



FROG GOD GAMES ADVENTURES

ENCEPHALON GORGERS ON THE MOON



**SWORDS &
WIZARDRY
COMPATIBLE**

by Casey W. Christofferson

ENCEPHALON CORCERS ON THE MOON

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Encephalon Gorgers on the Moon

By Casey W. Christofferson

Encephalon Gorgers on the Moon is a *Swords & Wizardry* adventure for 4–5 characters of levels 7–8. The adventure is designed to take place in a hilly forested region setting along a seldom-traveled forest road. For familiarity, the adventure is set in the hills around the Stoneheart Mountains of the Lost Lands setting, though it can easily be adapted to any setting the Referee chooses for his or her home campaign.

Background

The Night Forest, as it is called in local parlance, earned its name from the thick canopy of foliage and extremely tall trees that block out the natural sunlight, bringing about near twilight everywhere except in its rare clearings. The Night Forest is renowned far and wide for its lush hunting opportunities and its rich supply of game animals.

For many years, the Night Forest has also been known for sightings of feral common cats whose regional origins are as lost to antiquity as the legends of the forest itself. The cats for their part seem content to hunt the forest for squirrels, rabbits, voles, and other small game. They are also known to lead lost travelers to outposts of civilization such as the Hurrie Inn. For this reason, local scouts and hunting guides for years have welcomed them as friendly companions.

Recently though, the cats began disappearing deeper into the timber of Midnight Mountain. Woodsmen have even reported seeing the felines near the strange ruined shrine sitting atop the mountain.

The withdrawal of the felines seems to coincide with a recent lunar eclipse some believe brought a curse upon the land. Since the eclipse, other animals of the forest such as the plentiful deer and elk of the region have been found with their skulls broken open or their brains leaking from their ears. Smaller creatures such as squirrels, raccoons, and foxes have been acting erratically to the point that locals have begun to fear a plague has set in. Talk of disease has of course pointed suspicious fingers at the otherwise benign cats.

Adventure Summary

At the onset of the adventure, the characters are tasked with investigating the possibility of a plague upon the mountain, as many fear the contamination could spread along the forest road and make its way to larger population centers. The characters uncover rumors and information at the Hurrie Inn that leads them to explore Midnight Mountain. The characters may take several paths upon the mountain as they discover more clues that eventually lead to a final confrontation with the true horror stalking the wooded paths.

The true danger comes from far away. The recent eclipse created a portal between the moon Sybil and Midnight Mountain that allows the encephalon gorgers Yerlitha and her minions to pass into the forest on the nights of the hidden moon. Yerlitha intends to establish a base on Midnight Mountain as her kind had in the ancient days and eventually reconquer the surrounding lands. Thus far, her plans have been thwarted by the native cats — led by Mr. Pants, a mixed descendant of a golden cat and its feral allies. The cats hunt Yerlitha's intellect devourers and protect the native folk from the gorgers' hunger — for now.

As the characters delve deeper into the Night Forest and scale Midnight Mountain, they discover the ancient lunar gate leading to Yerlitha's lair on

the moon Sybil. Once there, they must face the manifold terrors awaiting them if they have any hope of destroying the threat Yerlitha and her brood pose once and for all.

Getting Started

The Referee may use any number of hooks to get the characters involved in the story:

Dominion Arcane: The wizards' guild known as the Dominion Arcane — or another similar guild — contacts its member and tells them their astrologers and astronomers noted anomalies during a recent lunar eclipse. They believe the frequency and duration of the anomalies can only increase as the dark moon Sybil begins to wane.

Sent by the Gods: A cleric, paladin, or another character with a close relationship to his deity is haunted by dreams of some terrestrial doom that sets them on the path to the Hurrie Inn. They are inspired to quest for the inn and discover the source of their troubled dreams.

Other Possibilities: Maybe the characters are just passing through. *Encephalon Gorgers on the Moon* serves as a great random adventure to use when characters are traveling long distances as part of a larger campaign. For example, characters passing through the mountains on their way from Bard's Gate to Reme may find themselves skirting the foot of Midnight Mountain.

Encounter Areas

The following areas describe in greater detail locations and NPCs the characters encounter in and around the Night Forest.

1. The Hurrie Inn

The Hurrie Inn is a small inn used by petty nobles, wealthy merchants, and hunters seeking to harvest the bounty of Midnight Mountain. Gertrude and Halmer Hurrie, a pair of retired hunting guides, run the inn. They opened the 12-room, two-story log cabin as a waystation and hunting lodge.

Bill of Fare

Rooms at the inn cost 5sp per night and include a meal of cheese, lingonberries, wild carrot, and yams. Sleeping in the common room and having a bowl of hot stew is 2sp. Drinks served at the inn are lingonberry wine for 1sp a cup or schnapps for 2sp. No meat is currently being served, as Gertrude and Halmer are concerned about the safety of the animal meat being harvested in the forest at this time.

Gertrude (Rgr4): HP 30; AC 7[12]; Atk +1 *short sword* (1d6+1), hand axe (1d6) or longbow x2 (1d6); **Move** 12;

Save 11; **AL** L; **CL/XP** 4/120; **Special:** +4 damage vs. giants and goblin-types, alertness, tracking.

Equipment: leather armor, +1 *short sword*, hand axe, longbow, 20 arrows.



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Note: She is typically armed only with her hand axe, which she keeps sheathed at her back. She keeps her armor and weapons in the quarters she shares with Halmer.

Halmer (Rgr4): HP 37; AC 7[12]; **Atk** +1 *hand axe* (1d6+1) or *longbow x2* (1d6); **Move** 12; **Save** 11; **AL** L; **CL/XP** 4/120; **Special:** +4 damage vs. giants and goblin-types, alertness, tracking.
Equipment: leather armor, +1 *hand axe*, longbow, 20 arrows, 2 *potions of healing*.

Guests and Visitors

The following guests and visitors are currently at the inn. As the characters enter, a heated discussion is going on about the nature of the cats and the plague haunting the region.

Tabatha the Crone:

Old Tabatha is shouting in Gertrude's face as the characters arrive at the inn. Gertrude is upset because Mr. Pants and Potato — her favorite cats — haven't been seen in several days. She believes Tabatha knows something about the missing cats. The crone lives in the forest and is a likely suspect in Gertrude's opinion.

Tabatha makes no bones about the fact that she thinks the cats are part of the plague affecting the local wildlife. She blames the cats for her goats being killed in her yard with their brains dripping from their ears. After the heated argument, Old Tabatha leaves the establishment. As she huffs out of the inn, she warns anyone within earshot that the next full moon is sure to bring doom to the denizens of Midnight Mountain — and that the cats are to blame!

If asked, Gertrude describes Mr. Pants as a large silver-colored cat with bright blue eyes. Potato is a mostly brown tabby with golden spots.

Tabatha the Crone (MU3): HP 7; AC 8[11] or 2[17] (*missile*) and 4[15] (*melee*) from *shield* spell; **Atk** staff (1d6); **Move** 9; **Save** 13; **AL** N; **CL/XP** 3/60; **Special:** +2 saves vs. spells, wands and staves, spells (3/1).

Spells: 1st—*magic missile*, *shield*, *sleep*; 2nd—*continual light*.

Equipment: deerskin hide dress, staff, pouch of colorful rocks (1 is a ruby worth 10gp)

Golby Fulton

Golby is a merchant passing through with his wagon and two guards. Something on the road spooked his mules. Golby isn't certain what it was, but some creature scampered by and the mules went wild with fear. He thinks it was a large cat, but he isn't sure because dozens of other felines came racing by in pursuit. Much yowling and hissing erupted from the woods, causing one of the mules to sidestep off the path. The mule now has a sorely strained leg that magic could heal so Golby could get back on the road. He'll pay 100gp for such help, and offers a discount from one of his shops in the nearest settlement.



Golby Fulton, Halfling

Merchant: HP 3; AC 9[10]; **Atk**

club (1d4); **Move** 12; **Save** 18; **AL** N; **CL/XP** B/10; **Special:** +1 to hit with missile weapons, +4 save vs. magic.

Equipment: club.

Farmer Hamm Schinken: Farmer Schinken owns the biggest farm in the area, where he maintains a small apple orchard and raises a herd of hogs. Schinken is suspicious, superstitious, and doesn't trust the old crone Tabatha one bit. His family farm is just down the road. He stopped at the inn for a few pints and to catch whatever stories the local farmers and travelers are telling. When encountered at the Hurrie Inn, he is charming

Note

Characters don't always do what you want them to do or go where the bread crumbs lead. Since the Night Forest is near dark to dark most of the time, the characters could easily lose track of time. Therefore, it doesn't really matter when the characters make it to the mountain's summit: The moon should be full when they get there regardless!

Wenzil the Hunter

Wenzil isn't so sure the cats are to blame for the situation, though he is sure something evil has slipped into the forest from another world. Some dog-like creatures recently chased him off the mountain while he was on his way to visit his friend Thaynor on the backside of the mountain. As he fled, he felt as if he was losing his mind! He refuses to go back to his cabin in the woods.

Wenzil the Hunter (Rgr2): HP 33; AC 7[12]; **Atk** longsword (1d8) or shortbow x2 (1d6); **Move** 12; **Save** 11; **AL** N; **CL/XP** 2/30; **Special:** +2 damage vs. giants and goblin-types, alertness, tracking.

Equipment: leather armor, longsword, shortbow, 20 arrows, bronze medallion tied on a leather cord, 5sp.

What's the Deal with All These Darned Cats?

How the golden cat breed came to the Night Forest is a tale from the time of legend. In those days, the Cat Lord was wounded in a great battle against Yerlitha's folk and trapped in the world far away from his realm in the Wild. A local huntress came upon the wounded animal lord and nursed him back to health, guarding him from his enemies as he recovered. As a gift of thanks, the Cat Lord left a pair of golden cats for the huntress as faithful companions.

Typically, golden cats are just that. They have a golden pelt and brilliant green or golden eyes. As the original golden cats of the Night Forest intermingled so frequently with the local cats, their purest descendants no longer bear the traditional golden color of their namesakes. These cats (like Potato and Mr. Pants) still possess the same powers and abilities of a golden cat even though they no longer possess the pure golden color. They tend to be fond of rangers and respectful hunters.

