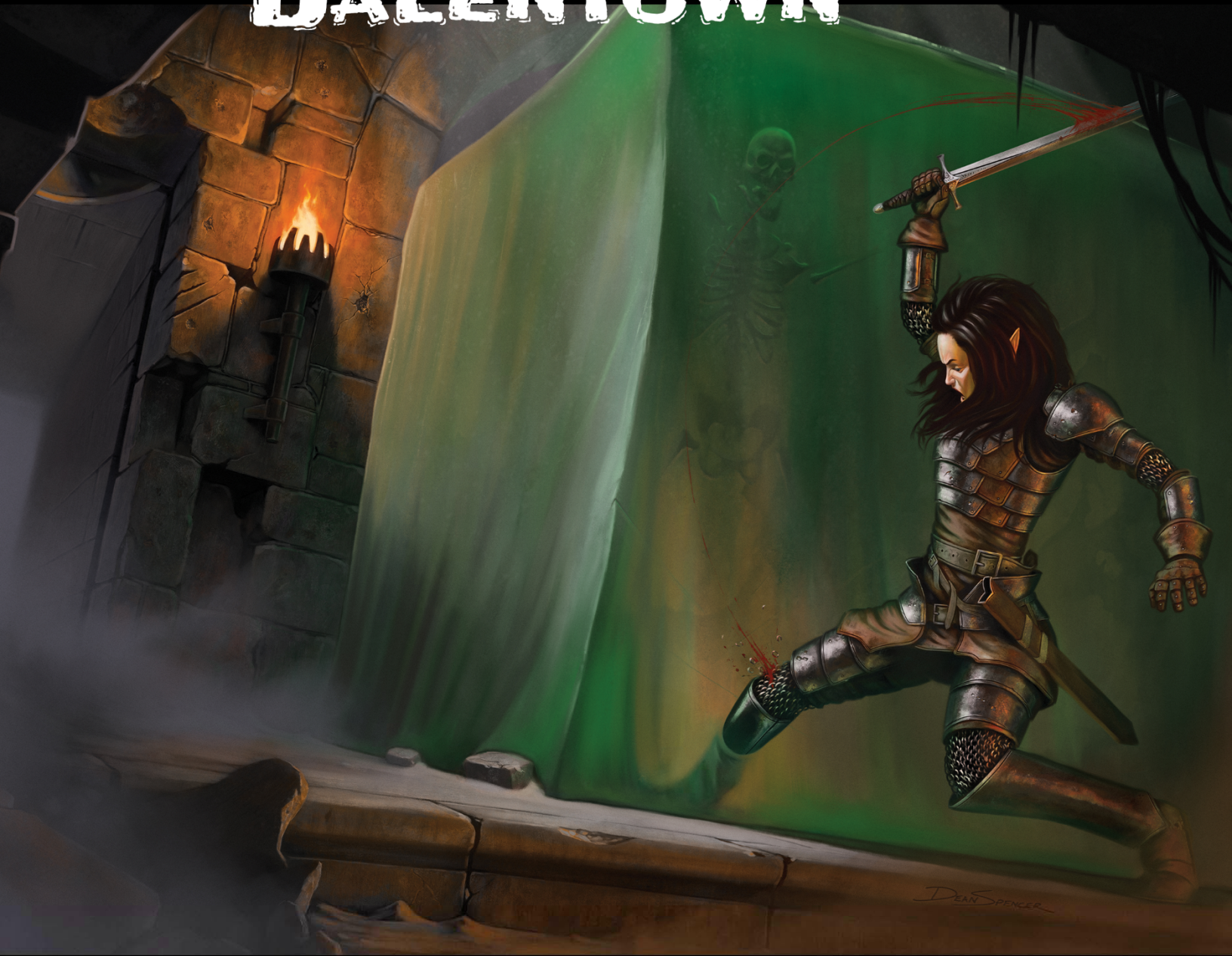


THE DARKNESS BENEATH DALENTOWN



An adventure for four to eight characters of levels 8-12

Tim Bannock & Matthew Bannock

THE DARKNESS

BENEATH DALENTOWN

An adventure for four to six characters of levels 8-12

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Joe at Inkwell Ideas for the useful tools.

Matthew for introducing me to D&D in the first place.

Change Log

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Sedeen the Conjurer becomes Sedeen the Ooze Demon!

Introduction: The Darkness Beneath Dalentown

The Darkness Beneath Dalentown is an urban and dungeoncrawl adventure for four to six characters of levels 8-12. Clerics and paladins will be especially useful to have in the party, as a good deal of the creatures in this adventure inflict conditions or effects that their abilities give a fighting chance to resist or cure. Charismatic characters and spellcasters who can charm might be useful for getting various wandering creatures to join the party in fighting the opposition.

The adventure concerns an urban expansion project to widen the sewers of Dalentown that has broken into the upper reaches of an ancient dwarven hold. Aside from some restless spirits and an inordinate amount of scared critters, it at first doesn't seem like the sort of place that a party of experienced adventurers can't handle.

Unfortunately there's a wayward spellcaster who has now become a demon, and she's got an army of oozes, puddings, jellies, and more that she plans to send up through the sewers and other water routes in order to assault Dalentown. She even has the spirits of several of the dwarven lords bound to her will in all sorts of hideous forms. It's up to the adventurers to find a way to release the dwarven spirits, defeat the demon-possessed spellcaster, and put a stop to *The Darkness Beneath Dalentown*!

Adventure Background

Dalentown sits on a series of rolling hills that were once the site of a dwarven stronghold and mining operation. Recent excavations to expand the modest sewers of the town broke through a wall that turned out to be the living quarters of the abandoned dwarven hold. Before gold rush fever could strike hot, the first adventurers to delve into this place came back several party members short and having been spooked by unseen attackers and sightings of restless spirits. Seems this dwarven hold is anything but abandoned!

Back when the dwarves were mining in this region -- a time very, very deep in the ancient past -- they didn't have the same prohibitions and superstitions regarding the use of magic that dwarves now do. They found a section of earth that resisted their most focused attempts at breaking the veins of a nearly diamond-hard crystalline ore, and while greedy, they didn't mind parting with a relatively small amount of coin compared to what they stood to make, so they hired a spellcaster named Sedeen the Conjurer. Sedeen had inherited her master's spellbooks and arcane works after that archmage had taken off to some plane from which they never returned. Among her mentor's collection was what seemed like a great way to handle things: summon and control some oozes that could dissolve the rock and other materials around the veins of ore. An automated labor force seemed like a great idea.

The dwarves learned that day why arcane magic is a taboo force not to be trifled with. The wizard's plan to bend the oozes to her will failed in epic fashion as Jubilex, the demon lord of such volatile creatures, reached out and touched the spellcaster during the ritual of summoning and binding the oozes. An infestation of oozes appeared overnight, none of them under the control of Sedeen. Worse yet, it seemed like many of these oozes had taken on the very features of the dwarven mining operation's conundrum: some were made of the hardened materials of the earth, others from substances found in the tools of the dwarves such as mercury, and more still seemed to bubble out of the magma whose fumes were channeled into machinery the dwarves used to expand their delving.

After the dwarves dealt with Sedeen (her fate will be revealed soon enough, patient reader!), they began a systematic sweep of their hold in order to rid it of oozes. Although they did an admirable job at first, some of the oozes infiltrated their water and food supplies, and then it became a war of attrition that the dwarves eventually abandoned. The dwarves sealed off the tunnels to their homes and moved to better mining opportunities elsewhere.

For generations, their holdings were buried deeper and deeper by weather and time. Humans moved to the region above ground and settled down, playing out the few remaining surface mines of silver and copper while they slowly established Dalentown as minor trading hub. Meanwhile, deep below the earth, the oozes propagated and mutated and have lain mostly dormant.

And now history and urban expansion are about to collide!

Adventure Summary

Hearing of the recent delve into the newly opened dwarven stronghold and the unfortunate fate that befell the first adventurers to explore it, the party -- far more experienced than those that came before! -- begins catching wind of the occasional ooze-related problem in Dalentown. Since coincidences are never really a thing, they determine the best way to help the populace of Dalentown (and unlock a potentially huge hoard of dwarven treasure in the process!) is to explore the dwarven hold and eradicate whatever's there.

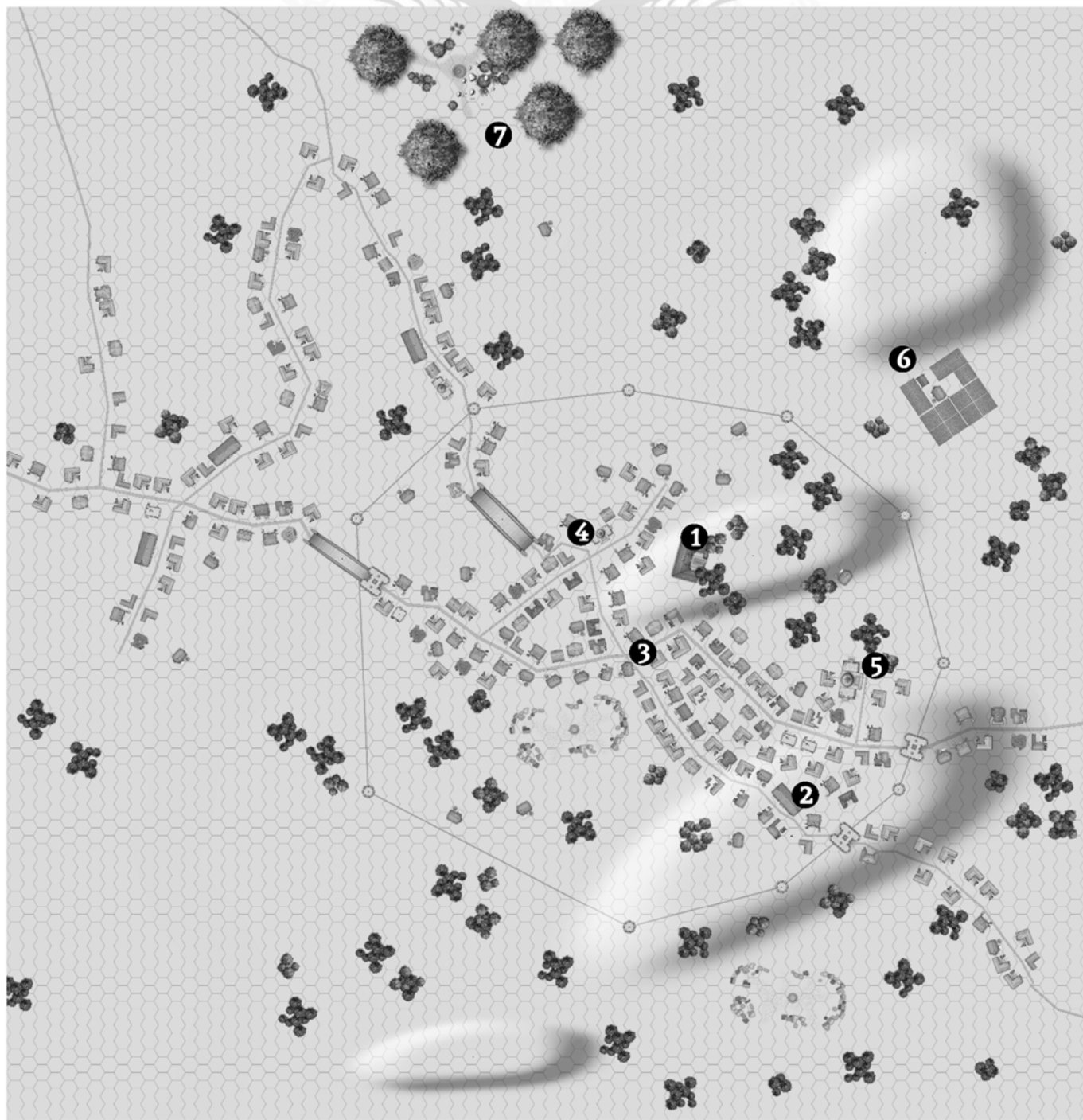
What they discover beyond the sewers of Dalentown is the upper level of the dwarven stronghold, where restless spirits reveal what drove their clansmen out of the region. After making short work of the first gauntlet of oozes, the party discovers a portion of the ruined underworkings of the living areas: a massive series of wells and water pipes have been infiltrated by oozes, and cleaning them out is the only way to keep the sewers of Dalentown safe. But the problem isn't truly over, because the lingering spirit of Sedeen has been reborn as a demon servitor. She plans to have the undead dwarves created by the oozes invade the surface world in the name of her infernal lord, Jubilex!

References

Aside from the *Swords & Wizardry Complete Rules*, this adventure references monsters and magic items found in the following books:

- ❖ *Monstrosities*
- ❖ *Tome of Horrors Complete*

All pertinent monster stat blocks are listed in each encounter. Additionally, an appendix at the end of this book includes all compiled unique magic items and monster stat blocks.



Dalentown: 1 Hex = 50 feet; ^ North

Chapter 1: Dalentown & Below

Referees are encouraged to set this adventure in the sewers beneath a town in their campaign world to provide context and color appropriate to their games. That said, we provide some barebones details about Dalentown below in order to give Referees who are strapped for time or running this adventure as a one-shot or short series of sessions enough detail to hang the adventure on. Considering the difficulty of this adventure, it is likely that the party will try to retreat back to town in order to rest before continuing their adventures down below. Of course, any time spent doing so gives the oozes opportunity to attack the townsfolk. Events are provided below for just that occurrence!

