles a dormant Mushroom Fly Trap (p26), being human-sized bright red mushrooms with white spots. The innards inside the cap of the mushroom are a golden mush of strands, reminiscent of the innards of a pumpkin. The total worth of these innards per patch of Golden Mushrooms is 1d6 x 100sp.

Getting to the golden innards can be problematic, as when the cap is pierced, spores will spread in a 20' radius area. All within this area must save versus poison or suffer an effect from the Psychicdelic Effects Table (p6).

## Transformation Mushrooms

These small pink mushrooms are tasty and nourishing. They also warp DNA and body chemistry. Whenever they are eaten, the devourer must save versus Poison.

If the saving throw is successful, two random ability scores are increased by one, and one random ability score is decreased by one. If the saving throw is failed, two random ability scores are decreased by one, and one random ability score is increased by one.

A partial save (if you are using that system) results in one random ability score increasing by one, and one random ability score decreasing by one.

The changes are permanent.

Every batch after the first that is eaten within a one month period gives a cumulative -1 penalty on the saving throw.

## Photodelic Mushroom

Inside this large and bulbous mushroom is a green glowing sphere about the size of a soccer ball. It will illuminate a 60' radius area, lasting two weeks from the time it is removed from the mushroom.

Breaking the glowing green ball, while it still glows (nothing will happen if the glow has already burnt out), has several effects:

There is an explosion doing 1d6 damage to everyone in a 10' radius (save versus Breath Weapon for half damage), showering the area with 3d6 small gems each worth 1d6x10sp. A gas slowly envelopes a 50' square area. It is easily avoided, but breathing it in will require a saving throw versus Poison. Failure requires a roll on the Psychicdelic Effects Table (p6), and success means a random ability score may increase. Roll 1d6 to determine which ability score is on the line, then roll 3d6. If this roll is larger than the current ability score, that score increases by 1.

Several small pebbles remain, each which can be used to start a fire by striking it against a hard surface.

## Mushroom Pod

This large (van-sized) mushroom has a mostly hollow cap, which is big enough to fit three humans. Tendrils from the stalk stick into the interior of the cap, and by manipulating the tendrils, the stalk can be made to separate into two “legs” and walk.

While it only travels at a 60' rate, no Mushroom or surface animal will bother the walking Mushroom Pod. If it does come under attack by sentient mammals or Mushroom Mans, it has Armor 21 and can suffer 25hp of damage before halving its movement rate, and another 25hp before becoming immobile. When this happens, the cap cracks open as well. It is fireproof... from the outside.

The inside is highly flammable. So flammable, in fact, that if inside when lighting it up, a saving throw versus Breath Weapon is necessary to avoid suffering 1d6 damage while bailing out. The entire Pod will burn if lit from the inside, and when the fire burns itself out in 2d4 days (it's a slow burn, which perhaps will endanger the surrounding area as well), several hard, straight strands will remain; these can be used as a steel substitute to forge weapons which give a +1 bonus to hit, and are worth two times normal weapons.



# MUSHROOM MANS AS PCAYER CHARACTERS



Not all Mushroom Mans are content living in the Mushroom Kingdom in service to the King Shroom. Some are curious about the world above, and seek to explore it and become a hero amongst the Mushroom Mans.

Players may choose one of these Mushroom Mans as their next character as long as the players are in the general vicinity of an adventuring area that has a tunnel connecting to the Mushroom Kingdom.

Player Character Mushroom Mans require 2000xp to reach the second level, and the requirement doubles every level thereafter

Mushroom Mans have several characteristics that differentiate them from humans:

- They have no sense of smell.
- They have immunity to all poisons.
- They 'breathe' through the undersides of their caps.
- They do not defecate or urinate, but instead vomit their waste several times per day.
- They cannot eat cooked food, and prefer rotting flesh or plant matter.
- They do not have individual fingers or opposable thumbs.

At every level, including 1st level, roll on the following tables to determine what die will be used to roll hit points for that level, and what color develops on the character. All Mushroom Mans begin as a pale brownish color.

Multicolored Player Character Mushroom Mans get a -2 reaction when encountering a Mushroom Man of any of the character's constituent colors; Mushroom Man society is not heterodox.

The powers enumerated under the color chart are only gained after a chunk of the Mushroom Man is eaten, doing 1d6 points of damage to the Mushroom Man if it is someone else feasting on them, or 1d4 points of damage if it is the Mushroom Man itself. When feasting, the consumer decides what color portion of the Mushroom Man is being consumed. Consumers of Player Character Mushroom Mans do not roll on the Psychicdelic Effects Table found earlier in this booklet, but do keep in mind that any creature that attacks with a bite will gain the special effects.

Hit Points (Roll 2d6)	
2	1d20
3	1d2
4	1d3
5	1d4
6-7	1d6
8	1d8
9	1d10
10	1d12
11	1d20
12	1d30

## Color

1	Black	The consumer gains the ability to cast a randomly determined 1st level Magic-User spell one time. If Black is rolled again when gaining a level, the spell granted will be either a 1st or 2nd level Magic-User spell (determined randomly), etc.
2	Blue	The consumer gains $50 \times (1d8 - 1d4)$ experience points. If Blue is rolled again when gaining a level, the 1d8 die is replaced by a 1d10 (and then 1d12, etc., if Blue is rolled again).
3	Grey	The consumer can Levitate for 1 turn per level of the Mushroom Man. Add one additional turn every time Grey is rolled when gaining a level.
4	Green	The consumer heals 1d8 damage. Add another die for every additional time Green is rolled upon leveling up.
5	Purple	The consumer gains the ability to speak, understand, read, and write a random language existing in the campaign world, for 24 hours. An additional language is gained every time Purple is rolled upon leveling up.
6	Red	The consumer enjoys double their normal movement rate, and +1 to initiative rolls, for one turn per level of the Mushroom Man. Add another 50% to the movement rate, and an additional +1 to initiative rolls, every additional time Red is rolled.
7	White	Luck! Roll twice on this table this level.
8	Yellow	The consumer has a Hallucinatory Augury. The next time the character has a choice to make, they experience a hallucination that will have a 75% chance to reveal the most favorable choice (and a 25% to falsely identify another choice as the most favorable). Add 2% each time Yellow is rolled upon leveling up.

# **SOUNDS OF THE MUSHROOM KINGDOM**

## **MUSHROOM MANS ASCENDANT**

Beneath the Earth, under a Subterranean Sun, is a realm of ambulatory toadstools, scheming and machinating and living their cute little toadstool lives.

Sometimes, they explore the surface.

This book gives all the details of these underworld interlopers in order to enrich your not-in-a-Mushroom-Kingdom campaign.

**Sounds of the Mushroom Kingdom:  
Putting the Fun in Fungi!"**

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