The feral cats of the Night Forest are a unique breed of domestic cat. They are slightly larger, smarter, and more resistant to magical effects than a standard cat as they are all mixed with the enchanted breed of golden cats originally given by the Cat Lord. These feral cats gain an additional +2 to all saving throws due to their supernatural luck.

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and gregarious. He may ask the characters of news from the outside world. When the characters encounter Schinken for a second time, things are unfortunately much worse for the farmer and his family.

Hamm Schinken, Halfling Farmer (Ftr2): HP 9; AC 7[12]; **Atk** club (1d4) or sling (1d4); **Move** 9; **Save** 13; **AL** L; **CL/XP** 2/30; **Special:** +1 to hit with missile weapons, +4 save vs. magic, multiple attacks (2) vs. creatures with 1 or fewer HD.
Equipment: leather armor, club, sling, 10 stones.

2. Schinken Farms

Schinken Farms is just down the road from the inn. It is the first place the characters pass before getting to the bend in the road that leads to the Night Forest. The characters find wildly different circumstances at the farm each time they pass by.

On Their Journey into the Night Forest: The first time the characters pass, they get a friendly wave from farmer Schinken. He may be about to turn in for the night, or headed out to tend the farm or animals. **On Their Return from the Night Forest:** The second time the characters go by the farm, intellect devourers have assimilated Schinken, his wife, and his 3 farmhands. At this point, the characters may very well think the threat from the moon has passed!

Hamm Schinken, Halfling Male Farmer (Ftr2) (Intellect Devourer Host): HP 9; AC 7[12]; **Atk** club (1d4) or sling (1d4); **Move** 9; **Save** 13; **AL** L; **CL/XP** 2/30; **Special:** +1 to hit with missile weapons, +4 save vs. magic, multiple attacks (2) vs. creatures with 1 or fewer HD.
Equipment: leather armor, club, sling, 10 stones.

Mrs. Schinken, Human Female Farmer (Intellect Devourer Host): HP 4; AC 9[10]; **Atk** dagger (1d6); **Move** 12; **Save** 18; **AL** L; **CL/XP** B/10; **Special:** none.
Equipment: kitchen knife.

Farmhands, Humans (Intellect Devourer Hosts) (3): HP 5, 4x2; AC 9[10]; **Atk** fists (1hp); **Move** 12; **Save** 18; **AL** N; **CL/XP** B/10; **Special:** none.

Intellect Devourers (5): HD 5; HP 37, 34x2, 31, 30; AC 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)
Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

3. Tabatha's Cabin

Old Tabatha's cabin is at the edge of the forest. If Tabatha stormed off without the characters stopping her or immediately following the crone, they find her murdered in her camp, her head split open and her brain is missing.

If the characters follow her from the inn to her cabin, they arrive just as an intellect devourer attacks and attempts to enter her mind. If the characters rescue her, she offers them a scroll of *protection from evil* and heads back to the Hurrie Inn for protection, an apology, and to warn others.

Tabatha has a *potion of healing*, a scroll of *protection from evil*, a scroll of *invisibility*, and a scroll of *darkness* 15ft radius, 30sp, and 2 pounds of venison jerky.

Intellect Devourer: HD 5; HP 38; AC 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:**

cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

Once characters pass by Tabatha's cabin, they enter the Night Forest.

The Night Forest

The forest is dark and shadowy during the day, and darker still at night, requiring those without natural low-light vision or darkvision to bear a torch or lantern. The woods are alive with creatures — some benign, some downright evil — that the characters may encounter as they travel. Roll 1d20 once for every fork in the road (or whenever the Referee feels like it) and check the table below.

Random Encounters

1d20	Encounter
1	Dead animals
2	Maddened elk or deer
3	Maddened moose
4	Feral cat
5	Clowder of cats
6	Intellect devourer
7	Maddened fox or raccoon
8	Maddened hunters
9–20	No encounter

Dead Animal: The characters find a dead deer, elk, or goat lying on the path or in the weeds off to the side of the path. The creature's eyes are bugged out, and it has claw marks around its skull. Its brains are missing.

Maddened Elk or Deer: This is an encounter with an **elk** or **deer** that has been driven mad. The creature charges the party, thrashing to and fro with its antlers.

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

Maddened Moose: This is a dangerous encounter with a **moose** driven mad by an encounter with an intellect devourer.

Maddened Moose: HD 5; AC 5[14]; **Atk** butt (1d8) or 2 hooves (1d6); **Move** 12; **Save** 12; **AL** C; **CL/XP** 5/240; **Special:** none. (*The Tome of Horrors Complete* 640)

Feral Cat: The characters encounter a **feral cat** of the forest. The cat leads the characters to one of the nearest encounters.

Feral Cat: HD 1d6hp; AC 9[10]; **Atk** bite (1d2); **Move** 10; **Save** 18; **AL** N; **CL/XP** B/10; **Special:** none.

Clowder of Cats: A **clowder of feral cats** chases an intellect devourer. Characters have a 1-in-6 chance of seeing the fleeing intellect devourer before it vanishes into the darkness.

Clowder of Feral Cats: HD 4; AC 9[10]; **Atk** claws (1d8); **Move** 10; **Save** 13; **AL** N; **CL/XP** 4/120; **Special:** none.

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Intellect Devourer: An intellect devourer creeps up on the party, randomly singling out an opponent to feast on.

Intellect Devourer: HD 5; AC 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

Maddened Fox or Raccoon: This small critter has been driven mad by the presence of the intellect devourers.

Fox: HD 1; AC 4[15]; **Atk** bite (1d4); **Move** 15; **Save** 17; **AL** C; **CL/XP** 1/15; **Special:** surprise (1–2 on 1d6). (*The Tome of Horrors Complete* 629)

Raccoon: HD 2hp; AC 8[11]; **Atk** bite (1d2); **Move** 4 (climb 4); **Save** 18; **AL** C; **CL/XP** A/5; **Special:** none. (*The Tome of Horrors Complete* 642)

Maddened Hunters: The characters encounter a band of 1d4 hunters suffering from the effects of contact with intellect devourers. They attempt to befriend the characters, leading them to an ambush not far from the lunar gate.

Maddened Hunters (Ftr1) (1d4): HD 1; AC 7[12]; **Atk** hand axe (1d6), shortbow x2 (1d6); **Move** 12; **Save** 14; **AL** N; **CL/XP** 1/15; **Special:** none.

Equipment: leather armor, hand axe, shortbow, 10 arrows.

4. Shrine of Cat Lord

This forest clearing features a circle of standing stones carved with the likeness of various cats, including figures that are a mix of cat and man. A bust of a “cat-man” hybrid stands on the western side of the clearing. Dozens of feral cats sit in the clearing, all looking intently at a large cat with silver fur and brilliant blue eyes that seems to address the mass with yowls and purrs.

The large silver-furred cat is **Mr. Pants**, one of Gertrude’s missing pair of felines.

Mr. Pants is organizing a rescue mission to free Potato, who is holed up at the cabin of Wenzil the Woodsman.

Clowder of Feral Cats: HD 4; AC 9[10]; **Atk** claws (1d8); **Move** 10; **Save** 13; **AL** N; **CL/XP** 4/120; **Special:** none.

Mr. Pants (Silver Fur) (Golden Cat Descendant): HD 2; **HP** 10; AC 9[10]; **Atk** bite (1d4); **Move** 10; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** +2 bonus to saves, lucky/unlucky (3/day, owner rerolls die, enemies within 40ft reroll). (*The Tome of Horrors Complete* 287)

Characters able to speak with animals get the gist of the story from Mr. Pants. Mr. Pants describes tiny moon monsters that affect the minds of the woodland creatures. He says his true master ordered him to defend the forest against the threat.

Characters unable to understand the cats miss out on what is going on, but can still follow Mr. Pants as he and an entourage of feral felines head toward Wenzil’s cabin (**Area 5**). If the characters threaten the cats in any way, they melt into the woods to avoid conflict and danger.

The statue on the western edge of the clearing is a carving of the Cat Lord, one of the animal lords who rule the wild.

Leaving a saucer of cream, milk, a ball of string, or a sprig of catnip at the base of the bust of the Cat Lord grants the tribute giver a +2 on their next saving throw. This effect can be earned once per week.

5. Wenzil’s Cabin

Wenzil’s cabin is deeper in the woods and higher up the mountain. As the characters approach the clearing, they hear the yowling of several cats that appears to be coming from a woodshed next to the cabin. Other creatures are crawling on the woodshed. The bodies of cats and strange creatures that look like mashed brains with clawed feet lie around the clearing, showing signs of a fierce battle.

Attempting to enter the woodshed are 2 intellect devourers. Gertrude’s missing cat **Potato** is defending the structure.

Feral Cats (1d6): HD 1; AC 9[10]; **Atk** bite (1d2); **Move** 10; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** none.

Potato (Brown and Gold Fur) (Golden Cat Descendant): HD 2; **HP** 9; AC 9[10]; **Atk** bite (1d4); **Move** 10; **Save** 16; **AL** N; **CL/XP** 2/30; **Special:** +2 bonus to saves, lucky/unlucky (3/day, owner rerolls die, enemies within 40ft reroll). (*The Tome of Horrors Complete* 287)
Intellect Devourer: HD 5; **HP** 35, 31; AC 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

6. Hunters’ Camp

This hunters’ camp stands at a crossroads of forest trails. Sitting in a circle staring at one another over the cold campfire are 3 hunters. As the characters approach, they stand as one, turn all at the same time, and greet the characters in the same monotone voice. If any cats are present with the characters, the hunters attack, aiming at the cats with their first volley.

Currently, 3 intellect devourers are controlling the minds of the hunters, and attempt to jump into the bodies of the characters if the hunters are killed.

Hunters (Ftr3) (3) (Intellect Devourer Host): HD 3; **HP** 21, 20, 17; AC 7[12]; **Atk** hand axe (1d6), shortbow x2 (1d6); **Move** 12; **Save** 12; **AL** C; **CL/XP** 3/60; **Special:** none.

Equipment: leather armor, hand axe, shortbow, 10 arrows.