Dalentown

Population: 5,600 folk, mostly human. A few halflings live in farmsteads nearby. Except for outsiders to these lands who don't know any better, dwarves are absent, having left the region generations ago due to legends of cursed mines.

Government: The aging Lord Mayor Kevren Palomar (Lawful male human magic-user 2 / fighter 4) failed to learn the ways of magic from the court wizard, and was instead given a title and placed as the administrator of the out of the way settlement of Dalentown by the distant noble family entitled to rule the region. An elected council oversees the interests of the folk and advises (or argues with) the Lord Mayor. The following noteworthy members currently sit on the council.

- ❖ Kade Amatar (Neutral male human **commoner**) is a miner's son who hasn't forgotten where he comes from. He fights hard for better resources to mine the nearby hills, but this has put him in direct conflict with Calemor Nightstar of the Shrine of the Veiled Stones (see below) who seeks to preserve the natural landscape of the region.
- ❖ Wernd Baruk (Lawful male human **commoner**) is a savvy merchant who helps to keep business moving, taxes reasonable, and the Lamplighters Guild (see below) under the radar.
- ❖ Eysla Blackryn (Lawful female human **commoner**) represents the wisdom of age, for she is nearly a century old! Still wily and whipsmart, this old firecracker is a balancing force in local politics. Some suggest she may actually be a spellcaster of no small amount of power, too, but this in fact comes from her inheritance of her adventuring husband's many magical treasures since he passed on.

Defense: The town has a low wall defending most of it; it's a 5 foot high mortared stone wall that is slowly being extended to as high as 8 feet, but that work has barely

started. There are three gatehouses and ten watchtowers. Typical watch patrols consist of the following rosters.

- ❖ **Gate Patrol:** 2d4 **soldiers** and 1 **sergeant**, all armed with shortswords.
- ❖ **Watchtower:** 1 **soldier** armed with a longbow and a warhorn.
- ❖ **Standard Patrol:** 1d4+2 **soldiers** (two armed with pikes and light crossbows, the rest armed with longswords and slings).
- ❖ **Elite Patrol:** 1d6+4 **soldiers** (armed with longswords) and 1 **sergeant** mounted on a **warhorse** armed with a longsword and heavy crossbow.
- ❖ **Special Patrol:** 1d6+4 **soldiers** (two of which are mounted on **warhorses** and armed with lances and longswords, the rest armed with clubs and shortbows), 1 **sergeant** armed with a longsword and heavy crossbow and mounted on a **warhorse**.

The Lord Mayor's Manor

Location 1 on the map is Lord Mayor Kevren Palomar's manor. It has a staff of 20 individuals in various roles (steward, cooks, administrators, judges, servants, etc.), two **sergeants** and 10 **soldiers** on duty (see below), and 1d10+5 visitors who might include other VIPs of the town (such as the councilors listed above) or emissaries from other settlements.

Commerce: The town's primary means of income is its versatility. A low river allows small trader boats to reach it while they are able to defend the water and control traffic through locks. There's plenty of farming in the surrounding lands on either side of the river. Additionally, there are a few silver and copper mines in the region that haven't been fully played out.

The following points of commerce exist in the town.

- ❖ **Dragon Meade Pub** (Location 2). Kirch Amataran (Lawful male human fighter 3) is a retired adventurer who came back to Dalentown after a handful of successful adventures with a missing arm and enough treasure to buy up the pub. Typical costs: beer 2-5 sp per mug, wine 8 sp, snacks 5 sp, full meal and drink 1 gp.
- ❖ **The Guildhall** (Location 3). The Guildhall is a common marketplace that includes a general store with adventuring gear (run by Grond Blackhelm), a tanner (Jegri Astrayg) for working leather armor and similar gear, an armorsmith (Regor Silvercrest), and a weaponsmith (Velion Rivenstone). Costs are per the rulebook.

- ❖ **The Falcon's Rest Inn & Stables** ([Location 4](#)). This good quality inn is run by the family of Kasrey Anthalar (Lawful female human thief 3), who is secretly associated with the Lamplighters Guild (see below). Staying in the common room costs 2 sp per night while getting a private room costs 6 sp per night. Stabling a normal animal such as a horse or pony costs 1 sp per night; exotic mounts can be serviced with the help of a local ranger or druid (level 1d4) and costs 2 gp per night.

Organizations: The following organizations are active in Dalentown.

- ❖ The thieves' guild in Dalentown is known as the Lamplighters Guild and is run by a triumvirate including Darm Athur (Neutral male human thief 9), Borman Mur (Neutral male human **thief 6**), and Shade Ombar (Chaotic female assassin 6). Typical members are human thief 1-3.
- ❖ The Temple of the Heavenly Clouds ([Location 5](#)) is overseen by High Priestess Elanda Canter (Lawful female human cleric 6). She has two templars (paladin 1) and a dozen acolytes (clerics 1-3) in her service.
- ❖ Just outside of town is the Shrine of the Veiled Stones ([Location 7](#)), a menhir shadowed by the highest trees for miles around. Its caretaker is Calemor Nightstar (Neutral male elf fighter 3 / magic-user 4).
- ❖ Secretly meeting at Marbrent Manor ([Location 6](#)) – the home of Vakten Marbrent (Chaotic male human magic-user 4) – is a society of demon-worshippers who pursue material wealth and carnal lusts. Vakten's consort is a wicked **doppelganger** named Risst, and their pet **desert basilisk** Skulker. (Referees are encouraged to create Vakten Marbrent's statistics; Risst and Skulker can be found in the appendix.)

The Story Around Town

Dalentown's prosperity has led to enough population growth and resources to expand public works like the modest sewers to account for the waste removal needs of the people. The sewers were little more than large water run-off pipes before, but now they are being enlarged with the goal that they see dual usage for waste and also for underground storage in the higher areas of some of the hills upon which Dalentown is built. No doubt some of the money and reasoning behind this comes from the prosperous Lamplighters Guild (the thieves' guild), who could use it for quick, stealthy travel throughout the town.

Work crews have been extending sewer lines beneath the hills, and hacking channels through the earth out to parts of the river to run off waste. Unfortunately, it's been a dangerous job, because an inordinate amount of monsters seem to be burrowing their way up into the sewers and causing havoc (this is a product of the ooze's existence deep below the earth). After pushing on long enough, they busted through one wall and into an existing chamber!

Unsure of what to make of it, they immediately halted operations and spoke to the Dalentown council about this turn of events.

Turning to a local guild of mercenaries and pathfinders, the council hired Sirboc Moralis, Taban Jorrist, Raly Dalabar, Doma Mendar, and Luka Morn – a band of adventurers, of course! – to investigate the chamber and whatever lay beyond. They pushed through a few rooms, but lost several party members to the rather large monsters infiltrating the sewers and the restless spirits they encountered within what appeared to be a dwarven hold. Fleeing for their lives with what they claim were raging ghosts nipping at their heels, only Sirboc (Lawful male human fighter 2) and Luka (Neutral female half-elf thief 3) made it out alive. Sirboc is healing at the Temple of the Heavenly Clouds; gray wisps in his hair show that he was unnaturally aged by the ghosts by almost 20 years! Meanwhile, Luka is drinking away the pain of losing her comrades of two years at Dragon Meade Pub.

Additional Details

The characters can try to pump Sirboc and Luka for additional information. Both have reasons to have forgotten specifics – Sirboc went nearly mad with fear at the sight of a ghost, and Luka is deep in the cups at the tavern – but the players may devise ways (exceptional roleplaying, recovery time, spells) to get more details out of them.

- ❖ The first level is living quarters and shrine. There was a trap in a statue in the shrine that killed their trapfinder (Doma Mendar, Area 1-2).
- ❖ There's a two-level library. Taban Jorrist, their ranger, perished fighting a golem of some sort (at Area 2-1).
- ❖ That golem was healed(!) by Raly Dalabar's (the party's spellcaster) lightning magic.
- ❖ Raly Dalabar perished when a magical door closed on her (Area 3-1).
- ❖ The ghost (there may have been multiple, neither Sirboc or Luka are clear on this point) was spotted at the bottom of the library.

Adventure Hooks

The referee is encouraged to use an existing settlement in their campaign world in place of Dalentown. Doing so will provide color and character connections to NPCs the party is already familiar with at this level, bringing them into the adventure easier. If you are running this adventure as a stand alone, or don't wish to risk the effects of having oozes run rampant on your settlement's streets, you can use any of the following hooks to get the party started!

So, You're In a Tavern...

If the party is cooling their heels in the local watering hole, they'd be at Dragon Meade Pub, run by Kirch Amataran, a retired adventurer. He's heard about recent events (see The Story Around Town) and can recount the vital parts, or point the party to Luka, who is likely drowning her sorrows at that very bar. Bringing back the bodies, gear, or even a memento of Luka's deceased party members would be met with a reward of 25 gp per PC.

Dalentown Needs You!

Since hearing Sirboc and Luka's terrifying tale, the council has convinced the Lord Mayor to advance a reward of 400 gp and first dibs on any treasure to be found to any party that can clear out whatever lay beyond the sewer. The town is willing to negotiate up to 500 gp, but they will bargain hard, given that they suspect there will be many dwarven items in the hold, and they are giving the party free reign to abscond with those artifacts.

Agents of Faith

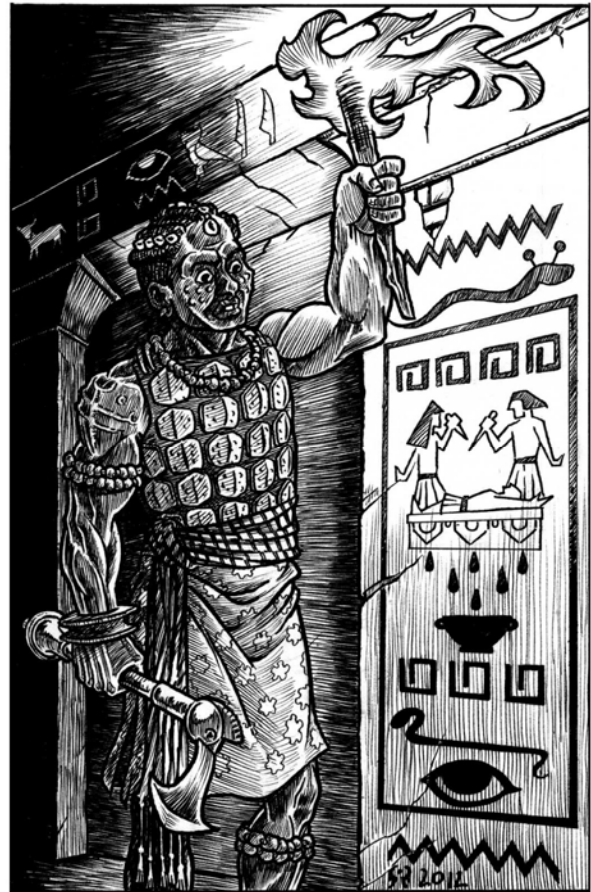
Approaching the Temple of the Heavenly Clouds for work ingratiate them to the priestess, who is willing to offer free healing services for one month should the party recover the bodies and gear of the first adventurers to explore the dwarven ruins and promise to do their best to clear out the ruins. She asks for a donation of 10% of the total gold piece value of any treasures recovered, but doesn't expect anything other than coin; she isn't interested in dwarven artifacts, even if they are of a powerful nature. She'll go as low as a 5% promised donation if the party successfully talks her down.

Shady Business

The Lamplighters Guild would love to get their hands on whatever artifacts can be found in the dwarven ruins. They'll provide a 50 gp per person reward for efforts to clear out the ruins along with the recovery of the first party's bodies and gear (they are fond of Luka, who is a junior member). They want first dibs on any artifacts discovered, but promise not to take any more than half of the gold piece value of recovered items and coin. If the party agrees to these terms, they can get 1d4 hirelings of the Referee's devising at no cost for a month. These hirelings are agents of the guild, and while moderately loyal to the assignment, they will work for the guild's ulterior purpose of claiming any powerful artifacts uncovered by the adventuring party.

Events

As previously mentioned, time spent resting and gearing up in Dalentown after the adventure has started provides Sedeen with time to put her plans of attacking the surface world into motion. She doesn't have some epic invasion plan, however, so this amounts to a series of odd occurrences that grow bigger in scale each time. If the players are so uninvolved as to allow this turn into full-



scale invasion, that is certainly an eventuality if Sedeen is not dealt with, but the adventure assumes the party eventually engages Sedeen in the dungeons below Dalentown and deals with her. Or dies trying.

The following table provides a sequence of events that could occur. The monsters and hazards referenced all appear in the Appendix. The Referee is free to use none, some, or all of these, to change their order, and to fill in any details as they desire. That said, they should occur roughly over the course of a month or two of time in the campaign world, as it will take the oozes some time to propagate in the sewers and have such a large impact on the surface world.

(See the Event Timetable, next page)

Event Timetable

Event#	Event Description
1	Jobrun (Lawful male human commoner) falls down one of the town's wells, and dies horribly at the hands of a stun jelly .
2	A crew of sewer workers (commoners) disappears. Add +1 to the Sewer Random Encounters roll.
3	1d4+1 crystal oozes worm their way out of a well in one part of town and go looking for a new water source to call home.
4	Replace entry #1 on the Sewer Random Encounters table with "1d4 crystal oozes ." Add an additional +1 to the Sewer Random Encounters roll (for a total roll of 1d10+2).
5	A mercury ooze infiltrates some townspeople's home. Add an additional +1 to the Sewer Random Encounters roll (for a total roll of 1d10+3).
6	1d10+4 villagers are afflicted with olive slime . Several will go undetected until they die and become slime zombies .
7	3d4 slime zombies , split into three groups of roughly equal size, burst forth from different houses in the town and go on rampage to bring food back to an olive slime that resides in each of the houses that the zombies came from. Add an additional +1 to the Sewer Random Encounters roll (for a total roll of 1d10+4).

Into the Sewers

The party must travel through the sewers to get to the point where the excavations broke through into the dwarven hold. This travel is treacherous and slow going, because the sewers are fairly modest in size, and are quite slippery. All movement speeds in these tunnels are halved for humanoids (oozes and undead are unaffected).

The Referee may place the entrance to the dwarven stronghold anywhere on the Dalentown Sewers map. This map is meant to be relative and customized to the Referee's whims such that getting to the dwarven stronghold is as easy or as hard as the Referee wishes. For some groups, making it easily accessible after a few moments of dropping down into the sewers is fine, while for others it may be more interesting having the adventurers deal with several random encounters before reaching the entrance to the hold. The key points to determine before starting this adventure are simply these:

- ❖ There should be only a bit more than a handful (1d4+5) of access points into the sewers (manholes or grates of some kind, requiring an Open Doors check if the party is under duress).
- ❖ The access points can be positioned where multiple tunnels meet up on the map, but there might be a few (1d4) that exist on main thoroughfares.

- ❖ The end point a sewer line likely opens into an area of sewage, a small refuse pit, or goes into the river. This is an area filled with a terrible stench and the possibility of contracting a disease of some kind (15% chance if a creature is submerged in this area).

Sewer Random Encounters

Directions. Every hour spent in the sewers, roll 1d6. On a 1, an encounter occurs. To determine the encounter, roll 1d10 on the following table. Modifiers(*) are as follows:

- ❖ Add +1 to the 1d10 roll at nighttime.
- ❖ Add the noted modifiers from the Event Timetable (above) as instructed.

All monsters are detailed in the Appendix.

Random Sewer Encounters Table

1d10*	Encounter
1	1d4 giant ant warriors and 2d4+1 giant ant workers on a scouting mission for a colony 2 miles away that includes a queen , 2d4+4 warriors , and 1d20+20 workers .
2	1d6+1 man-sized giant spiders
3	2d4 giant leeches
4	1d4 giant rats plus 1d4 ratlings ; they have a lair nearby with additional forces of 2d4 giant rats , 1d4 ratlings , and 1 monstrous rat
5	2d4 giant rats
6	1d6 skeletons
7	2d4+4 giant spiders
8	2d4+2 darkmantles
9	1d4 greater giant spiders ; there will be a nest of 1d8 additional dire spiders within 500 feet
10	1d4 stun jellies
11	1d3 crystal oozes
12	1d3 mercury oozes
13	1d4 patches of olive slime
14	1d4+2 slime zombies

at the excavation site,

impressive craftsman
most of the runic carving
craftsmen were forgot

A stone door at the far e

impressive craftsmanship, but time has worn away most of the runic carvings, leaving any sense of who the craftsmen were forgotten.

A stone door at the far end of this room is currently open, and the intricate dwarven hinge system built into the door frame has been damaged by time or force; it's unclear which. It would take the proper stone mason tools and about 8 hours of work to simply close the door, but then it would be stuck, requiring an **Open Doors check** to budge in the future. With the tools and 2-3 (1d2+1) days of solid work, the stone door can be made to work again, along with a locking mechanism that can be engaged from this side (the chamber with the hole to the sewers).



Chapter 2:

Dwarfhold Living Quarters & Library

The initial area of the dwarven hold accessible from the sewer entrance was used for housing and leisure activities. Time and erosion caused earthquakes and other problems that make most of this area impassable. What can be explored are a few bedrooms, a shrine, and then two levels immediately below were the dwarves maintained an immense library.

General Features

Light. Unless otherwise noted in a room's description, there are no light sources on Level 1. Levels 2 and 3 (the library) contain many sconces of alchemical cold torches that bask all areas in an eerie pale flickering light. This dim lighting might cause minor penalties (-2) without (or outside the range of) darkvision. These sconces are fixed in the walls by dwarven craftsmanship: attempts to pull them down and make them portable without destroying the alchemical substance powering them requires 10-40 (1d4 turns) minutes of work with proper stone masonry tools.

Terrain, Walls & Ceilings. Except in areas marked with rubble or furniture (such as shelves or bed frames), the construction of the dwarves is very solid and easy to traverse. Ceilings are 15 feet high unless otherwise noted.

Doors. Except when noted otherwise, doors are stone doors on exceptionally crafted internal hinge mechanisms, making them easy to open (no dice rolls necessary). They do not feature (working) locks unless noted otherwise.

Random Encounters

Directions. For every 10 minutes (1 turn) spent on Levels 1, 2, and 3, roll 1d20 on the following table. The monsters might issue forth from cracks or seems in the walls, have already made a lair in an area, or wander in from the sewers. All creatures are described in the Appendix.

1d20	Encounter
1-10	No encounter
11	2d6 giant rats
12	1d6+1 skeletons
13	3d6 giant spiders
14	2d8 darkmantles
15	1d6 greater giant spiders

16	1d4+1 stun jellies
17	1d4 crystal oozes
18	1d4 patches of olive slime
19	1d4+1 slime zombies
20	3d4 slime zombies

Level 1: Dwarfhold Living Quarters

Unmarked rooms on this level are empty of all but large bedroom furniture and stone fixtures, which include closets, shelving inset in the walls, and some clearly decorative carvings and sculptures, none of which retain any value. The walls retain the hints of intricate relief carvings, but most of the details have been eroded by time.

1-1. Bedroom

Only the stone fixtures remain in this bedroom.

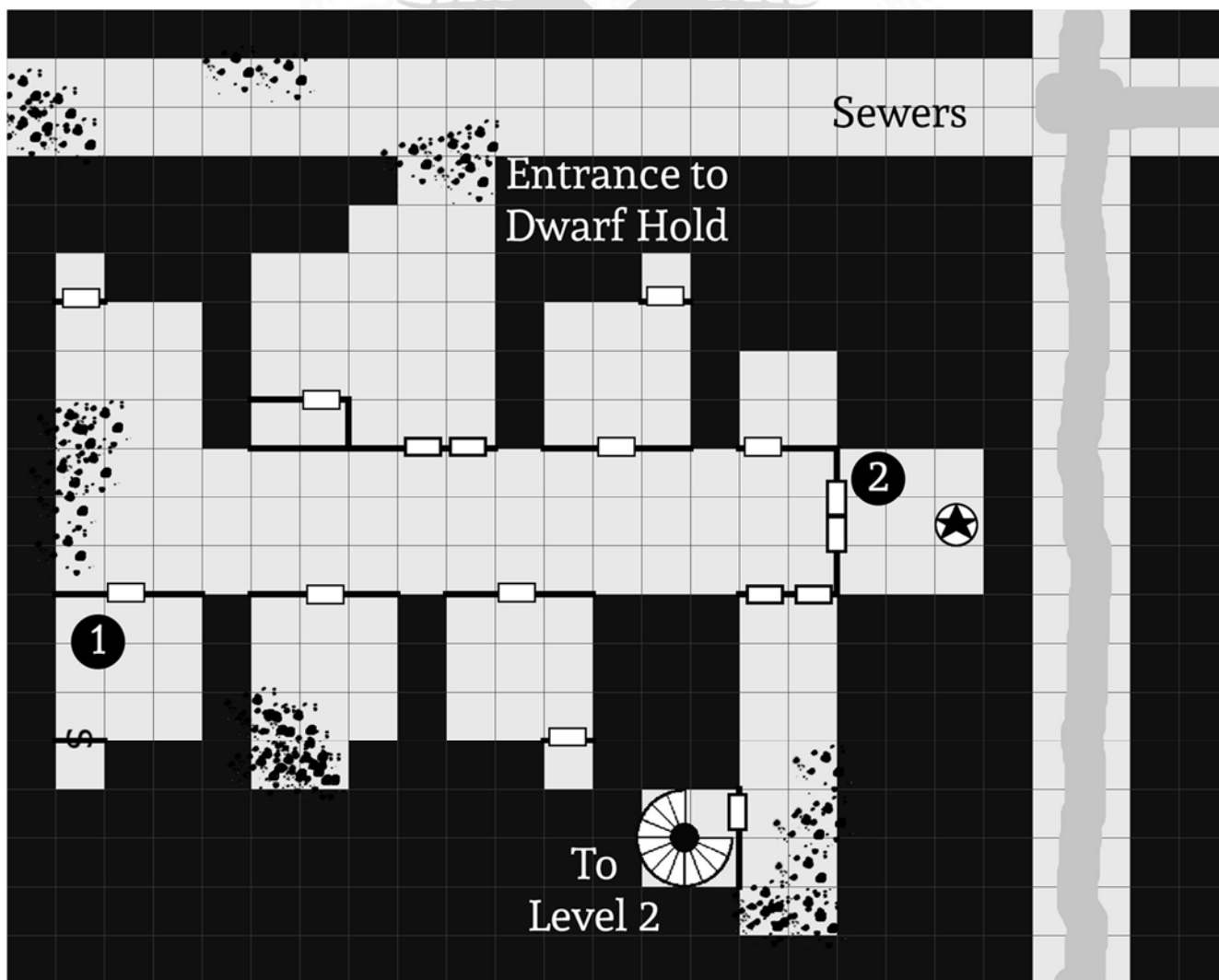
Treasure. There is one hidden door in a wall that had not been discovered by the first adventuring party. Opening this will reveal a shallow closet with rotted clothing and some jewelry worth 2d4 x10 gp.

1-2. Shrine of the Dwarfhold

This room is a shrine featuring a life-sized statue of a male dwarf in heavy armor holding aloft a scepter that is still enchanted with a fading continual light spell. It sheds a dim yellow-white, flickering light out to 40 feet.

The body of one of the adventurers from the first party is found at the foot of the statue: Doma Mendar (Neutral female halfling thief 3). She perished attempting to open a secret compartment at the base of the statue and succumbed to a poisoned needle. The trap is no longer operational (it was intended to be one-use), but her party wasn't feeling very brave, so they didn't make another attempt to open the compartment. Successful attempts to check for the trap reveal that is now disabled.

Treasure. A successful search of the statue will reveal the hidden compartment in the base that houses a scepter: the *Scepter of the Dwarfhold* (see the Appendix).



Level 1. Dwarfhold Living Quarters: 1 Square = 5 feet; ^North

Level 2: Upper Library

The next two floors are a massive library. The remaining books are almost all written in Dwarven but most are molded over to the point of being useless, unless otherwise noted in certain areas below. The team that went to this level reports they saw a ghostly figure and ran.

2-1. The Librarian's Office

Outside this room is the corpse of one of the adventurers from the first party, Taban Jorrist (Lawful male human ranger 2). He's been beaten to a bloody pulp, with score marks burnt into the walls around him (lightning spells that incidentally healed the guardian inside, much to the dismay of the party; see below).

This room is lined with shelving inset in the stone walls, but none of the paperwork or books survived the ravages of time. In the corner stands an 8 foot tall suit of bulky armor featuring dozens of spikes at various joints in the armor. This is an automated guardian.

Clockwork Armor Guardian: HD: 7, hp 40; AC 0 [19]; Atk Slam (2d8); Move 12; Save 9; AL N; CL/XP 9/1100; Special: Armor spikes, magic resistance (25%)

- ❖ Any creature striking the guardian unarmed or trying to grapple it takes 1d6 damage from the spikes.
- ❖ Lightning heals a 3 hit points per level of the spell cast at the guardian.

2-2. The Stacks

The shelving in this area has been chaotically strewn about. Slimy residue clings to most surfaces here.

Treasure. A thorough search of the area – or the use of detect magic – uncovers a scroll. Unfortunately, it's a *cursed scroll of blinding* that appears to be a random cleric spell (Referee's choice) but when used, the intended effect never comes to pass. Instead the reader must make a saving throw or be blinded for 3d6 turns or until a remove curse spell is cast upon them.

2-3. Inky Fissure

A hole in one wall of the library is filled with an inky black substance. From it issues forth oozes from the depths of this dungeon from time to time, and when the party first arrives, this is exactly what they bear witness to!

Two patches of 10-foot **olive slime** cling to the ceiling in the noted areas, seeming to radiate out from the black fissure. Additionally, an **entropic ooze** resides in this area, and moves to attack from within a stack of ruined books gaining surprise automatically. As it does so, the voice of Sedeen comes from the ooze, and might cause the party to think they are dealing with an intelligent ooze.

Who are you that walks across the graves of dwarves and trespassers to challenge the Faceless Demon Ooze, Sedeen?! Dwarf or human, whatever you may be, you surface dwellers will feel my wrath!