Intellect Devourers (3): HD 5; **HP** 35, 34, 31; AC 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

7. Thaynor’s Hollow

Located near a freshwater spring, the half-orc Thaynor has lived on the mountain for many moons. His only friend is Wenzil, whom he pays to bring him supplies from civilization. Thaynor was one of the first taken by the intellect devourers. His campsite shows signs of a struggle and dried blood is splattered near where his bedroll lies in disarray. The campfire is cold, and has seen a flame in several weeks, roughly since the night of the eclipse.

8. Mountain Lunar Gate

Atop the mountain is a strange half circle of standing stones that form an archway that is 10ft wide and 12ft high. A set of stairs carved into the solid rock leads up to the archway. At the foot of the stairs stands a large orc holding a massive axe across his hips. **Thaynor** is a mindless slave now, serving as a guardian for the mountaintop lunar gate with an **intellect devourer** controlling his actions. As the characters approach, they notice a rising full moon glowing within the interior of the arch, as if it had passed out of the sky and into the stone structure. A moment later, a tall, thin humanoid figure appears. **egd** Another **intellect devourer** crawls about the robes of the freakish humanoid, like a pet ferret running around the robes of some carnival barker.

The encephalon gorger sets the intellect devourer and Thaynor against the party, while it uses its powers to circle into position to slurp the brains from lightly armored opponents. If the gorger is wounded, it retreats across the lunar gate to the Crystal Dome on Sybil, figuring to wait until the characters leave the mountaintop before returning on the next moonless night when Sybil crosses through the gate's interior. The only way to stop Yerlitha's minions is to cross to her lair and dismantle her gate generator, known as the crystal machine.

If the characters follow the encephalon gorger through the lunar gate, a sensation like a hook snagging their guts as it rips them across the gulf of time and space strikes them, and they find themselves deposited on the moon Sybil in **Yerlitha's Rift** (see **Part 2**).

Thaynor, Male Orc (Intellect Devourer Host): HD 6; AC 6[13]; **Atk** battle axe (1d8+2); **Move** 9; **Save** 11; **AL** C; **CL/XP** 6/400; **Special:** none.

Equipment: battle axe.

Encephalon Gorger: HD 8; **HP** 58; **AC** 6[13]; **Atk** 2 claws (1d6+1); **Move** 6; **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** haste (2/day), mindfeed (after 2 claws hit, draw out brain for automatic 1d6 damage per round), regenerate (3hp/round), resist cold (50%). (*The Tome of Horrors Complete* 234)

Intellect Devourers (2): HD 5; **HP** 36, 30; **AC** 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

Part 2. Yerlitha's Rift

Yerlitha's Rift refers to the lunar rift of this section of Sybil where Yerlitha and her encephalon gorgers hold sway. The rift is alien in many regards to the standard material world, though it possesses a cool, damp atmosphere capable of sustaining life and affords some access to water. The rift was home to a tribe of native lunar stone giants whom the encephalon gorgers dominated and forced to mine for the crystals and mica used in their alien contraptions and devices.

Much of the rift's surface is coated in fungal forests that are home to a number of hazards, including many odd and dangerous species.

A. Lunar Gate

The lunar gate opens to various locations in the Lost Lands attuned by the many-faceted orb (**Area I-11**) in the Crystal Dome of Queen Yerlitha. The choices for travel are denoted by the phase of the moon associated with the lunar gate. Combined with the power of the crystal machine, they allow travel to a dozen other lunar gates spread across the Lost Lands.

Standard Features

Alien Atmosphere: The atmosphere is difficult to breath because of the damp and the clouds of fungal spores. Non-native creatures suffer a -2 penalty to saving throws unless they are within one of the crystal domes. This effect lasts for 1d4 days or until the non-native creatures acclimatizes to the atmosphere.

Slightly Hasty: Characters from the Lost Lands visiting the rift of Sybil for the first time discover that they move a tad quicker due to a marginally smaller gravitational difference between the Lost Lands and Yerlitha's Rift. For 1d4 days, the characters add +5 to their movement.

Strange Light: Lighting is off from the norm, making everything in the lunar rift feel like it's late dusk (similar to being under a black light). Non-native characters suffer a -2 penalty to surprise checks (roll once for the group). This effect fades in 1d4 days as creatures become accustomed to the differences.

Guarding the lunar gate is a native **stone giant** whose brain has been stolen by the gorgers and replaced by a pet intellect devourer.

Stone Giant (Intellect Devourer Host): HD 9+3; **HP** 63; **AC** 0[19]; **Atk** club (3d6); **Move** 12; **Save** 6; **AL** C; **CL/XP** 10/1400; **Special:** throw boulders (3d6 damage). (*Monstrosities* 200)

Intellect Devourer: HD 5; **HP** 33; **AC** 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

B. Fungal Fields

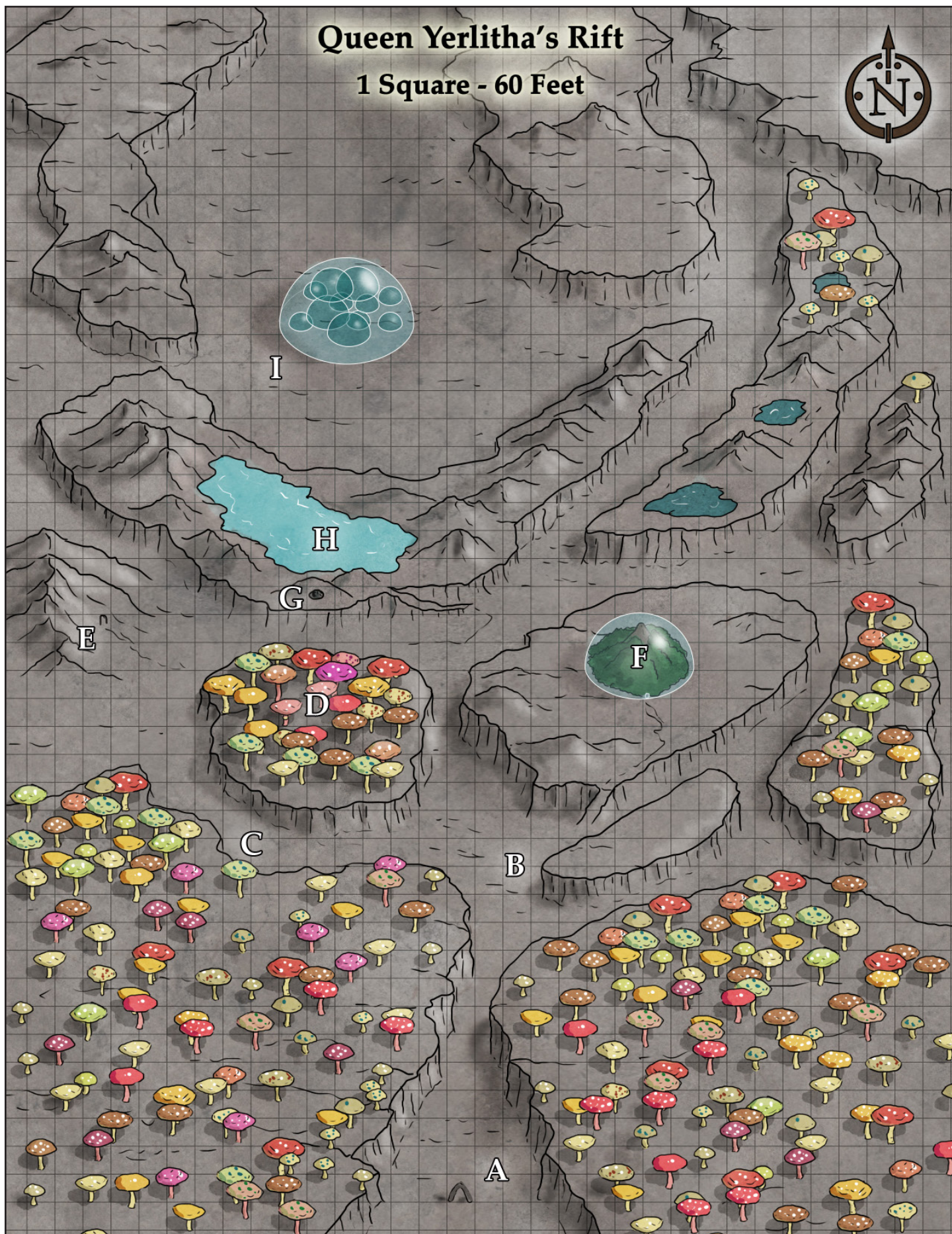
Fields of massive semi-sentient and sentient fungi coat the craters and cliffs of the region. The fungi show a commonality with the fungi of the great deeps. The common nonthreatening sorts exhibit bioluminescent tendencies, but darken if approached.

Within the fields themselves are a species of mushroom men native to Sybil. They are of little interest to the encephalon gorgers, though they avoid the giants not under their sway. The stone giants consider the mushroom men a great delicacy.

Random Encounters

Roll 1d20 for every new region the characters enter in Yerlitha's Rift.

1d20	Encounter
1	Mushroom men
2	Slime crawler
3	Carriion moth
4	Freylock the stone giant
5	Stone giant (Intellect devourer host)
6	Phycomid patch
7	Ghoul band
8	Violet fungus patch
9	Giant twilight mushrooms
10	Slime mold
11–20	No encounter



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Carriion Moth: A **carriion moth** risen from the fungus fields flies out in search of nourishment. The wail of its wings drives listeners to madness.

Carriion Moth: HD 5; AC 3[16]; **Atk** 4 tentacles (paralysis), bite (1d6); **Move** 12 (fly 24); **Save** 12; **AL** N; **CL/XP** 8/800; **Special:** drone (*confusion* as spell, 2d4 rounds, save resists), paralysis (2d6 rounds, save resists), stench (upon death, 5ft gas cloud, save or nauseated for 1d4+1 rounds). (*The Tome of Horrors Complete* 82)

Freylock the Stone Giant: A native lunar **stone giant** in search of his lost kinfolk hides among the canyons. Freylock is convinced that something happened to his relatives and seeks answers. If the characters are friendly, he may support their cause. He is already suspicious of the beings dwelling within the crystal domes.