Sedeen will mock and curse the "surface dwellers," and can easily be goaded into mentioning her designs to spread a plague of oozes across the surface world. She won't provide details and won't give up the fact that her minions are infiltrating the water system below Dalentown (see Chapter 3), but she's happy to reveal that her anger stems from the dwarves "executing her" and leaving her to rot in service to The Faceless Lord, Jubilex.

Two rounds into a battle, 2 **whip jellies** emerge from the inky blackness in the wall and join the combat.

The **inky fissure** itself is inexplicable and unable to be traversed by the party through any means short of a wish spell. Any contact with it is immediately painful: 3d6 acid damage, with a successful saving throw for half damage. Fully immersing oneself in the stuff receives 6d6 acid damage per round, no saving throw possible. How far back (or down) this acid membrane goes is anyone's guess.

Entropic Ooze: HD 10; AC 8 [11]; Atk 1 pseudopod (2d6 + level drain); Move 6; Save 5; AL N;

CL/XP 11/1700; Special: 25% magic resistant, devour soul

- ❖ Living creatures hit by an entropic ooze lose two levels unless they save to resist the level drain.
- ❖ Entropic oozes devour the souls of creatures they slay. Creatures that lose their souls in such a way cannot be returned to life until the entropic ooze containing the soul is slain.

Olive Slime (hazard): Olive slime is a plantlike growth found in dark, damp underground areas. It is sticky, wet, and olive drab in color. It clings to walls, ceilings, and floors and consumes any organic matter it contacts. Olive slime can detect prey by vibration to a range of 30 feet and drops from ceilings and walls when it detects movement underneath it.

When a patch of olive slime drops and attaches to a foe (the host), it secretes a numbing poison that makes its presence go unnoticed. A creature viewing the host can **successfully notice the olive slime on a roll of 1 on 1d6**. Within 5 feet of the host, the olive slime is easily noticed.

An olive slime that has attached itself affects the thinking pattern of its host so the host's main concern becomes how to feed and protect the olive slime (including keeping the creature hidden from any adventuring companions). This effect is similar to a charm monster spell. If a creature attempts to remove the olive slime from the host, the host either attacks that creature or attempts to flee the area. The only way to successfully break the brain link is to destroy the olive slime, destroy the host, or remove the olive slime from the host.

A single patch of olive slime deals 1d6 points of constitution damage each day as it devours flesh, replacing skin and muscle tissue. Additionally, the host must double its normal food intake each day or sustain an additional 1 point of constitution damage each day. On days the host does not eat twice its normal food intake it does not naturally heal any damage (including ability damage). At constitution 0, the host dies and its body transforms into a slime zombie. (See the slime zombie below.)

Olive slime can be burned, frozen, or cut away (dealing an equal amount of damage to the host as well). Anything that deals acid, cold or fire damage, or a cure disease spell destroys a patch of olive slime.

Whip Jelly: HD 3; AC 8 [11]; Atk 4 whip tendrils (1d4 + 1d4 acid); Move 8; Save 14; AL N; CL/XP 3/60; Special: Acid

- ❖ A whip jelly secretes a deadly acid that quickly dissolves organic matter but does not harm metal or stone. Any melee hit deals acid damage. Non-metal armor or clothing dissolves and becomes useless immediately unless the character succeeds at a saving throw.

Level 3: Lower Library

3-1. The Arcane Catalog

This sealed room contains a vault of spellbooks and other items of power that were stored by the dwarves for historical knowledge and safekeeping. In front of the closed, metal door inlaid with mystical runes are the gruesome remains of an elven female who was crushed as the doors closed. Only her severed head and one arm lay on this side of the door, with the rest inside the room. Next to the disembodied arm are three books.

With the magic that protected it partially faded, the first adventuring party's spellcaster, Raly Dalabar (Chaotic female elf magic-user 4) used a *knock* spell to open the vault. Unfortunately, the doors automatically close after a turn has passed (it takes 2 rounds for the doors to close fully), and Raly was too greedy to head through the door in a timely fashion: she died, crushed by the door after she lagged behind to get "one last book." Opening the door again requires a *knock* spell or some sort of even more potent magic. Disabling the system that automatically closes the door requires a thief or similarly skilled character to succeed at a **Delicate Tasks check**.

Treasure. The three books that made it through the door are a spellbook and two scrolls. The scrolls are *dimension door* and *hold person* (cleric). The spellbook contains the following magic-user spells: *fireball*, *invisibility*, *levitate*, and *lightning bolt*.

If the party gets the vault door open, they find many books that are more about the theories of magic, plus a few additional spellbooks and scrolls as listed below. The problem is that it takes a turn to search for each item on the bulleted list – the exact amount of time it takes for the doors to start automatically closing – with the only exception being that if the party can cast *detect magic* they would find the scrolls immediately (but nothing else detects as magical in nature).

- ❖ A scroll with the magic-user spells *monster summoning I* and *phantasmal force*.
- ❖ A scroll with the cleric spells *protection from evil* and *protection from evil 10-foot radius*.
- ❖ A scroll with the druid spells *neutralize poison* and *dispel magic*.
- ❖ A spellbook containing the magic-user spells *protection from evil*, *read magic*, *sleep*, and *mirror image*.
- ❖ A spellbook containing the magic-user spells *detect magic*, *read languages*, *read magic*, *ESP*, *locate object*, and *suggestion*.
- ❖ A book of magical theory about protective abjurations worth 25 gp.
- ❖ A book of magical theory about necromantic magic worth 75 gp.

- ❖ A book of magical theory about the dangers of summoning fiends worth 20 gp.
- ❖ A book of magical theory about planar travel via portals, spells, elemental vertices, and color pools, worth 250 gp.

The Faceless Ones

Regardless of whether she says Jubilex' name or not, Sedeen's own title for herself – Faceless Demon Ooze - is a pretty clear indicator of who she serves. Clerics and characters that pore over the ancient dwarven library books or return to Dalentown to research this moniker receive a +1 bonus to dig up any lore they can on Jubilex once they've heard Sedeen's little speech via the entropic ooze. Sedeen, however, simply went down in history as a somewhat headstrong magic-user named Sedeen the Conjuror, who disappeared not terribly long before the dwarves in this region abandoned their mines for unknown reasons. If the party is particularly canny in the search, you might reveal additional information about ooze demons and Jubilex, as found in *Tome of Horrors Complete*.

3-2. Confused Spirit

In this section of the bottom floor of the library, there is indeed a ghost!

Garland Coalhewer doesn't realize he's a ghost. Pointing out that he's a ghost will make him visibly afraid and angry. He will insist that the players abandon that nonsense and failure to do so will make him become hostile and he will attack. Otherwise, he'll remain friendly and relate his tale.

- ❖ He will tell the players that the trouble started on the outskirts of the town near the alchemist's guild (various grumbles about how foolish and untrustworthy mages are ensue), where monsters swept into town and began killing people.
- ❖ He never got a good look at them: they were at times seemingly invisible, and others made of inky black darkness.
- ❖ He watched one person get sucked into the air and dissolve (this was a gelatinous cube attack as described by someone more familiar with history than beasts).
- ❖ He will point out that he survived by moving a heavy bookcase in front of a nearby door and as the years past he fed upon the giant insects and vermin in the library. He has no sense of how much time passed.

If the party wishes to explore further and Garland is still friendly, he will help move the bookcase and warns that he will seal it back up and wait for a special knock that they devise to open it back up.

If they party defeats Garland in combat, he will reform here in 1d4 days. His spirit is released once Sedeen is defeated, or through exorcism by a powerful cleric (at least 15th level).

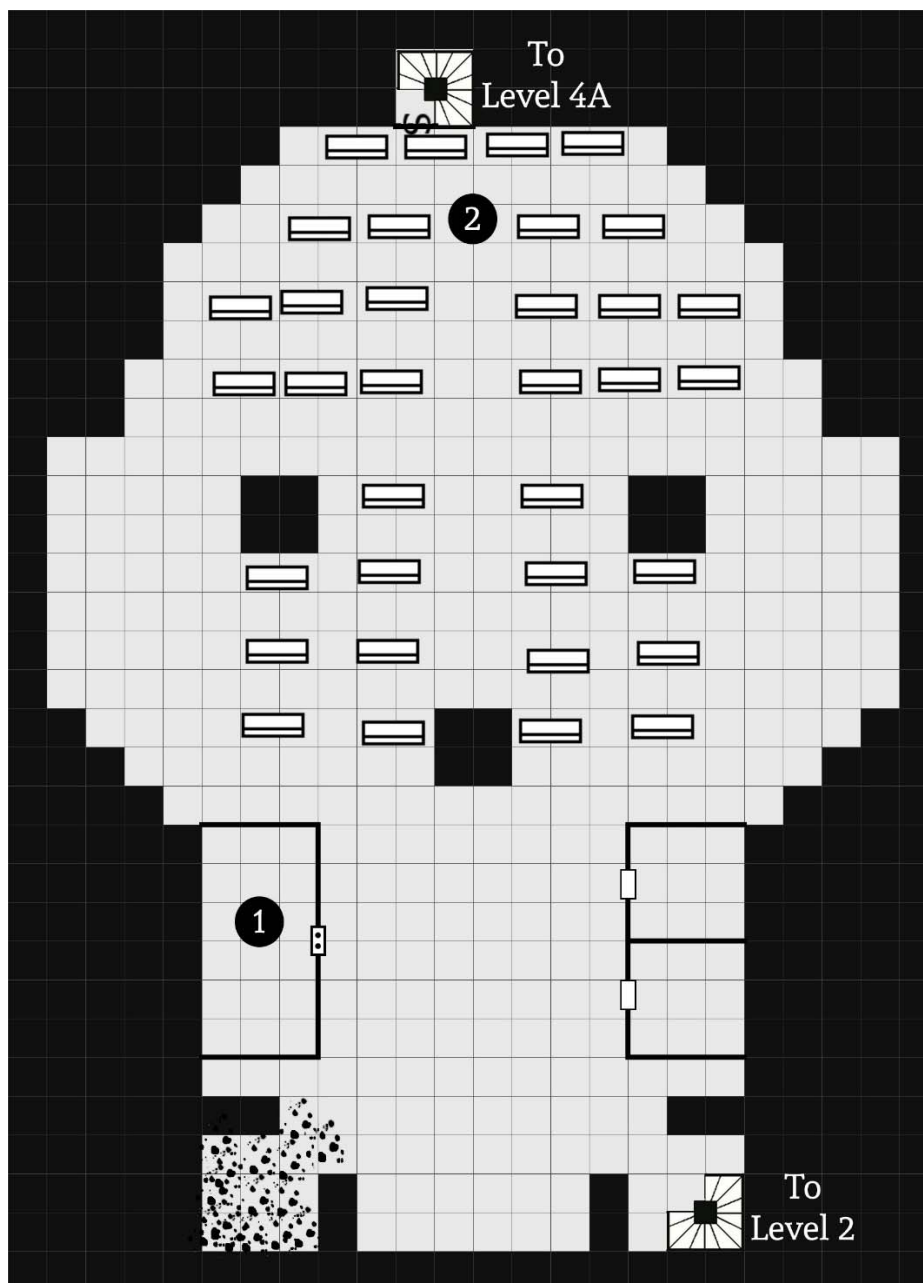
The hidden door is located behind a stone bookcase, and it can be found in the usual manner for secret doors. Moving the bookcase requires an **Open Doors check**, or 1 turn of effort.

Garland Coalhewer, Ghost: HD 5, hp 25; AC 0 [19]; Atk 1 enervating mace (1d4+1 plus Enervation); Move (Fly 12); Save 12; AL L; CL/XP 7/600; Special: Magic Resistance

(50%), magic or silver weapon required to hit, horrifying visage

- ❖ When the mace successfully strikes a target, they must make a saving throw or lose 1d4 Constitution; these points regenerate at a rate of 1 per day at dawn.
- ❖ Horrifying Visage (1/day): When a creature lays eyes on Garland his ghostly visage is terrifies them on a primal level; they must make a saving throw or age 1d4x10 years. A remove curse or wish spell can restore these lost years.

Proceed to Chapter 3: Waterworks & Crystal Mine to continue the adventure.



Level 3. Lower Library: 1 Square = 5 Feet; ^North

Chapter 3: Waterworks & Crystal Mine

Accessible via the secret door in the library are the underpinnings of the living quarters of the dwarves. These are a series of access ways and operational areas where the dwarves created an immense, elaborate water system to heat or cool the living quarters, control the climate of the library, and move water and waste throughout the complex. It's been inactive for centuries, so pipes have frozen and burst, water has become stagnant, and worst of all, the oozes that overran the dwarven hold have multiplied.

Beyond a collapsed section of these utility areas are a portion of the mines that were the focus of the experiment leading to the ooze problem: the crystal mines. This is now the lair of Sedeen the Conjurer, who has become a demon in service to Jubilex!

Oozing Opposition: Additional Background

As revealed in the adventure background (see Introduction), Sedeen the Conjurer was a spellcaster-for-hire that the dwarves turned to in order to increase their mining output. The issue the dwarves faced was a massive vein of crystal transfused with the very stuff of elemental earth. This crystal ore was resistant to the dwarves best efforts at mining it, destroying their tools and machines. Sedeen, having inherited her powerful master's tomes of arcane knowledge believed she could summon and bind oozes – mindless creatures, after all! – to her will, and use their natural capabilities to help penetrate the vein of crystal, or at the very least, focus on the earth around the vein and thereby extract the crystal ore from the very walls of the earth. Sedeen's master was an accomplished planar traveler, but this in turn put the use of magic with his arcane signature under the scrutiny of enemy forces.

When Sedeen created a magic circle to summon and bind the oozes from across the realms, she was in fact quite careful. She planned to summon only a single metallic ooze and thereby ensure that her magical circle worked. But Jubilex sensed the purpose of this magic, and as the progenitor of the chaotic, primordial forces from which all oozes spring, he saw an opportunity to loose his hordes upon the world. Sedeen's circle was immediately filled with oozes of dozens of varieties, and soon her might was nothing compared to that of the arcanoplasms, oozes, puddings, molds, slimes, and jellies that seemed to issue forth like a tidal wave upon the dwarven hold. In the ensuing battles, Sedeen was several weakened fighting the oozes, and ultimately taken into custody by the dwarven lords. Their home overrun by what seemed to be the magic-user's folly, they planned to punish her before

leaving their ancestral home. This was would be a second mistake.

The water cisterns had become the lair of crystal oozes, so the dwarven lords opened a cistern up and threw Sedeen in to be digested by the multiplying parasites. As she cried out in agony, she cursed the dwarves, and pledged her allegiance to Jubilex! In so doing, she became an ooze demon, gifted with an aspect of the Faceless Lord's power and ironically given some modicum of control over the creatures now infesting the dwarven halls. She lashed out, the ooze armies converged, and soon the dwarven lords were themselves captured and sentenced to an eternity of torture in new forms. Their defeat sent the rest of the dwarves running for greener pastures far, far away from this hold. The lords' wretched state persists to this day.

Running This Level

Two considerations can be made when running this level to increase the roleplaying options and provide goals beyond simply "clearing out all the oozes" or "finding all the treasures." Referees should consider these entirely optional.

1. Sedeen can experience what each of her ooze minions experiences and she can communicate through them.
2. The dwarven lords have each been cursed to take on some form that Sedeen controls.

Sedeen and the Oozes

Sedeen's "promotion" to ooze demon has given her a degree of control over the oozes populating the dwarven hold, and this also provides her with the ability to see and hear through each ooze, and to communicate through them by projecting her voice and thoughts. There are no mechanics for this, and it should be considered limited in the sense that Sedeen cannot (or chooses not to) take full control of each and every ooze individually. For example, the oozes throughout this area will still act as largely mindless, instinctual creatures regarding combat tactics. The point of this ability is more to provide a few instances of roleplay interaction with Sedeen before she appears "on screen." She might hurl insults at the adventurers, provide colorful commentary, or accidentally give away information that can help the party if they are canny and pay attention. Referees who feel the party is having especially bad luck with dice rolls, or who might be new to mid- or high-level play could use the occasional advantage, and this is a useful means to impart that. But don't do so if that is not your style. Sedeen is a terrifying enemy, and all of this could amount to simply being a means for her to scare and mock the party from afar.



Sedeen is visited by horrific visions from Jubilex when summoning the oozes

Saving the Dwarven Lords

Among the other encounters and goals that develop on this level of the dungeon, the party will encounter several dwarven lords who have been transformed by Sedeen's power (channeled from Jubilex himself!) into minions. Their current state is tortuous and tragic, and especially good, just characters may wish to seek some way of reversing the dwarf lords' fate. First, use this as a roleplaying hook: the dwarf lords will whimper and beg to be put down, apologize profusely for attacking the party, but remain under the control of Sedeen's wishes. Beyond that, you may wish to explore one or more ways to put them to rest aside from simply destroying them in combat.

One option is to allow Lawful or even Neutral clerics the ability to exorcise the dwarven lords with a **Turn Undead check**, giving their spirits some sort of final peace. If the cleric fails to turn them, the dwarf lord continues to attack. If the cleric succeeds (getting a T or D result on the Turn Undead table), the creature is considered defeated, and the dwarf lord's spirit visibly leaves the creature's form and ascends to some dwarven version of the Heavens.

Another option is to consider certain spells that might undo their state, such as remove curse or dispel evil. You can rule that either of these spells works, or that remove curse works only in cases of less powerful (lower HD) creatures. Protection from evil 10-foot radius might create an area that binds the creature (permanently or for a limited time) until other magic can be employed to put the dwarf lord's spirit to rest. Exploring these options adds variety to the encounters, creates win conditions that aren't simply hacking away at bags of hit points, and allows players to exercise some ingenuity in dealing with these creatures. If you prefer to have some sort of check that reveals if characters can learn information about which spells have what effect on these creatures, you could rely on the **Chance to Understand New Spell** column of the Intelligence attribute score.

Random Encounters

Directions. For every hour (6 turns) spent on on this level, roll 1d6. On a 2 there is an encounter: roll on the table below to determine the encounter. On a 1 there is an encounter with 3d6 **skeletons** plus a roll on the table below. The monsters might issue forth from cracks or seems in the walls, have already made a lair in an area, or wander in from the sewers. All creatures are detailed in the Appendix.

1d4	Encounter
1	1 stun jelly
2	2d4 whip jellies
3	1 arcanoplasm
4	1 metallic ooze

Level 4A: Waterworks

General Features

Light. Unless otherwise noted in a room's description, there are no light sources in this region.

Terrain, Walls & Ceilings. The terrain is clear unless otherwise noted by areas of rubble or the dwarves' ancient machinery, in which case movement is halved. Ceilings average 15 feet high unless otherwise noted.

Doors. Any doors found on this level are partially damaged and require an **Open Doors check** in order to push them open or close them. They are all ironbound wooden doors; the wood has rotted in some places, so dealing 10 or more points of damage to a door can break it completely.

4A-1. The Stairwell

An immense spiral staircase originates in the access halls beyond the library and winds its way down to the waterworks. Its topmost portion resides in a stairwell enclosed in the rock fashioned by the dwarves, but halfway down the walls disappear and the stairwell is open to the huge warehouse for the cisterns. As soon as characters reach the first of two 10-foot by 10-foot landings that are open to the warehouse level, a **glitterskull** speaking in the gruff voice of an ancient dwarf warns the group to turn back or die! This is one of the dwarven lords, cursed to continue on this form through Sedeen's pact with Jubilex!

Lord Hargrem, Glitterskull: HD 8; AC 2 [17]; Atk 1 ram (1d6); Move (Fly 18); Save 8; AL C: CL/XP 13/2300; Special: Spells (as level 8 magic-user), immune to non-magical weapons, immune to poison and gases, half damage from fire.

- ❖ It sheds light in a 15-ft. radius, and at a distance may be mistaken for torchlight.
- ❖ A glitterskull has the spellcasting ability of a level 8 magic-user, and does not require a spellbook to regain its daily spells.
- ❖ Its fiery halo does not cause extra damage, but may ignite flammable objects.
- ❖ Glitterskulls can only be harmed by magical weapons.
- ❖ They can catch a Magic Missile spell within their eyes, and hurl it back at the caster the following round (instead of attacking) or use the spell energy to heal themselves (spell damage adding to HP).
- ❖ Glitterskulls are immune to poison and gas attacks, and take only half damage from fire-based attacks.
- ❖ The gems and gold plating of a glitterskull may be worth anywhere from 200 to 1,200 GP.

4A-2. Channel & Cisterns

Two immense cisterns dominate this open warehouse-style room, standing in a shallow depression forming a channel that could move water through underground pipes. Iron pipes run along the length of the cisterns up into housings in the ceiling. Each cistern includes a lid (weighing hundreds of pounds and currently on broken gears that could have otherwise opened them with the spinning of a wheel) and a spigot that can drain the cistern into the channel.

The original idea was that water was stored in the cisterns, and could be heated or cooled through mechanisms that acted upon water in the shallow depression -- a sort of pool or channel for water to flow through -- but the exact nature is lost to time and damaged parts encased in the earth and other accessways throughout the complex that are now unreachable.

Inside one of the cisterns are 4d6+4 **crystal oozes**. They are part of an initial invasion force that will be pushed through the pipes and into the water sources that supply Dalentown. They must move through the spigot or somehow get through the top of the cistern (which would require the lid being lifted off) to leave the cistern; a laborious process that takes 1 minute per ooze. They are not inclined to join combat, but if they were released and they see food...well, they won't pass up a free lunch! All of that said, if the adventurers wish to ensure a full-scale, water-based assault of Dalentown doesn't happen, they'll have to find a way to empty the cistern, disconnect the water pipes, and/or destroy the oozes within.

In the channel are 1d6+1 **lesser ooze demons**. They are tasked with forcing oozes into the cisterns via the spigots (not exactly an easy process either!) and also for making sure the cisterns and pipes work for Sedeen's intended purposes.

Crystal Ooze: HD 4; AC 7 [12]; Atk Strike (2d6 plus paralysis); Move 3/6 (swimming); Save 13; AL N; CL/XP 6/400; Special: Acid, paralysis, immune to acid, cold and fire, transparent, water dependent

- ❖ A crystal ooze secretes a digestive acid that quickly dissolves organic material, but not metal. Half of the damage from a melee hit is from this acid. Non-metal armor or clothing dissolves and becomes useless immediately unless its wearer succeeds on a saving throw. A wooden weapon that strikes a crystal ooze also dissolves immediately unless the wielder succeeds on a saving throw.
- ❖ In addition to its digestive acid, a crystal ooze secretes a paralytic slime. A target hit by a crystal ooze's strike must succeed on a saving throw or be paralyzed for 3d6 rounds.
- ❖ Crystal oozes can survive out of the water for 5 hours.

Ooze Demon, Lesser: HD 4; AC 4 [15]; Atk 1 slam (1d6) or bite (1d6 + 1d4 acid) and 2 claws (1d4 + 1d4 acid); Move 6; Save 13; AL C; CL/XP 6/400; Special: Acid



4A-3. The Horde

This access tunnel is crowded with pipes and damaged walls caused by the ravages of time and earthquakes. Sedeen placed 2d8+10 **slime zombies** in this area to keep out interlopers, specifically the ratlings that reside nearby.

On the bright side, the machinery that clogs the tunnel provides ample cover and obstacles, making it possible -- although very difficult -- for characters to travel above the zombies or under and around the machinery as a barrier. The Referee is urged to use the saving throw mechanic, but consider a modifier based on a character's Missile Weapon To-Hit Bonus/Penalty from their Dexterity score. Failing such a saving throw might cause 1d4 damage from a fall, and put the character in striking distance of a couple zombies.

Slime Zombie: HD 3; AC 3 [16]; Atk 1 slam (1d6 plus infestation); Move 9; Save 14; AL N; CL/XP 6/400; Special: Infestation, death throes, mind link, telepathic bond, immunity to electricity.

- ❖ Any creature hit by the slime zombie's attack must succeed on a saving throw or be infested with olive slime. This infestation works as described in the olive slime entry.
- ❖ When a slime zombie is brought to 0 hit points, its structure collapses and it transforms in a single round as a pool of olive slime (see that entry in this book).

- ❖ A slime zombie is linked symbiotically with the patch of olive slime that created it. This link has a maximum range of 200 miles. Both the slime zombie and olive slime must be on the same plane of existence.

4A-4. Collapsed Tunnel

The ratlings have setup a trap here to keep slime zombies from encroaching on their territory, and to act as an alarm if oozes coming streaming through. Earthquakes caused a section of the tunnel to collapse, forming a rift that is likely hundreds of feet deep. The ratlings used the dwarves' sturdy pipes to create a bridge across the gap and ingeniously connected it to a large gear mechanism the dwarves used in their mine cart system, so they can easily move a section of the bridge (it takes 1 round for the bridge section to move into or out of place). This makes the bridge impossible to pass for creatures that can't jump across the gap, which most oozes and slime zombies can't do. Additionally, the gear mechanism is pretty loud, so when it is engaged, the ratlings in the caved-in room that they lair in have plenty of time to react.

There are 1d4+3 **ratlings** here on guard duty to engage the gear mechanism should anything hostile start to cross the bridge.

Ratling: HD 1; AC 9 [10]; Atk 1 bite (1d6+disease) or weapon; Save 17; Move 12; AL C; CL/XP 2/30; Special: 5% have a diseased bite as per giant rats (save vs. poison)

- ❖ Ratlings dealing damage via a bite may infect their victims with the same disease that mundane rats do. The chances of passing on the disease are identical to that of their giant-rat kin.

4A-5. Cave-In Room

The rest of the **ratlings** (there are 3d4+4) have a temporary lair here with their leader, the wererat **Skathelor**. They maintain this in the hopes that they can come up with a solution to the ooze problem that has plagued their underground domain for centuries, which might involve working with other parties...such as the adventurers! The ratlings have dealings with other creatures who live in tunnels deep beneath the earth, and sometimes they even trade with folk above ground as well, so money and material riches are something they have an interest in.

The noted side tunnels are all concealed by rubble, filth, and broken machinery that the ratlings have placed to cover their tracks. These tunnels continue in winding routes deeper into the earth, and lead to additional ratling lairs as well as accessing other parts of the dwarven mines or underground complexes inhabited by evil creatures.