Freylock, Male Stone Giant: HD 9+3; AC 0[19]; **Atk** club (3d6); **Move** 12; **Save** 6; **AL** C; **CL/XP** 10/1400; **Special:** throw boulders (3d6 damage). (*Monstrosities* 200)

Ghoul Band: A pack of 2d4 hungry ghouls and 1d2 ghouls hunt the lunar surface in search of flesh.

Ghouls (1d2): HD 4; AC 4[15]; **Atk** 2 claws (1d3), bite (1d6); **Move** 15; **Save** 13; **AL** C; **CL/XP** 5/240; **Special:** paralyzing touch (3d6 turns, save resists), stench (10ft, save or -2 to hit). (*Monstrosities* 189)

Ghouls (2d4): HD 2; AC 6[13]; **Atk** 2 claws (1d3), bite (1d4); **Move** 9; **Save** 16; **AL** C; **CL/XP** 3/60; **Special:** immunities (charm, sleep), paralyzing touch (3d6 turns, save resists).

Mushroom-Men: The characters encounter 1d4 **mushroom-men** who dwell among the fungus forests. They are of the tribe of Phycil the Elder and hate mammalian lifeforms. The mushroom-men attempt to capture characters to torture them for information and to discern how their organs work. Any prisoners are taken to Phycil's camp.

Mushroom-Men (1d4): HD 3; AC 5[14]; **Atk** spear (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** spores (release 1d6 spores upon death, grow to 2HD mushroom-men within 1d4 rounds). (*Monstrosities* 341)

Phycomid Patch: A dense **phycomid patch** covers the corpse of a dead stone giant.

Phycomid Patch: HD 4; AC 4[15]; **Atk** fluid globule (1d6 acid plus spore infection); **Move** 3; **Save** 13; **AL** N; **CL/XP** 5/240; **Special:** acid globule (20ft range), spore infection (save or 1d6 damage per 10 minutes, *cure disease* heals). (*The Tome of Horrors Complete* 430)

Slime Crawler: These 2d6 **slime crawlers** dwell among the fungus growing from the desiccated bodies of their deceased final evolution.

Slime Crawler (2d6): HD 1; AC 4[15]; **Atk** tentacles (1d3), bite (1d4); **Move** 9 (climb 6); **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** slippery (save or fall prone). (*The Tome of Horrors Complete* 504)

Slime Mold: The party stumbles across a slippery patch of deadly **slime mold**.

Slime Mold: HD 4; AC 9[10]; **Atk** slam (1d8+1 + disease); **Move** 3; **Save** 13; **AL** N; **CL/XP** 4/120; **Special:** fungal rot (1d6 damage daily until healed), immune to fire. (*The Tome of Horrors Complete* 505)

Stone Giant (Intellect Devourer Host): An **intellect devourer** is affixed to the mind of this **stone giant**, slowly eating at the giant's mind as it controls the being. The dominated giant attempts to capture characters and take them to the giants' dome.

Stone Giant (Intellect Devourer Host): HD 9+3; AC 0[19]; **Atk** club (3d6); **Move** 12; **Save** 6; **AL** C; **CL/XP** 10/1400; **Special:** throw boulders (3d6 damage). (*Monstrosities* 200)

Intellect Devourer: HD 5; AC 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)
Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.

Twilight Mushrooms (Giant): Exactly the same as their smaller counterparts, this thick patch of 1d3+3 **twilight mushrooms** exudes deadly spores.

Giant twilight mushrooms are purplish-black mushrooms about 6ft to 10ft in height. They grow in patches of 5–10 mushrooms and are usually found in damp, dark underground areas. Twilight mushrooms sense vibrations and exude a cloud of noxious and choking dust when a living creature comes within 30ft of a patch. Creatures within the area must succeed on a saving throw or take 2d6 points of damage. One minute later, another saving throw must be made — even by those who succeeded on the first one — to avoid another 1d6 points of damage. Whether the saves are successful or not, a creature is disabled for 2d4 rounds from fits of choking and coughing. Such a creature can take no action other than to defend itself. Sunlight renders twilight mushrooms dormant, and cold instantly destroys them. (*The Tome of Horrors Complete* 579)

Violet Fungus Patch: A patch of 2d6 **violet fungi** wriggles and waves its tentacles as the party approaches.

Violet Fungi (2d6): HD 3; AC 7[12]; **Atk** 4 tendrils (rot); **Move** 1; **Save** 14; **AL** N; **CL/XP** 4/120; **Special:** tendrils cause rot (save resists). (*Monstrosities* 183)

C. Fungus Folk Camp

This is the camp of **Phycil**, **shroom chieftain** and shaman of his tribe of 3d6 **mushroom-men**. A spore of the great Magopyccic itself, it too aspires to grow to a colossal size so that it may rain down spores of war against the annoyingly bright planet below.

The lunar mushroom-men are cruel, seeking to torture mammalian lifeforms to determine how best to eradicate them all in their half-formed plot to conquer the Lost Lands.

Phycil's folk expose captured mammals to a variety of fungi, slime, and molds to determine which works best for their nefarious purposes.

Mushroom-Men (2d6): HD 1; AC 5[14]; **Atk** dagger (1d4); **Move** 12; **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** none. (*Monstrosities* 341)

Mushroom-Men (1d6): HD 3; AC 5[14]; **Atk** spear (1d6); **Move** 12; **Save** 14; **AL** C; **CL/XP** 5/240; **Special:** spores (release 1d6 spores upon death, grow to 2HD mushroom-men within 1d4 rounds). (*Monstrosities* 341)

Phycil, Shroom Chieftain: HD 8; AC 6[13]; **Atk** staff (1d6); **Move** 9; **Save** 8; **AL** C; **CL/XP** 10/1400; **Special:** control plants, plant growth, druid spells (3/2/2). (*Monstrosities* 424)

ENCEPHALON GORGERS ON THE MOON

Spells: 1st—*detect magic, faerie fire, locate animals*; 2nd—*cause light wounds* (x2); 3rd—*call lightning, protection against fire*.

Carved into the stump of a huge toadstool are petroglyphs detailing the legend of Magopyccic, a colossal sentient fungus whose spores are said to have spread throughout the cosmos, devouring worlds and granting their desiccated husks to its fungoid offspring. Searching the stump reveals a secret compartment within the mouth of the Magopyccic, where the fungus folk gather their treasures.

Treasure: *Potion of giant strength, scroll of plant growth, scroll of shield*, and 20 rare moonstone gems worth 100gp each.

D. Altar of the Fungus Queen

Deep within the fungus gardens stands an altar of filth dedicated to the Fungus Queen, an alien goddess whose spores arrived on Sybil in ancient eons lost to time. She is the counter to the Magopyccic, though each seeks the same ultimate goal: to conquer the Lost Lands. A large **carrion moth** and **2d4+4 slime crawlers** were drawn to the altar and remain in the area as its protectors.

Carrion Moth: HD 8; HP 54; AC 3[16]; Atk 4 tentacles (paralysis), bite (1d8); **Move** 9 (fly 18); **Save** 14; **AL** N; **CL/XP** 11/1700; **Special:** drone (*confusion* as spell, 2d4 rounds, save resists), paralysis (2d6 rounds, save resists), stench (upon death, 5ft gas cloud, save or nauseated for 1d4+1 rounds). (*The Tome of Horrors Complete* 82)

Slime Crawler (2d4+4): HD 1; AC 4[15]; Atk tentacles (1d3), bite (1d4); **Move** 9 (climb 6); **Save** 17; **AL** N; **CL/XP** 1/15; **Special:** slippery (save or fall prone). (*The Tome of Horrors Complete* 504)

Placing 50 pounds of rotten meat upon the altar and saying prayers to the Fungus Queen grants the petitioner immunity to the effects of fungus spores for 24 hours.

E. Temple of the Yellow God

High atop a peak rising from the benighted hills stands a solid block of polished hematite that glitters with reflected starlight. Swords, axes, arrowheads, pieces of archaic iron and steel armor, and sheets of sundered mail cling to the lower 10ft of the structure. A single doorway pierces the block, with a staircase descending into the interior of the structure.

The reason the walls of the building are covered in weapons and armor becomes apparent when the magnetic nature of the hematite begins to draw on ferrous metals brought within 20ft of the structure. Creatures caught in the grasp of the magnetic pull must roll below their strength on 4d6 to avoid becoming stuck to one of the walls of the shining black block. Ferrous items stuck to the walls can be removed with the same strength roll. If characters don't want their metallic items to become stuck, they must remove them and leave them at least 20ft from the structure.

E-1. Prayer Room

Within the stone block is a prayer room.

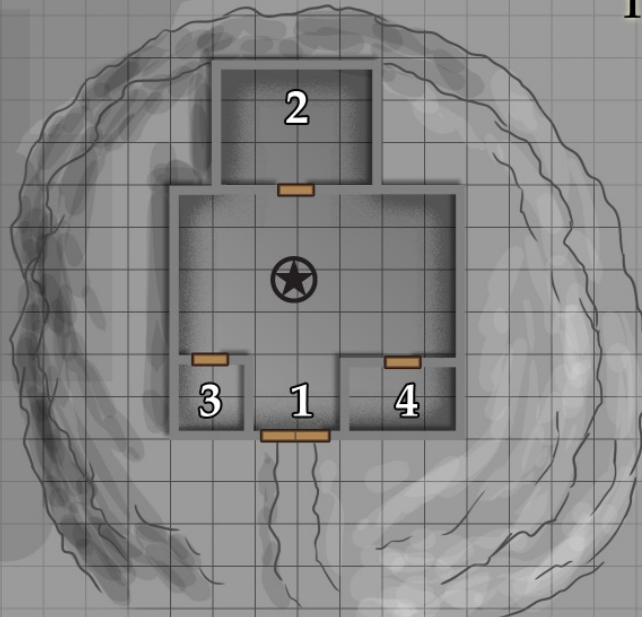
A solitary figure shrouded in a golden robe spun from the silks of a slime crawler sits quietly in the chamber.

The horrible priest beneath the robe defies description and to face its gaze is to stare into the eyes of a mad god. The priest is an **uggoth**. It attacks characters who are not true veneratees of the Yellow God, though it waits several rounds in silence before unleashing its mental blasts. While it waits, it summons the guards from Area E-3.