Ratling: HD 1; AC 9 [10]; Atk 1 bite (1d6+disease) or weapon; Save 17; Move 12; AL C; CL/XP 2/30; Special: 5% have a diseased bite as per giant rats (save vs. poison)

- ❖ Ratlings dealing damage via a bite may infect their victims with the same disease that mundane rats do. The chances of passing on the disease are identical to that of their giant-rat kin.

Skathelor, Wererat: HD 3; AC 6 [13]; Atk 1 bite (1d3), 1 weapon (1d6); Move 12; Save 14; AL C; CL/XP 4/120; Special: Lycanthropy, control rats, surprise, hit only by magic or silver weapons.

- ❖ Wererats can psionically control normal rats, giant rats, and slitherats.
- ❖ They are extremely stealthy, surprising opponents on 1–4 on a d6.

Treasure. The ratlings have "liberated" several items they've found throughout the greater halls of the dwarven hold, reachable only via circuitous routes available only to rats or through the ratlings' deeper lairs. Only what they believe they can employ against Sedeen's forces can be found here:

- ❖ 1d4+1 *potions of healing*
- ❖ Skathelor wears a *ring of poison resistance*
- ❖ *Scroll of protection from demons*
- ❖ *Ring of The Dead* (detailed in the Appendix)
- ❖ *Robe of blending*

Level 4B: Crystal Mine

General Features

Light. An eerie light is refracted in the crystal veins throughout this section, creating a twinkling green-white light that is dim. Characters without darkvision, and any areas viewed outside the range of darkvision, have a -2 penalty with regard to ranged attacks.

Terrain, Walls & Ceilings. The mines are generally easily traversable. Ceilings average 10 feet in height except where noted.

Doors. There are no doors in this region.

4B-1. Mine Tunnels

A series of tunnels criss-cross this region, the remnants of tunnels were active mining played out over time, minecarts transported ore and excavated rock, tools were stored, and so on.

Several of the dwarven lords haunt this place as semi-corporeal undead spirits. Every turn spent in these tunnels, roll 1d6. On a 1, 1d4 **shades** appear and bellow out war cries, mournful dirges, apologies, babble madly, or otherwise try to warn off intruders before attacking.

Shade: HD 3; AC 7[12]; Atk 1 touch (1d4 + strength drain); Move 12; Save 16; AL C; CL/XP 4/120; Special: Strength drain, semi-corporeal, immunities.

- ❖ Immune to sleep and charm effects.
- ❖ Semi-corporeal: These creatures take half damage from all weapon attacks except when hit by magical and/or silvered weapons.
- ❖ Drain 1 point of Strength on a successful hit and if a victim is brought to a Strength attribute of 0, he or she is transformed into a new shadow. Otherwise, lost Strength points return after a full night's rest.

4B-2. Sedeen's Ooze Transmogrification Chamber

This convergence of mining tunnels feature several markings on the floor that were created by Sedeen using the blood of her dwarven enemies (see Area 4B-5). These magical circles and runes have been used as a means for her to communicate with Jubilex, summon ooze demons, and transform various oozes into new forms.

If **Sedeen** is aware of the adventurers' approach, she will engage them but move slowly toward the crystalline vein (Area 4B-3) in order to gain backup via the oozes in that room. Once she is down to half of her total hit points (35 hp), she'll use her power to summon oozes, choosing to summon ones that have the best chance of taking on the adventurers' revealed abilities up to this point. For example, if the adventurers employ lots of spells she'll summon grey oozes because they are immune to spells.

Sedeen, Greater Ooze Demon: HD 10 (70 hp); AC 0 [19]; Atk 1 bite (1d8 + 1d6 acid) and 2 claws (1d6 + 1d6 acid); Move 6; Save 5; AL C; CL/XP 14/2600; Special: Acid, summon ooze, Faceless Lord powers

- ❖ Circle of cold (emanate cold in a 10-ft. radius; 5d6 damage, save for half damage, lasts 1 minute per level)
- ❖ 1/day each - Cause disease (reverse of cure disease), darkness, dispel magic, hold monster, symbol of insanity and wall of acid (as wall of fire, but deals acid damage).
- ❖ Because of her ooze-like structure, Sedeen is immune to sleep effects, paralysis, polymorph, and stunning.
- ❖ She is immune to illusions and can see invisible creatures without difficulty.
- ❖ Once per day, Sedeen can summon up to 1d4 ochre jellies, gray oozes, or gelatinous cubes (in any combination), or 1 black pudding.

Black Pudding: HD 10; AC 6 [13]; Atk 1 attack (3d8); Move 6; Save 5; AL N; CL/XP 12/2000; Special: Acidic surface, immune to cold, divides when hit with lightning.

- ❖ Any weapon or armor contacting a black pudding will be eaten away by the acid as follows: weapon (1 hit by the weapon), chainmail or lesser armor (1 hit by pudding), plate mail (2 hits by pudding). If a weapon or armor is magical, it can take an additional hit per +1 before being dissolved.

- ❖ The creature divides if struck with lightning (each with half the monster's existing hit points).

Gelatinous Cube: HD 4; AC 8 [11]; Atk 1 (2d4); Move 6; Save 13; AL N; CL/XP 5/240; Special: Paralysis, immune to lightning and cold.

- ❖ If the cube hits successfully, the victim must make a saving throw or become paralyzed (6 turns) for the cube to devour.

Grey Ooze: HD 3; AC 8 [11]; Atk 1 strike (2d6); Move 1; Save 14; AL N; CL/XP 5/240; Special: Acid, immune to spells, heat, cold, and blunt weapons.

- ❖ Grey ooze is immune to spells, heat, and cold damage.
- ❖ Metal (but not stone or wood) must make a saving throw vs. acid when exposed to grey ooze (even if the contact is as brief as the strike of a sword) or be rotted through.
- ❖ When the grey ooze hits a character in metal armor, the armor must make an item saving throw.
- ❖ Only cutting and piercing damages a grey ooze—it is impervious to blunt or crushing attacks.

Ochre Jelly: HD 6; AC 8 [11]; Atk 1 acid-laden strike (3d4); Move 3; Save 11; AL N; CL/XP 6/400; Special: Lightning divides creature.

- ❖ The creature divides if struck with lightning (each with half the monster's existing hit points).

4B-3. Crystalline Vein

This large chamber was the prize of the dwarven clan, a huge vein of crystal hardened by the magical touch of elemental earth that runs through it via portals to the Plane of Elemental Earth that exist deep within the bedrock. Several piles of ancient, broken and rusted iron machines lay in this chamber, as well as a cloudy pool of water originating from some underground water source.

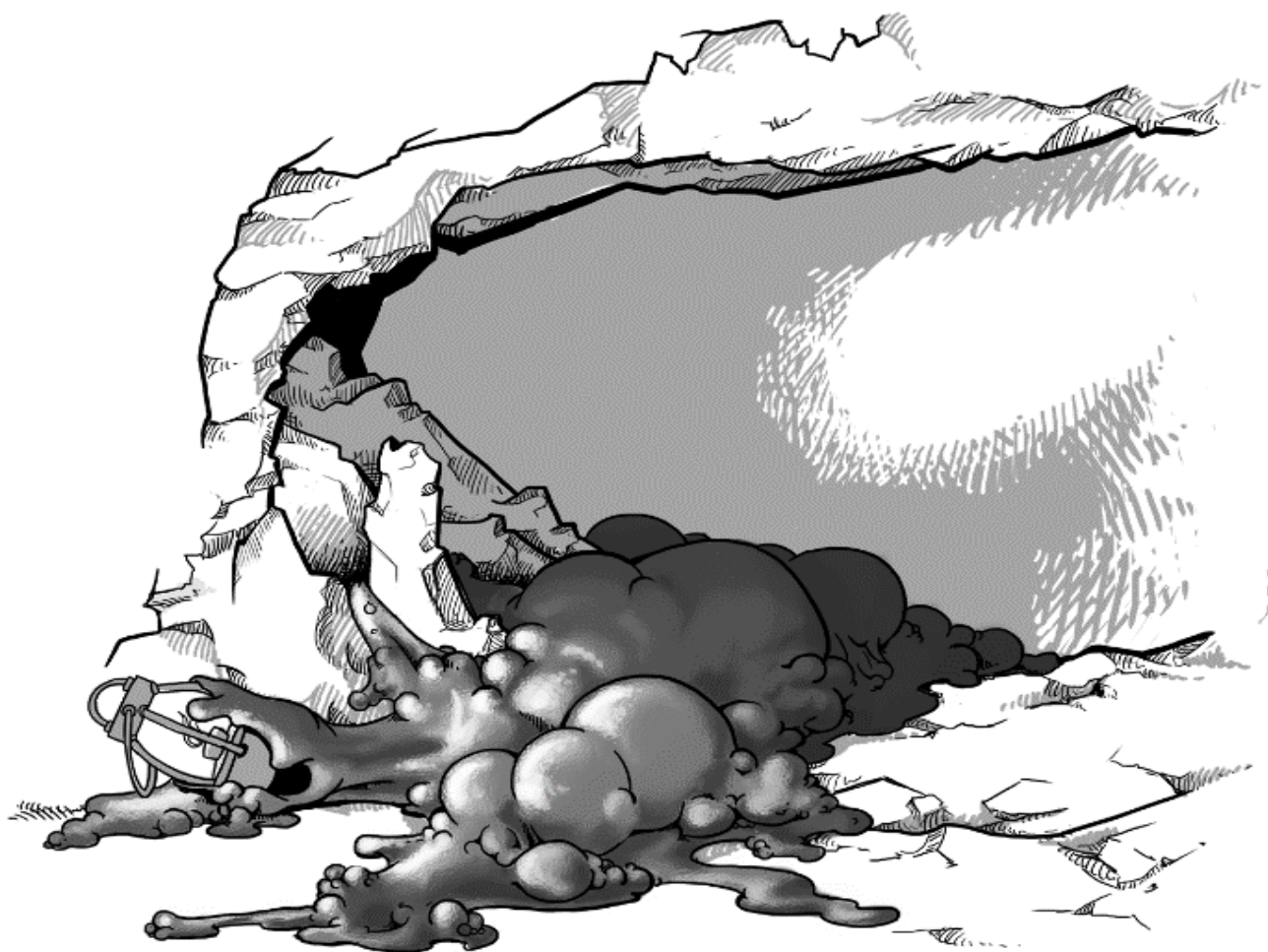
1d4 **mercury oozes** swim in the detritus-choked waterway. A single **metallic ooze** hides atop a pile of ironworks.

Mercury Ooze: HD 5; AC 7 [12]; Atk Strike (2d4 plus mercury poisoning); Move 12/9 (swimming); Save 12; AL N; CL/XP 6/400; Special: Mercury poisoning

- ❖ A creature hit by a mercury ooze has 1 point of constitution and 1 point of dexterity permanently drained from them unless they pass a saving throw. One week after suffering the drain, the opponent must succeed on a saving throw or be affected as if by an insanity spell. The effects can be removed by the successful casting of a wish spell.

Metallic Ooze: HD 7; AC 7 [12]; Atk 1 slam (1d8); Move 6/3 (climbing); Save 9; AL N; CL/XP 8/800; Special: Acid, irritating fumes, immune to blunt weapons

- ❖ If a hoard ooze hits a creature, it can decide to engulf that opponent in the next round. Engulfed creatures are trapped inside its body, where the ooze's acid



dissolves organic matter (1d6 points of damage each round).

- ❖ If burned, the ooze emits a cloud of vapor that burns the eyes and lungs of creatures within 10 feet (2d6 damage, save for half).

4B-4. Slitherat Lair

Within the vein of crystal is a lair of 2d6 **slitherats**, creatures that can burrow through crystal almost as if they were swimming. They come from the Elemental Plane of Earth, and ironically, they feed on the crystal and therefore have come into conflict with Sedeen and her oozes when she's made a few attempts to dissolve the rock surrounding the crystal vein and mine the stuff for her own mad purposes. She sees them as a minor nuisance at best, and thus hasn't made any great effort to destroy them or scare them off. She doesn't realize they provide intelligence to the ratlings under the command of Skathelor, who sees them as friends as sees the crystal vein as both food for those friends and as a potential get-rich-quick scheme.

Slitherats: HD 4; AC 5[14]; Atk 1 bite (1d6+1); Move 12 (Burrow 9, through crystal 24); Save 13; AL N; CL/XP 4/120; Special: Slide through crystal, +1 to hit.

- ❖ Because the teeth are so hard and sharp, slitherats attack with a +1 bonus to hit, and inflict 1d6+1 damage.
- ❖ These strange creatures use their teeth to dig through earth and solid rock when they encounter such obstacles, but they pass through crystal as if it were not even present, leaving no trace of their passage.
- ❖ The diamond teeth from a single slitherat are worth 250gp.

4B-5. Fallen Lords

This room features a pool of blood: the blood of the dwarven lords! Sedeen has drawn power from it to enact her horrific rituals. The room is guarded by an **arcanoplasm**. If it is engaged in combat, within 1d4 rounds a **blood golem** rises out of the pool and joins the fray.

Arcanoplasm: HD 5; AC 8 [11]; Atk 1 acid slam (2d4 plus 1d6 acid + grab); Save 12; Move 3; AL N; CL/XP 8/800; Special: acid (1d6), absorb spells, spell mimicry, immunities

- ❖ Arcanoplasms are “tuned” to arcane magic and can detect magic-users within 100 feet.
- ❖ They can mimic any 5th-level or lower magic-user spell cast within 30 feet on their next action.
- ❖ Any arcane spell cast is automatically absorbed to heal 1 point for every 3 points of damage otherwise done (non-damaging spells heal 1 point per spell level of the spell). Spells that affect an area are not absorbed, but also don't affect the arcanoplasm. Cleric spells affect the ooze normally.
- ❖ Arcanoplasms are immune to poison, sleep effects, paralysis and polymorph.

Blood Golem: HD 6 (25hp); AC 3 [16]; Atk 2 strikes (1d8 plus blood consumption); Move 12; Save 11; AL N; CL/XP 9/1100; Special: Blood consumption, cell division, +1 or better weapon to hit, regenerate (2 hp/rd), immune to mind-affecting abilities, resistance to fire (50%).

- ❖ Each time a blood golem hits a living opponent with an attack, it gains a number of hit points equal to the damage dealt. These bonus hit points are added to the blood golem's total. When a blood golem absorbs enough blood to raise its hit points to the maximum for its HD, it splits into two identical blood golems, each with half the original's hit points. For example, a 6 HD blood golem that reaches 48 hit points splits into two 6 HD blood golems with 24 hit points each.
- ❖ If a blood golem successfully hits an opponent with both of its slam attacks in a single round, that opponent suffers catastrophic blood expulsion, taking 2d4 points of constitution damage (saving throw for half). A blood golem gains 3 hit points per point of constitution damage it deals.
- ❖ A blood golem is slowed (as the spell) for 1d4 rounds by any cold-based attacks or effects.
- ❖ A purify food and water spell deals 1d6 points of damage per caster level to a blood golem. A blood golem can attempt a saving throw to reduce the damage by half.

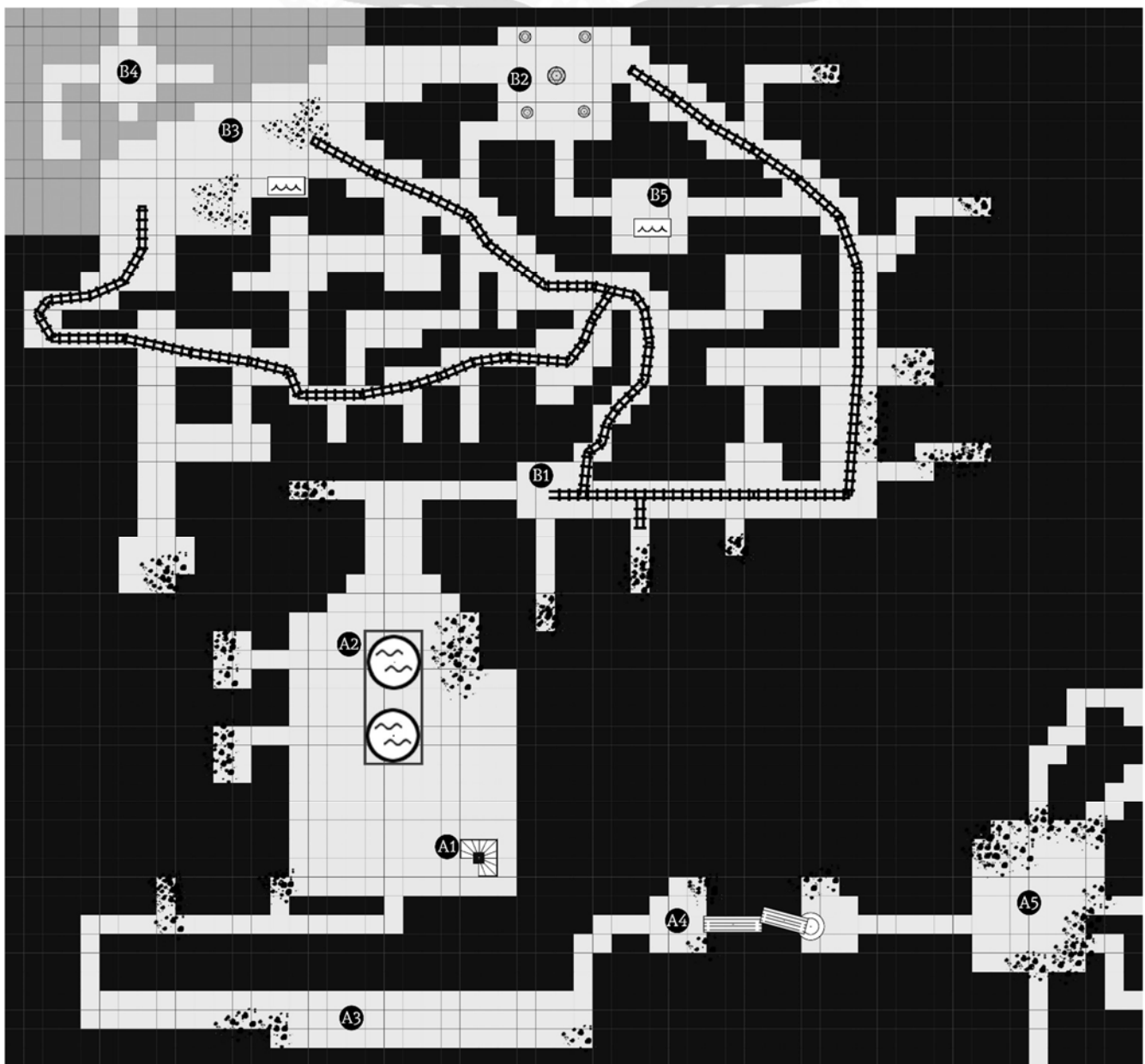
Treasure. The riches of the dwarven hold have been tossed haphazardly into the corner of this room by Sedeen, who long ago lost any sense of worth for this stuff as her plans were formed by an obsessive compulsion for revenge. In the pile are:

- ❖ Two treasure chests. One has 4d6x100 copper, 3d6x10 silver, and 1d4x100 gold pieces. The other has 4d6x100 silver and 1d6x100 gold pieces, and also contains 2d6 gems of varying sorts, each worth 25 gp.
- ❖ A *silvered battle axe* with inlaid jewels worth 250 gp.
- ❖ Several ancient stone tablets featuring indecipherable dwarven runes. As a set, they are worth 200 gp on the open market, but a dwarven settlement would gladly pay upwards of 750 gp for them.
- ❖ A *scroll of protection from demons*.
- ❖ A *scroll of protection from dragons* (all colors and varieties).
- ❖ A +1 *spear*, +4 vs. red dragons.

Concluding the Adventure

The adventure is completed when Sedeen is defeated and a clear plan to stopping the oozes from overrunning Dalentown has been enacted. Even if Sedeen is no longer at the helm, the oozes will slowly but surely reach the surface by way of the sewers, wells, and natural cracks in the earth, so dealing with them could be a very long term threat; there already may be more oozes active but currently in transit through said areas, and thus not encountered in the dungeons of the former dwarven hold.





Levels 4A & 4B. Waterworks & Crystal Mine: 1 Square = 5 Feet; ^North

Appendix A: Magic Items & Monsters

Unique Magic Items

Ring of The Dead

This silver ring features a smaller copper band running around it that is ornamentally indented with caricatures of exaggerated human skulls.

Once per day, the *Ring of The Dead* can be activated causing mindless undead to view the wearer as one of their own for 1d4+1 rounds. Such undead will not attack the wearer unless commanded to do so by a creature that is considered their master and has more Hit Dice than the wearer of the ring.

Usable by: any class.

Scepter of the Dwarhold

This scepter's handle tapers near the point where it is connected to a forked, golden head. Between the tongs of the forked head is a multifaceted crystalline rock about the size of a human fist. Severe, angular engravings adorn the haft.

This scepter acts as a +1 *light mace*. It features historic engravings on the haft; if deciphered, they reveal this scepter is the deed to the Dwarhold. Deciphering the script is difficult due to it being an archaic version of the Dwarven alphabet. Referees could rely on the **Chance to Understand New Spell** column of the Intelligence attribute score.

Usable by: clerics, fighters, and paladins.

Monsters & NPCs

Creatures are presented in alphabetical order. Named creatures and NPCs are organized by first name where appropriate.

Ant, Giant Worker: HD: 2; AC 3 [16]; Atk Bite (1d6); Save 16; Move 18; AL N; CL/XP 2/30

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

- ❖ The poison of a warrior ant does 2d6 points of damage if a saving throw is failed, 1d4 points of damage if the saving throw succeeds.

Ant, Giant Queen: HD: 10; AC 3 [16]; Atk Bite (1d6); Save 5; Special None; Move 3; AL N; CL/XP 8/800

Giant ants are man-sized and very intelligent, although their instincts and strategies always revolve around the will of their queen and the betterment of their hive; they have little sense of individuality.

Arcanoplasm: HD 5; AC 8 [11]; Atk 1 acid slam (2d4 plus 1d6 acid + grab); Save 12; Move 3; AL N; CL/XP 8/800; Special: acid (1d6), absorb spells, spell mimicry, immunities

- ❖ Arcanoplasms are "tuned" to arcane magic and can detect magic-users within 100 feet.
- ❖ They can mimic any 5th-level or lower magic-user spell cast within 30 feet on their next action.
- ❖ Any arcane spell cast is automatically absorbed to heal 1 point for every 3 points of damage otherwise done (non-damaging spells heal 1 point per spell level of the spell). Spells that affect an area are not absorbed, but also don't affect the arcanoplasm. Cleric spells affect the ooze normally.
- ❖ Arcanoplasms are immune to poison, sleep effects, paralysis and polymorph.

Arcanoplasms resemble giant pale yellow amoebas with "veins" of dark gray striping.

Black Pudding: HD 10; AC 6 [13]; Atk 1 attack (3d8); Move 6; Save 5; AL N; CL/XP 12/2000; Special: Acidic surface, immune to cold, divides when hit with lightning.

- ❖ Any weapon or armor contacting a black pudding will be eaten away by the acid as follows: weapon (1 hit by the weapon), chainmail or lesser armor (1 hit by pudding), plate mail (2 hits by pudding). If a weapon or armor is magical, it can take an additional hit per +1 before being dissolved.
- ❖ The creature divides if struck with lightning (each with half the monster's existing hit points).

Black puddings are amorphous globs with an acidic surface.

Blood Golem: HD 6 (25hp); AC 3 [16]; Atk 2 strikes (1d8 plus blood consumption); Move 12; Save 11; AL N; CL/XP 9/1100; Special: Blood consumption, cell division, +1 or better weapon to hit, regenerate (2 hp/rd), immune to mind-affecting abilities, resistance to fire (50%).

- ❖ Each time a blood golem hits a living opponent with an attack, it gains a number of hit points equal to the damage dealt. These bonus hit points are added to the blood golem's total. When a blood golem absorbs enough blood to raise its hit points to the maximum for its HD, it splits into two identical blood golems, each with half the original's hit points. For example, a 6 HD blood golem that reaches 48 hit points splits into two 6 HD blood golems with 24 hit points each.

- ❖ If a blood golem successfully hits an opponent with both of its slam attacks in a single round, that opponent suffers catastrophic blood expulsion, taking 2d4 points of constitution damage (saving throw for half). A blood golem gains 3 hit points per point of constitution damage it deals.
- ❖ A blood golem is slowed (as the spell) for 1d4 rounds by any cold-based attacks or effects.
- ❖ A purify food and water spell deals 1d6 points of damage per caster level to a blood golem. A blood golem can attempt a saving throw to reduce the damage by half.

This creature looks like a hideous, bloated slug, blood red in color. Two long spindly arms protrude from its upper body.

Clockwork Armor Guardian: HD: 7, hp 40; AC 0 [19]; Atk Slam (2d8); Move 12; Save 9; AL N; CL/XP 9/1100; Special: Armor spikes, magic resistance (25%)

- ❖ Any creature striking the guardian unarmed or trying to grapple it takes 1d6 damage from the spikes.
- ❖ Lightning heals a 3 hit points per level of the spell cast at the guardian.

A broad-shouldered, dwarf-sized suit of full plate armor complete with spiked shoulder, elbow, and knee plates.

Commoners: HD 1d6hp; AC 9 [10]; Atk 1 weapon (1d6); Move 12; Save 18; AL Any; CL/XP B/10; Special: None.

Crystal Ooze: HD 4; AC 7 [12]; Atk Strike (2d6 plus paralysis); Move 3/6 (swimming); Save 13; AL N; CL/XP 6/400; Special: Acid, paralysis, immune to acid, cold and fire, transparent, water dependent

- ❖ A crystal ooze secretes a digestive acid that quickly dissolves organic material, but not metal. Half of the damage from a melee hit is from this acid. Non-metal armor or clothing dissolves and becomes useless immediately unless its wearer succeeds on a saving throw. A wooden weapon that strikes a crystal ooze also dissolves immediately unless the wielder succeeds on a saving throw.
- ❖ In addition to its digestive acid, a crystal ooze secretes a paralytic slime. A target hit by a crystal ooze's strike must succeed on a saving throw or be paralyzed for 3d6 rounds.
- ❖ Crystal oozes can survive out of the water for 5 hours.