Yellow Priest, Uggoth: HD 9; HP 65; AC 4[15]; Atk 2 claws (1d4), 4 tentacles (1d6 plus grab); **Move** 12 (swim 12); **Save** 6; **AL** C; **CL/XP** 11/1700; **Special:** darkvision (60ft), magic resistance (15%), magical abilities, mind thrust (3/day, 40ft,

Area E: Temple of the Yellow God

1 Square - 5 Feet



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one target, 4d6 damage, save for half), spell reflection (5%).
(*Tome of Horrors* 4 225)

Magical abilities: at will—*charm person, detect magic, ESP, suggestion*; 1/day—*charm monster, phase door*.

E-2. Priest's Room

The Yellow Priest's quarters are located behind the altar area where the creature sits contemplating the universe. Within its quarters are 10 jars on a high shelf. The first 3 jars contain 5 doses each of red, violet, and black lotus. The remaining 7 jars contain the heads of travelers who found their way to the Temple of the Yellow God and were found lacking in conviction. A pile of armor and equipment made from moon metal includes a suit of +1 *plate mail*, a +1 *shield*, a +1 *longsword*, a *wand of lightning bolts* (4 charges), a *potion of healing*, 223gp, and a fist-sized topaz worth 50gp.

Lotus Effects

The lunar versions of the lotus flower cause different effects in anyone who burns the plant and breathes the smoke, or chews the leaves. The Referee is free to adjust the effects as she sees fit.

Type	Effect
Red	Induces a berserker rage (+2 to hit and damage for 1d6 rounds)
Violet	Cures mental afflictions such as confusion, madness, etc.
Black	Paralyzes for 2d6 hours (15% chance of death)

E-3. Sanark's Cell

The human wizard Sanark sits gibbering in this cell, his mind overwhelmed by the constant tormenting visions of the Yellow God. Sanark was traveling the Astral Plane when the sorcerous effects of Yerlitha's many-faceted orb ensnared him. If his mind is restored (possibly via the violet lotus in **Area E-2** or some other magic), he may offer his services as a guide to locations in this region of the moon Sybil. He may also show characters a way to return to their world once the crystal machine is dismantled.

Sanark, Human Male (MU6): HP 19 (currently 4); AC 9[10] or 2[17] (missile) and 4[15] (melee) from *shield* spell; **Atk** staff (1d6); **Move** 12; **Save** 10; **AL** N; **CL/XP** 7/600; **Special:** +2 save vs. spells, wands and staves, spells (4/2/2).

Spells: 1st—*charm person, magic missile, shield, sleep*;
2nd—*invisibility, phantasmal force*; 3rd—*hold person, slow*.

Equipment: robes, staff.

E-4. Guardroom

Waiting here until the Yellow Priest summons them to defend the uggoth from would-be attackers are **2 barrow wights** that once followed the Yellow God. They were blessed by the mad lord to be his priest's eternal guardians.

Barrow Wights (2): HD 6; AC 3[16]; **Atk** slam (1d4 + drain 1 level); **Move** 12; **Save** 11; **AL** C; **CL/XP** 10/1400; **Special:** insanity gaze (30ft, as *symbol of insanity*, save resists), level drain (1 level). (*The Tome of Horrors Complete* 595)

F. The Acclimatizing Dome

Rising from the plateau stands a massive crystal bubble — a structure similar to another great bubble in the distance, yet no more diminutive in comparison. A large circular crystal doorway allows entry. The doorway has a wheel mechanism attached to it that requires an Open Doors check with a –1 penalty to open. It may otherwise be opened via *telekinesis*, *knock*, or a similar power or spell.

Within the bubble are **2 mindless stone giants** who serve the **encephalon gorgor Shiniva**. The encephalon gorgor runs the acclimatizing pods found within this crystalline enclosure.

The dome contains a near-perfect replica of the Night Forest and possesses an eerily similar atmosphere and smell. Great pine trees brush against the crystalline domed ceiling, which itself replicates the star-scape of the Night Forest. The dome is used to help creatures native to Sybil acclimatize to the atmosphere of the Lost Lands.

Captured prisoners are brought here first for acclimatization before they are wired to Carter to capture their memories. They are then either devoured or added to the material in the brain lab (**Area I-7**).

In the center of the dome is a collection of sarcophagus-like crystalline cocoons. Two cocoons are large enough for stone giants. Four others are smaller, being roughly the size of men. A dozen cocoons are roughly the size of a human head.

Beings entering the cocoons (or placed there) are cured of all effects related to the detrimental lunar rift conditions detailed at the beginning of this section. The cocoons acclimatize characters to the lunar effects, allowing them to ignore such things as the alien atmosphere, added speed, and strange lighting. Lunar beings who enter the cocoons are likewise prepped for effects that the Lost Lands place upon their physical being.

Shiniva, Encephalon Gorgor: HD 8; HP 60; AC 6[13]; **Atk** 2 claws (1d6+1); **Move** 6; **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** haste (2/day), mindfeed (after 2 claws hit, draw out brain for automatic 1d6 damage per round), regenerate (3hp/round), resist cold (50%). (*The Tome of Horrors Complete* 234)

Stone Giants (Intellect Devourer Hosts) (2): HD 9+3; HP 64, 60; AC 0[19]; **Atk** club (3d6); **Move** 12; **Save** 6; **AL** C; **CL/XP** 10/1400; **Special:** throw boulders (3d6 damage). (*Monstrosities* 200)

Intellect Devourers (2): HD 5; HP 33, 30; AC 4[15]; **Atk** 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic, ESP, inflict light wounds*; 3/day—*invisibility, darkness* 15ft radius.

G. Spiders of Time and Memory

A single hole is bored into this rocky hill that overlooks a star pool beyond. The hole is 10ft in diameter and descends roughly 100ft to a spherical cavern 50ft across that is strung in every direction with glittering strands of silver.

The strands are actually the webs of a den of **3 temporal crawlers**. They nest here, occasionally devouring prey that springs forth from the star pool (**Area H**). The temporal crawlers act quickly to seal the entrance hole to their lair once characters enter, then rely on the *slow* ability of their web and their paralytic bite to quickly finish off trapped prey.

A hidden opening in the back of the cavern opens onto the shores of the star pool.



Temporal Crawlers (3): HD 6; AC 5[14]; Atk bite (1d6 + paralysis); **Move** 12 (climb 6); **Save** 11; **AL** N; **CL/XP** 8/800; **Special:** paralysis (1 round, save resists), slowing webs (save resists). (*The Tome of Horrors Complete* 544)

H. The Star Pool

This small lake atop the plateau overlooking the Crystal Dome of Yerlitha is one of many anomalies found on the strange moonscape of Sybil and in a few far-flung regions of the Lost Lands. The pool is roughly 300 yards by 600 yards and is filled with an icy cold liquid substance that seems to reflect the stars in the sky. Closer observation reveals that the pool is reflecting stars, but not stars from a universe any of the characters know.

The pool is a portal through space and time, as well as a gate to the Astral or Ethereal planes. Touching or otherwise drinking from the pool causes random results that can be highly dangerous to those who choose to test its waters.

Star Pool Effects

Roll 1d20 to determine the effect of contacting the waters of the star pool. The effects are instantaneous, although the Referee may allow a save to halt being pulled through to another plane or to resist some other random effect.

1d20	Result
1	Transported to the Astral Plane (character vanishes until summoned or retrieved)
2	Transported to the Ethereal Plane (character vanishes until summoned or retrieved)
3	Age 1d6x10 years

1d20	Result
4	Grow younger by 1d6x10 years
5	Summons a time flayer that attacks for 1d4+2 rounds before vanishing
6	Sent 1d4 days back in time
7	Sent 1d4 days into the future
8	Healed 2d6 hit points
9	Takes 2d6 hit points of damage
10	Disintegrated (save avoids)
11	Alternate reality clone (as <i>clone</i> spell)
12	Hasted as per the spell for 1d4 hours and ages 1d4 years
13	Slowed as per the spell 1d4 hours
14	Refracted (as <i>mirror image</i> spell) for 1d2 days or until images are destroyed/dismissed
15	Displaced for 1d2 days (+2 AC bonus, +2 saving throws)
16	Teleported 1d20 miles in a random direction
17	Feebleminded (permanent until healed)
18	Prescient (gains <i>clairvoyance</i> or <i>clairaudience</i> , and a +2 bonus to saves for 1d2 days)
19	Gains random immunity to specific damage type for 1d4 days (Roll 1d6: 1-2 , cold; 3-4, electricity; 5-6, fire)
20	Gains random weakness to specific damage type for 1d4 days (Roll 1d6: 1-2 , cold; 3-4, electricity; 5-6, fire)

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Time Flyer: HD 13; AC 0[19]; **Atk** longsword (1d8+3); **Move** 9; **Save** 3; **AL** N; **CL/XP** 16/3200; **Special:** +1 or better weapon to hit, bend reality (50% chance to miss), temporal displacement (3/day, send foe 1d4 rounds into future, save avoids), time jaunt (as *teleport*). (*The Tome of Horrors Complete* 561)

I. The Crystal Dome of Queen Yerlitha

This lunar dome is 280ft in diameter and 100ft tall at its zenith. The dome is made from quartz and mica mined from deep beneath the surface of Sybil by the enslaved native stone giants. The dome itself holds several smaller domes, each consisting of various lairs and biomes used by the encephalon gorgers for their experiments.

I-1. Entrance

Beyond the portal is a broad crystalline area where several staircases and bridges lead to various smaller domes ranging in size from 15ft to 60ft in diameter hanging above the ground-floor entrance.

I-2. Dome Floor

The floor level itself is composed of various outcroppings of mica, quartz, and selenite flowers the size of a man and larger. The crystals mined by the enslaved stone giants have hatched **1d3 caterprisms** that roam the floor of the dome. They considered more of a nuisance than anything else.

A single bridge rises from the dome's floor to a 40ft-diameter dome near the center of the larger space.

Caterprisms (1d3): HD 6; AC 3[16]; **Atk** 4 legs (1d8), bite (1d6); **Move** 9; **Save** 11; **AL** N; **CL/XP** 8/800; **Special:** crystal silk (20ft, hardens for 3d6 damage, save for half), crystalline mandibles (natural 20 severs head). (*The Tome of Horrors Complete* 84)

I-3. Guard Dome

Visitors who arrive but are not accompanied by an encephalon gorger (or who have not been cleared by Queen Yerlitha) are attacked by a **crystalline golem**. The golem blends in fairly well with the surrounding walls. One doorway leads to a stairway leading to the mist dome (**Area I-4**). A bridge leads to the bridge control platform (**Area I-6**).

Common Features

Doors: The doorways to the various sections of the dome are sealed with a wheel mechanism that requires an Open Doors check with a -1 penalty to open. Encephalon gorgers are capable of opening and closing the doors at will using the power of their minds. The doors may otherwise be opened via the use of *telekinesis*, *knock*, or similar power or ability.

Moving Stairways: Most of the stairways are not permanently attached and are instead controlled via a central control disk where an encephalon gorger moves the staircases to the appropriate locations. The only permanent staircases are between the mist dome (**Area I-4**) and Carter's isolation chamber (**Area I-5**); the guard dome (**Area I-3**) and the bridge control platform (**Area I-6**); and the crystal machine (**Area I-10**) and the many-faceted orb (**Area I-11**).

Alien Air: The air within the dome is set to the particular systems of the encephalon gorgers. It takes 1d2 days to acclimatize to their air quality. In the meantime, characters traveling inside the large dome suffer 1d6 points of damage each day they spend in the alien environment.

Crystalline Golem: HD 8; HP 40; AC 2[17]; **Atk** 2 slams (1d6); **Move** 12; **Save** 8; **AL** N; **CL/XP** 11/1700; **Special:** crystalline destruction (10ft, explodes upon death for 5d6 damage, save for half), immunities (fire, lightning), immune to most magic (except *transmute rock to mud* [slows for 2d6 rounds], *transmute mud to rock* [heals all hp], *stone to flesh* [negates immunity to magic for 1 round]), vulnerable to sonic damage (200%). (*Tome of Horrors* 4 108)

I-4. Mist Dome

This hemispherical dome is home to one of Yerlitha's prized possessions: a **devouring mist**. Sigils of *protection from evil* are drawn around the outer rim of the doorway to keep the unholy creature trapped within the dome. Peering through the doorway, characters see a thick red mist that leaves a sticky film along the edges of the wall. Human-like figures can almost be made out in the mist, though they are fleeing. Occasionally, a clawed humanoid hand slaps the crystal wall.

Yerlitha captured the mist and placed it within this crystal dome to serve as a guardian. The creature cannot attack anyone under the ward of a *protection from evil* spell. This is not the case, however, for the **4 vampires** trapped in the dome with it.

Devouring Mist: HD 14; HP 97; AC 6[13]; **Atk** 2 slams (2d6); **Move** 0 (fly 15); **Save** 3; **AL** C; **CL/XP** 16/3200; **Special:** blood drain (regains 1hp per point of damage), create spawn (rise as vampires in 1d4 days), immune to weapons (half damage from magic weapons), magic resistance (50%). (*Tome of Horrors* 4 56)

Vampires (4): HD 7; HP 50, 46, 45, 39; AC 2[17]; **Atk** bite (1d10 + 2 level drain); **Move** 12 (fly 18); **Save** 9; **AL** C; **CL/XP** 10/1400; **Special:** +1 or better weapons to hit, charm gaze (-2 save, as *charm person*), drain 2 levels with hit, gaseous form, killed only in coffin, regenerate (3hp/round), shapeshift, summon rats or wolves.

I-5. Carter's Isolation Chamber

This crystalline prison near the top of the dome serves as the prison and isolation chamber of **Carter**, a **memory child** who appears to be a precocious young boy of about 7 years old with a thin, almost frail frame, and large watery eyes. A series of wires protrude from the boy's spine and hooked into a large helmet. The wires leave just enough slack to grant Carter full range of movement throughout the room, and run upward to a metallic arm hanging from the ceiling. The wires connect to spider webs of gold threaded throughout the crystal walls of his cell.

The boy is friendly and asks if the characters are there to free him. He doesn't like the "monsters" that have been "feeding on his dreams," and wants to resume his journeys. Carter came across a star pool in his own dimension and ended up here, where the encephalon gorgers soon captured him. His mental powers were put to use finding different worlds where the encephalon gorgers could open new gates using the crystal machine (**Area I-10**).

Removing the helmet and wires from Carter requires a Delicate Tasks check. Five contact points are attached to Carter, though one successful check easily removes all of them. A failed check deals 1d6 points of damage to Carter, and causes him to lash out in a temper tantrum that harms those around him.

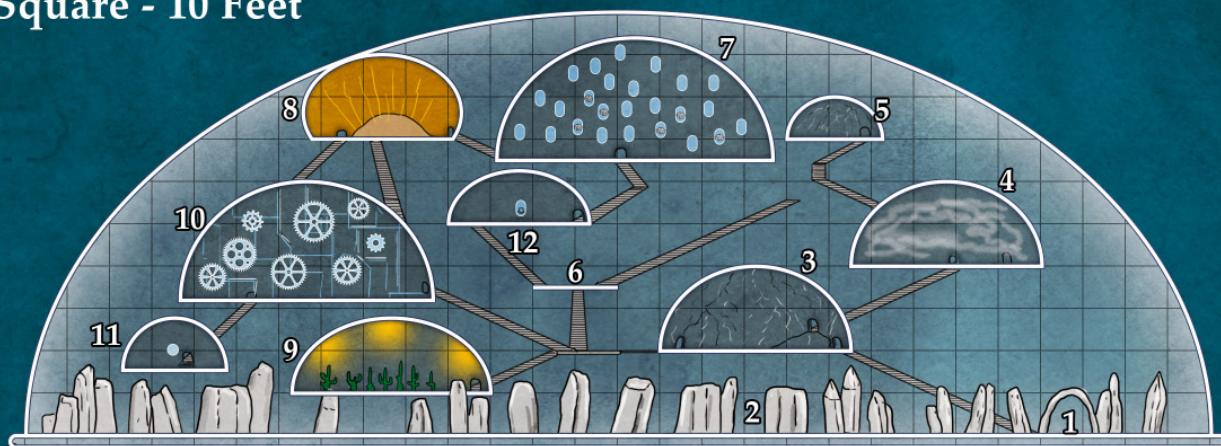
Characters can use magic such as *charm monster* to calm Carter (or Referees may allow characters to roleplay keeping the memory child calm). Additional attempts can be made to remove the wires if Carter remains calm.

If successfully removed from the machine, Carter shows the characters how to disable the many-faceted orb (**Area I-11**) and the codes to the bridge control platform (**Area I-6**). This knowledge comes at a price, however, as it involves flooding the character with Carter's stored memories.

If freed from his prison, Carter asks only to be led to the front door. He makes his own path to the star pool (**Area H**) where he intends to continue his strange journey.

Area I: The Crystal Dome of Queen Yerlitha

1 Square - 10 Feet



Top-Down Schematics

1 Square - 10 Feet



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Carter, Memory Child: HD 8; HP 52; AC 5[14]; **Atk** mind drain (1d6); **Move** 12; **Save** 8; **AL** N; **CL/XP** 8/800;
Special: mind flood (dazed for 1d6+2 rounds, confusion as spell for 1 hour, save negates daze, reduces confusion 1 round), spell-like abilities. (*The Tome of Horrors Complete* 376)
Spell-like abilities: at will—ESP.

I-6. Bridge Control Platform

The **encephalon gorgor Voorlix** guards a quartz panel covered with various bejeweled buttons. Voorlix communicates telepathically with other encephalon gorgers, and moves the bridges from their location to their destination based on their needs. Moving a bridge takes 1d4 rounds.

The panel is complicated, requiring 3 buttons to be pushed simultaneously to change the locations of the bridges. See the table below for the combinations required.

Bridge Button Combinations

Button 1	Button 2	Button 3	Result
Ruby	Ruby	Ruby	Moves a bridge to the mist dome (Area I-4)
Emerald	Emerald	Emerald	Moves a bridge to the cactant (Area I-9)
Sapphire	Sapphire	Sapphire	Moves a bridge to the lightning dome (Area I-8)
Sapphire	Emerald	Ruby	Moves a bridge to the crystal machine (Area I-10)
Ruby	Emerald	Ruby	Moves a bridge to Yerlitha's throne room (Area I-12)
Sapphire	Ruby	Sapphire	Moves a bridge to the brain lab (Area I-7)

Hitting any other combination causes the bridges to lock up for 1d4 minutes. Three consecutive failed attempts breaks the machine, locking the bridges in place until they can be repaired. Repairing the bridges requires a character to roll below his intelligence on 6d6 and takes 1d4 hours.

If Voorlix is attacked, he defends the platform, and uses his mental powers to warn others of the intruders.

Voorlix, Encephalon Gorgor: HD 8; HP 57; AC 2[17];
Atk 2 claws (1d6+1); **Move** 6; **Save** 8; **AL** C; **CL/XP** 9/1100;
Special: haste (2/day), mindfeed (after 2 claws hit, draw out brain for automatic 1d6 damage per round), regenerate (3hp/round), resist cold (50%). (*The Tome of Horrors Complete* 234)

Equipment: bracers of defense AC 2[17].

I-7. Brain Lab

Clear quartz vats line the walls of this crystalline bubble.

Some of the vats are filled with artificially grown brains that the encephalon gorgers manufacture to fill their insatiable craving for cranial fluids. These globules of brain matter are frequently refreshed with new brains taken from creatures captured on the worlds the encephalon gorgers raid with the help of the crystal machine, the many-faceted orb, and their lunar gate. The false brains are fed memories drained from the memory child Carter (**Area I-5**) so that they do not fail or become overly abnormal.

Some of the brains in the brain lab are used to create new intellect devourers to replace those destroyed on the encephalon gorgers' frequent planetary raids.

Xlauric, Yerlitha's second-in-command, runs the brain lab. The encephalon gorgor is hard at work creating new intellect devourers to replace the batch recently released into the Night Forest. Currently, 4 intellect devourers roam the brain lab.

Destroying the vats limits the encephalon gorgers' ability to produce new brain matter or to breed new intellect devourers for 1d6 months or possibly longer.

Xlauric, Encephalon Gorgor: HD 8; HP 61; AC 6[13]; **Atk** 2 claws (1d6+1); **Move** 6; **Save** 8; **AL** C; **CL/XP** 9/1100;
Special: haste (2/day), mindfeed (after 2 claws hit, draw out brain for automatic 1d6 damage per round), regenerate (3hp/round), resist cold (50%). (*The Tome of Horrors Complete* 234)

Equipment: wand of paralyzation (4 charges), 6 potions of extra healing.

Intellect Devourers (4): HD 5; HP 37, 35x2, 30; AC 4[15];
Atk 4 claws (1d4); **Move** 15; **Save** 12; **AL** C; **CL/XP** 7/600;
Special: cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—detect magic, ESP, inflict light wounds; 3/day—invisibility, darkness 15ft radius.

I-8. The Lightning Dome

This crystalline structure is covered with fine gold filaments that protrude from the top of the dome before connecting to copper wire dipped in raw rubber from some far-off jungle dominated by the encephalon gorgers and their servitors. The wires descend from the lightning dome to the crystal machine (**Area I-10**).

A huge amorphous **lightning bladder** within the lightning dome occupies two-thirds of the space. The blob is pierced with four quartz-tipped golden spears that are in turn bolted to the ceiling of the egg-like room. The entire space stinks of acid and ozone.

Removing the four spears takes 1d6+2 rounds to complete and deals 1d6 points of electrical damage per round to the character attempting the feat (save for half). Removing all four spears also inflicts 1d8 points of damage to the bladder, angering it in the short term.

The blob is used to generate energy for the crystal machine. If the rods are removed, the machine's batteries drain and it becomes nonfunctional in 2d6 minutes. Any power loss causes the encephalon gorgers and any of their remaining servitors to head toward the lightning dome to see what is amiss.

The four quartz spears act as *javelins of lightning* that deal 1d6 points of damage with a successful hit, plus an additional 1d6 points of electrical damage.

Lightning Bladder: HD 8; HP 58; AC 9[10]; **Atk** pseudopod (1d6 + 1d6 acid); **Move** 6 (swim 12); **Save** 8; **AL** N; **CL/XP** 11/1700; **Special:** acid (additional 1d6 damage), electrical discharge (if sharp weapons pierce skin, lightning does 2d6 damage to random foe within 20ft, save for half), immunities (cold, electricity and fire). (*Tome of Horrors 4* 135)

I-9. Biome of the Cactant

This strange chamber is unusually hot compared with the others. Bright crystalline lights cast a yellow-orange glow across the sand-swept ground. A series of large cacti covered in brilliantly colored flowers grow up from the floor. A control panel stands at the top of a stairway leading down to the hot sand.

A knob on the control panel controls the brightness and heat within the room. The heat can be turned up as high as 125° F or as low as 0° F. Turning the knob to zero also turns off the light in the room and deals 1 point of damage per round to the room's only intelligent inhabitant: **Juaro the cactant**.

The encephalon gorgers frequently torture Juaro, and the cactant would be happy to flee its sandy prison and face its foes. Juaro needs to be kept warm and prefers hot, dry weather.

Juaro the Cactant: HD 9; HP 67; AC 5[14]; **Atk** 2 slams (1d8 plus 1d4 bleed); **Move** 12; **Save** 6; **AL** L; **CL/XP** 12/2000;

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Special: bleed (automatic 1d4 damage per round until magically healed), needle storm (5/day every 1d4 rounds, 30ft radius burst, 7d6 damage and 2d4 bleed, save for half), spell-like ability, vulnerable to fire. (*Tome of Horrors 4* 171)
Spell-like ability: 3/day—*plant growth*.

I-10. Crystal Machine

A machine fills this 60ft-diameter dome from floor to ceiling, its crystals grown from blocks of living quartz. The crystals crackle with electricity and the entire crystal machine vibrates furiously at a frequency that is deadly to the touch. Crossing through the room is difficult without knowing the exact path Yerlitha uses to get to the many-faceted orb.

The path through the crystal machine may be gleaned from the memory child Carter (**Area I-5**) if the characters helped him.

If the lightning bladder (**Area I-8**) remains active, making it to the doorway leading to the many-faceted orb requires a character to roll below his dexterity on 3d6 three successful times to cross. Failure means a character touches one of the crystals and suffers 3d6 points of electrical damage and 3d6 points of sonic damage from the powerful vibrations unless they make a saving throw for half damage. If the characters received information about the best path through the crystals from Carter, they only have to make 2 checks to cross the dangerous room.

If the bladder was disabled or destroyed, the gears are still and contain only residual electrical energy. Characters touching a crystal take only 2d6 points of electrical damage (with a save for half damage).

I-11. The Many-Faceted Orb

This small 15ft-diameter crystal hemisphere holds the **many-faceted orb**. The orb is a 1ft-diameter crystal globe hovering roughly 3ft off the ground. The orb is cut with hundreds of brilliant facets and is polished to a mirror hue. The orb is warm to the touch, having an almost flesh-like feel to it.

Anyone viewing the many-faceted orb is bombarded with images of infinite worlds and infinite universes. The encephalon gorgers' influence has corrupted the orb, causing the facets to reveal scenes of horror and destruction as it feeds on the viewer's most perverse fears.

The Many-Faceted Orb (Relic)

The many-faceted orb is an exotic magical item that was drawn from the star pool. It is unknown if the relic is a magical creature, an artificial intelligence, or an item of pure magic that has taken on a life of its own. When attached to the encephalon gorgers' crystal machine, the many-faceted orb serves as a control panel that allows lunar gates to open on worlds within the multi-dimensional spheres of Sybil. In order to use its powers, the orb must be possessed by a stronger will than its own. This requires a battle of wills between the orb and its potential user.

The would-be possessor rolls 1d6 per hit die against the orb (which rolls 9d6). The higher roll wins control. If the orb wins, the character takes 3d6 points of damage from the failed attempt. A being also has a 10% cumulative chance per failed attempt of having his mind absorbed into the orb, leaving the character a mindless husk.

The many-faceted orb speaks through telepathy, and has hearing and vision of 60ft. The orb's home universe was destroyed long ago, but it still remotely views other dimensions hoping to somehow find this lost dimension. It attempts to gain access to the minds of someone it believes is strong enough to return it to its home world ... though it never seems to remember that its home world is no more.

Once a wielder possesses the orb, it grants the user a deeper understanding of the universe. A being possessing the many-faceted orb is filled with a morose sense of longing and a desire to explore new places, though the being finds itself dissatisfied with the destination upon arrival. :

1/day—*clairvoyance*, *dimension door*, *teleport*.

1/week—*plane shift*.

Observers must make a saving throw with a –2 penalty or be stricken with madness that does not abate until the characters either leave the vicinity of the orb, or until someone other than Queen Yerlitha dominates and possesses the orb.

I-12. Yerlitha's Throne Room

This dome serves as the personal sanctum of the encephalon gorger known as **Queen Yerlitha**.

Yerlitha sits on a crystal throne sipping from a vat of brain tissue grown for her by Xlauric. She telepathically guides her minions in their assaults on the various locations touched by the lunar gates. Yerlitha is always protected by **2 encephalon gorger bodyguards**.

Yerlitha is encountered in the throne room only if it is one of the first places the characters access using the bridge control platform (**Area I-6**), or if the characters are captured and brought before her. Otherwise, Queen Yerlitha and her minions use their mindsense to locate and capture the characters so they can be tortured and their brains devoured or added to the brain lab. Yerlitha never battles alone. She attempts to flee the dome if her bodyguards are slaughtered. She seeks to abscond with the many-faceted orb when she makes her escape.

The walls of Yerlitha's dome are polished to a mirror's sheen to allow images from the many-faceted orb to reflect upon it, thus allowing Yerlitha to remotely view the environment around the lunar gates when they open on other worlds.

Queen Yerlitha, Encephalon Gorger: HD 10; HP 75;

AC 4[15]; **Atk** 2 claws (1d6+1); **Move** 6; **Save** 3 (+2, ring); **AL** C; **CL/XP** 12/2000; **Special:** haste (2/day), mindfeed (after 2 claws hit, draw out brain for automatic 1d6 damage per round), regenerate (3hp/round), resist cold (50%), spells (4/3/2/1). (*The Tome of Horrors Complete* 234)

Spells: 1st—*charm person*, *magic missile*, *read languages*, *sleep*; 2nd—*darkness* 15ft radius, *ESP*, *invisibility*; 3rd—*lightning bolt*, *suggestion*; 4th—*confusion*.

Equipment: moon-spun silk robes (500gp), *ring of protection* +2, 2 *potions of extra healing*, lunar crown with purple sapphires (1500gp).

Encephalon Gorger Bodyguards (2): HD 8; HP 63x2; AC 6[13]; **Atk** 2 claws (1d6+1); **Move** 6; **Save** 8; **AL** C; **CL/XP** 9/1100; **Special:** haste (2/day), mindfeed (after 2 claws hit, draw out brain for automatic 1d6 damage per round), regenerate (3hp/round), resist cold (50%). (*The Tome of Horrors Complete* 234)

Yerlitha's throne is encrusted with moonstone gems worth 2400gp. A platinum-tooled chest in the throne room contains the following items: 3 sapphires worth 500gp each, a velvet cloak spun from the webs of lunar spiders worth 500gp, a bloodstone brooch worth 250gp, a *potion of giant strength*, and a suit of +2 *leather armor*.

Finishing the Adventure, or Getting Back Home!

Disabling or destroying the crystal machine disables the lunar gate the characters used to travel to Sybil. For the characters to make it home, they need to acquire the many-faceted orb. If Yerlitha escapes with the orb, she makes her way to another stronghold, abandoning the characters on the moon.

Fear not! If the characters assisted the golden cat Mr. Pants or helped rescue Potato, the Cat Lord sends one of his cats to lead the characters to a portal that returns them to the Lost Lands. If the Referee so desires, he may have Cat Lord appear himself to congratulate the characters on their deed.



Teleport: Characters with the ability to teleport, either via a spell or through a magical item, can teleport back to a known location in the Lost Lands because Sybil is tied through a common orbit and atmosphere to Lloegyr.

The Many-Faceted Orb: If the characters have the many-faceted orb, they may use it to activate the lunar gate and traverse the gulf between the Moon Sybil and the Midnight Mountain.

Further Explorations: At the Referee's discretion, further exploration of the strange and alien moon of Sybil is warranted. Other rifts and canyons exist on the benighted moon. Most are filled with dangers both strange and obscure.

Midnight Movie Option: If the characters return to the Hurrie Inn, it could be fun to run the Farmer Schinken encounter as one last reminder of the horrors the characters faced. Alternately, if Yerlitha escaped with the many-faceted orb, she may be waiting to ambush the characters at Farmer Schinken's farm with the poor farmer and his family as her new mindless slaves!

Appendix A: New Monster

Intellect Devourer

Hit Dice: 5

Armor Class: 4[15]

Attacks: 4 claws (1d4)

Saving Throw: 12

Special: control body, hide in shadows, mental blast, move silently

Move: 15

Alignment: Chaos

Number Encountered: 1, 1d3+1

Challenge Level: 6/400

The intellect devourer is a large brain with four powerful legs supporting it. It is about the size of a large feline, and moves just as quickly. The beast leaps onto its prey and savages them with its sharp claws. Three times per day, an intellect devourer can blast creatures within 10ft with a powerful mental attack that does 2d6 points of damage (save for half). Any creature injured by the mental blast has a 20% chance of being driven mad. The creature can hide in shadows (75%) and move silently (80%). Worse still, an intellect devourer can squeeze itself into the body of a helpless or dead creature and take control of the mindless body. The intellect devourer can use the controlled body's physical abilities to fight, but no spell-like abilities other than its own. If the host body is killed, the intellect devourer bursts out of the brain in a shower of gore to attack.

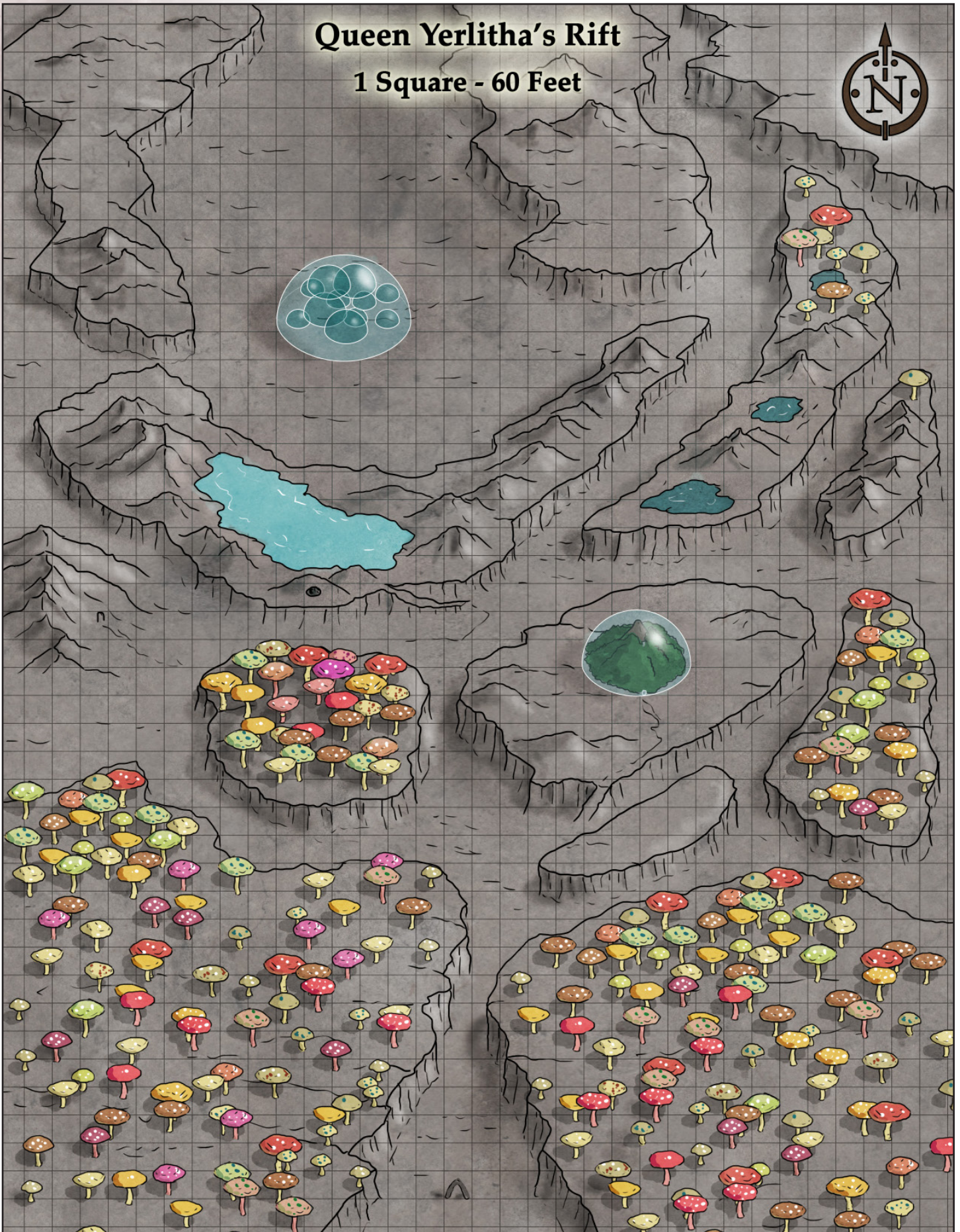
Intellect Devourer: HD 5; AC 4[15]; Atk 4 claws (1d4); Move 15; Save 12; AL C; CL/XP 7/600; **Special:** cause madness (15% chance if mind blast damage), control body (assume control of dead or helpless creatures), hide in shadows (75%), mental blast (3/day, 2d6 damage, save for half), move silently (80%), spell-like abilities. (see **Appendix A: New Monster**)

Spell-like abilities: at will—*detect magic*, *ESP*, *inflict light wounds*; 3/day—*invisibility*, *darkness* 15ft radius.



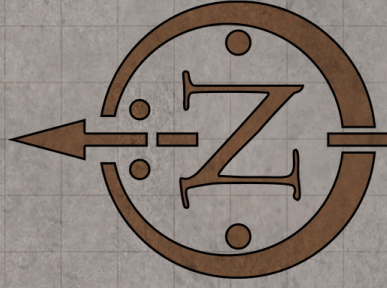
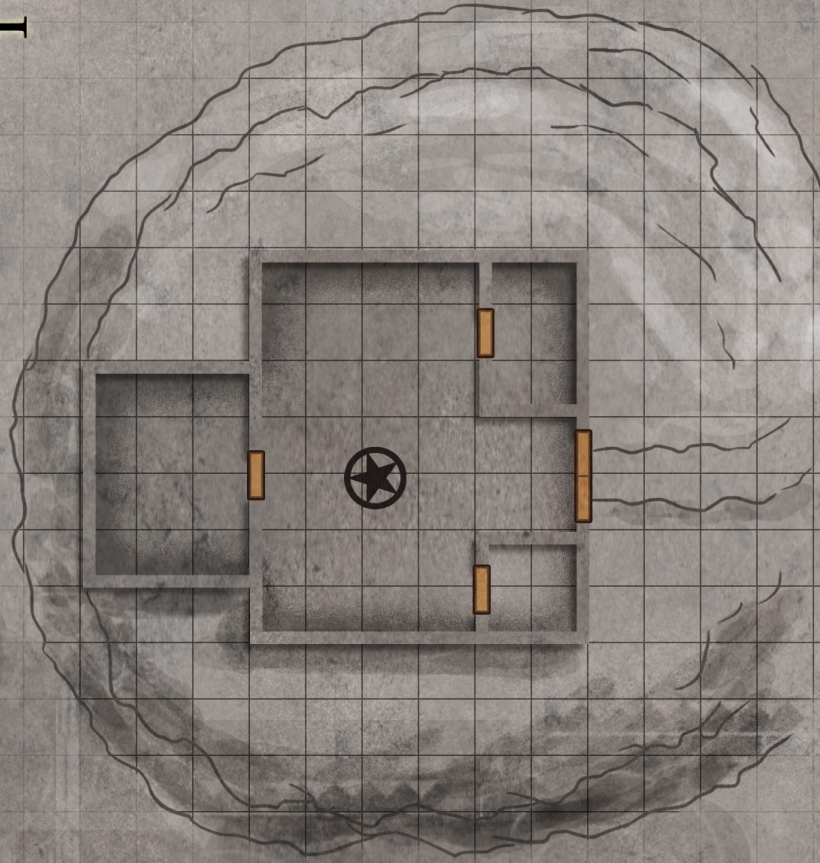
Queen Yerlitha's Rift

1 Square - 60 Feet



Area E: Temple of the Yellow God

1 Square - 5 Feet



Area I: The Crystal Dome of Queen Yerlitha

1 Square - 10 Feet



Top-Down Schematics

1 Square - 10 Feet



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ENCEPHALON GORGERS ON THE MOON

by Casey W. Christofferson

The Forest of Night has always been a strange place. The trees are far too tall and far too thick here. So full in fact that they block out the very sun leaving the entire forest in the perpetual murk of night. Even the bravest and most experienced of hunters shy away the forest's higher paths. Far too dark they say, and far too easy to become lost on the winding trails of the primeval wood.

Recently the folk who live upon the slopes of the mountain have complained of strange occurrences, especially around the time of the full moon. Weird shrieks have been heard in the trees. Small creatures acting strangely and deer stumbling into the meadows below the mountain with their brains leaking from their ears.

The locals have turned on one another. Some suspect witch-craft. Others believe an ancient curse has returned to the land centered on hidden ruins thought to be located on the high slopes of Midnight Mountain. Is it a plague? Are the rumor of a curse true? Have demented beings from Sybil descended on the denizens of Hurrie Inn? What's the deal with all the cats?

One thing is certain. It is going to take a brave band of adventurers to unlock the secrets of Midnight Mountain and perhaps save the land from the depredation of the Encephalon Gorgers on the Moon!



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