A crystal ooze is semitransparent and clear, almost impossible to see in the water and looks like nothing more than a puddle of water. The crystal ooze can grow to a length of up to 8 feet and a thickness of about 6 inches.

Darkmantle: HD 1+2; AC 4 [15]; Atk 1 grab (1d4); Move 3 (Fly 3); Save 17; AL N; CL/XP 2/30; Special: Suffocation, darkness.

- ❖ Suffocation: When a darkmantle hits, the victim makes a saving throw to avoid having his head enfolded in the darkmantle's octopoid clutches. If the saving throw succeeds, no damage is inflicted. If the

saving throw fails, the darkmantle has attached and inflicts 1d4 points of damage, continuing to constrict for an automatic 1d4 points each round thereafter.

- ❖ Darkmantles have the ability to create darkness in a radius of 15-ft.

Darkmantles are flying, octopus-like creatures with skin textured and colored to resemble limestone.

Doppelganger: HD 4; AC 5 [14]; Atk 1 claw (1d12); Move 9; Save 13 (5 vs magic); AL C; CL/XP 5/240; Special: Mimics shape, immune to sleep and charm.

- ❖ A doppelganger can change its form to resemble the physical appearance (including clothing and gear) of any person.
- ❖ These creatures are immune to sleep and charm, and are considered magic resistant for purposes such as breaking through wizard locks and similar spells.

A doppelganger in its natural form appears as a smooth, hairless human lacking defining features beyond its gaunt build and bulbous, black eyes.

Entropic Ooze: HD 10; AC 8 [11]; Atk 1 pseudopod (2d6 + level drain); Move 6; Save 5; AL N; CL/XP 11/1700; Special: 25% magic resistant, devour soul

- ❖ Living creatures hit by an entropic ooze lose two levels unless they save to resist the level drain.
- ❖ Entropic oozes devour the souls of creatures they slay. Creatures that lose their souls in such a way cannot be returned to life until the entropic ooze containing the soul is slain.

An entropic ooze is an amorphous mass of black protoplasm that covers an area of 15 feet or more.

Garland Coalhewer, Ghost: HD 5, hp 25; AC 0 [19]; Atk 1 enervating mace (1d4+1 plus Enervation); Move (Fly 12); Save 12; AL L; CL/XP 7/600; Special: Magic Resistance (50%), magic or silver weapon required to hit, horrifying visage

- ❖ When the mace successfully strikes a target, they must make a saving throw or lose 1d4 Constitution; these points regenerate at a rate of 1 per day at dawn.
- ❖ Horrifying Visage (1/day): When a creature lays eyes on Garland his ghostly visage is terrified them on a primal level; they must make a saving throw or age 1d4x10 years. A remove curse or wish spell can restore these lost years.

Garland Coalhewer is a heavily armored dwarf with a haggard appearance, wielding a mace that has a head styled to appear as if it were made out of obsidian.

Gelatinous Cube: HD 4; AC 8 [11]; Atk 1 (2d4); Move 6; Save 13; AL N; CL/XP 5/240; Special: Paralysis, immune to lightning and cold.

- ❖ If the cube hits successfully, the victim must make a saving throw or become paralyzed (6 turns) for the cube to devour.

Gelatinous cubes are semi-transparent cubes that slosh through subterranean passages, engulfing debris and carrion to digest.

Grey Ooze: HD 3; AC 8 [11]; Atk 1 strike (2d6); Move 1; Save 14; AL N; CL/XP 5/240; Special: Acid, immune to spells, heat, cold, and blunt weapons.

- ❖ Grey ooze is immune to spells, heat, and cold damage.
- ❖ Metal (but not stone or wood) must make a saving throw vs. acid when exposed to grey ooze (even if the contact is as brief as the strike of a sword) or be rotted through.
- ❖ When the grey ooze hits a character in metal armor, the armor must make an item saving throw.
- ❖ Only cutting and piercing damages a grey ooze—it is impervious to blunt or crushing attacks.

Grey ooze is almost identical in appearance to wet rock, but it is a slimy, formless substance that devours prey and carrion with its acidic secretions, lashing out to strike enemies.

Leech, Giant: HD 2; AC 9 [10]; Atk 1 bite (1d4); Move 3; Save 16; AL N; CL/XP 3/60; Special: Sucks blood (2 hp/round).

- ❖ After they score a hit, they drain blood automatically at one hit point per hit die of the creature.

Giant leeches are about one and a half feet long per hit die.

Lord Hargrem, Glitterskull: HD 8; AC 2 [17]; Atk 1 ram (1d6); Move (Fly 18); Save 8; AL C; CL/XP 13/2300; Special: Spells (as level 8 magic-user), immune to non-magical weapons, immune to poison and gases, half damage from fire.

- ❖ It sheds light in a 15-ft. radius, and at a distance may be mistaken for torchlight.
- ❖ A glitterskull has the spellcasting ability of a level 8 magic-user, and does not require a spellbook to regain its daily spells.
- ❖ Its fiery halo does not cause extra damage, but may ignite flammable objects.
- ❖ Glitterskulls can only be harmed by magical weapons.
- ❖ They can catch a Magic Missile spell within their eyes, and hurl it back at the caster the following round (instead of attacking) or use the spell energy to heal themselves (spell damage adding to HP).
- ❖ Glitterskulls are immune to poison and gas attacks, and take only half damage from fire-based attacks.
- ❖ The gems and gold plating of a glitterskull may be worth anywhere from 200 to 1,200 GP.

The Glitterskull is a gold-plated skull, with large red gems set into the eye sockets. It flies by magical levitation, and is surrounded by a reddish halo.

Mercury Ooze: HD 5; AC 7 [12]; Atk Strike (2d4 plus mercury poisoning); Move 12/9 (swimming); Save 12; AL N; CL/XP 6/400; Special: Mercury poisoning

- ❖ A creature hit by a mercury ooze has 1 point of constitution and 1 point of dexterity permanently drained from them unless they pass a saving throw. One week after suffering the drain, the opponent must succeed on a saving throw or be affected as if by an insanity spell. The effects can be removed by the successful casting of a wish spell.

A mercury ooze resembles a swirling thick pool of silvery-white mercury about 8 feet long and 6 inches thick. It can compress its body to a thickness of 1 inch to slip into cracks and crevices.

Metallic Ooze: HD 7; AC 7 [12]; Atk 1 slam (1d8); Move 6/3 (climbing); Save 9; AL N; CL/XP 8/800;

Special: Acid, irritating fumes, immune to blunt weapons

- ❖ If a hoard ooze hits a creature, it can decide to engulf that opponent in the next round. Engulfed creatures are trapped inside its body, where the ooze's acid dissolves organic matter (1d6 points of damage each round).
- ❖ If burned, the ooze emits a cloud of vapor that burns the eyes and lungs of creatures within 10 feet (2d6 damage, save for half).

A metallic ooze appears as a 9-foot blob of protoplasm of varying hue and color. Its form is coarse and rough giving it the appearance of piles of coins.

Ochre Jelly: HD 6; AC 8 [11]; Atk 1 acid-laden strike (3d4); Move 3; Save 11; AL N; CL/XP 6/400; Special: Lightning divides creature.

- ❖ The creature divides if struck with lightning (each with half the monster's existing hit points).

Ochre jellies are amorphous oozes that damage opponents with their acidic surface.

Olive Slime (hazard): Olive slime is a plantlike growth found in dark, damp underground areas. It is sticky, wet, and olive drab in color. It clings to walls, ceilings, and floors and consumes any organic matter it contacts. Olive slime can detect prey by vibration to a range of 30 feet and drops from ceilings and walls when it detects movement underneath it.

When a patch of olive slime drops and attaches to a foe (the host), it secretes a numbing poison that makes its presence go unnoticed. A creature viewing the host can successfully notice the olive slime on a roll of 1 on 1d6. Within 5 feet of the host, the olive slime is easily noticed.

An olive slime that has attached itself affects the thinking pattern of its host so the host's main concern becomes how to feed and protect the olive slime (including keeping the creature hidden from any adventuring companions). This effect is similar to a charm monster spell. If a creature attempts to remove the olive slime from the host, the host either attacks that creature or attempts to flee the area. The only way to successfully break the brain link is to

destroy the olive slime, destroy the host, or remove the olive slime from the host.

A single patch of olive slime deals 1d6 points of constitution damage each day as it devours flesh, replacing skin and muscle tissue. Additionally, the host must double its normal food intake each day or sustain an additional 1 point of constitution damage each day. On days the host does not eat twice its normal food intake it does not naturally heal any damage (including ability damage). At constitution 0, the host dies and its body transforms into a slime zombie. (See the slime zombie below.)

Olive slime can be burned, frozen, or cut away (dealing an equal amount of damage to the host as well). Anything that deals acid, cold or fire damage, or a cure disease spell destroys a patch of olive slime.

Ooze Demon, Lesser: HD 4; AC 4 [15]; Atk 1 slam (1d6) or bite (1d6 + 1d4 acid) and 2 claws (1d4 + 1d4 acid); Move 6; Save 13; AL C; CL/XP 6/400; Special: Acid

An ooze demon resembles a humanoid with a long, crocodilian snout, razor-sharp teeth, and long talons. From a distance, this monster looks like a typical demon (if such a thing exists). Up close, the horror is easily ascertainable; the creature is actually a single entity of swirling black and white or black and gray ooze in the shape of a humanoid.

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

Giant rats are often found in dungeons, and are about the size of a cat, or perhaps a lynx.

Rat, Monstrous: HD 3; AC 6 [13]; Atk 2 claws (1d3), 1 bite (1d6); Move 12; Save 14; AL N; CL/XP 3/120; Special: 5% are diseased (save vs. poison)

Monstrous rats are often found in dungeons, and are vicious predators the size of a wolf.

Ratling: HD 1; AC 9 [10]; Atk 1 bite (1d6+disease) or weapon; Save 17; Move 12; AL C; CL/XP 2/30; Special: 5% have a diseased bite as per giant rats (save vs. poison)

- ❖ Ratlings dealing damage via a bite may infect their victims with the same disease that mundane rats do. The chances of passing on the disease are identical to that of their giant-rat kin.

Standing no taller than 4ft tall, ratlings, as their name implies, resemble humanoid rodents.

Sedeen, Greater Ooze Demon: HD 10 (70 hp); AC 0 [19]; Atk 1 bite (1d8 + 1d6 acid) and 2 claws (1d6 + 1d6 acid); Move 6; Save 5; AL C; CL/XP 14/2600; Special: Acid, summon ooze, Faceless Lord powers

- ❖ Circle of cold (emanate cold in a 10-ft. radius; 5d6 damage, save for half damage, lasts 1 minute per level)
- ❖ 1/day each - Cause disease (reverse of cure disease), darkness, dispel magic, hold monster, symbol of insanity and wall of acid (as wall of fire, but deals acid damage).
- ❖ Because of her ooze-like structure, Sedeen is immune to sleep effects, paralysis, polymorph, and stunning.
- ❖ She is immune to illusions and can see invisible creatures without difficulty.
- ❖ Once per day, Sedeen can summon up to 1d4 ochre jellies, gray oozes, or gelatinous cubes (in any combination), or 1 black pudding.

Sedeen appears as a moving female statue made of clay, wearing a robe of oozing blood and flesh.

Sergeant: HD 3; AC 5 [14]; Atk 1 weapon (by weapon); Move 12; Save 14; AL any; CL/XP 3/60; Special: None.

Shade: HD 3; AC 7[12]; Atk 1 touch (1d4 + strength drain); Move 12; Save 16; AL C; CL/XP 4/120; Special: Strength drain, semi-corporeal, immunities.

- ❖ Immune to sleep and charm effects.
- ❖ Semi-corporeal: These creatures take half damage from all weapon attacks except when hit by magical and/or silvered weapons.
- ❖ Drain 1 point of Strength on a successful hit and if a victim is brought to a Strength attribute of 0, he or she is transformed into a new shadow. Otherwise, lost Strength points return after a full night's rest.

A shade is a dwarf-shaped shadow that flickers in and out of existence constantly. Its only features are glowing red eyes.

Skathelor, Wererat: HD 3; AC 6 [13]; Atk 1 bite (1d3), 1 weapon (1d6); Move 12; Save 14; AL C; CL/XP 4/120; Special: Lycanthropy, control rats, surprise, hit only by magic or silver weapons.

- ❖ Wererats can psionically control normal rats, giant rats, and slitherats.
- ❖ They are extremely stealthy, surprising opponents on 1–4 on a d6.

Skathelor is a 5 foot tall human-rat hybrid wearing makeshift armor pieced together from bits of leather, hide, and chainmail.

Skeleton: HD 1; AC 8[11] or 7[12] with shield; Atk 1 weapon or strike (1d6) or (1d6+1 two-handed); Move 12; Save 17; AL N; CL/XP 1/15; Special: Immune to sleep and charm spells.

"Skulker," Desert Basilisk: HD 4+4; AC 3 [16]; Atk 1 bite or 1 spit (1d4+1d12 or 1d12); Move 9; Save 13; AL N; CL/XP 6/400; Special: Poisonous gaze (non-lethal).

- ❖ Their gaze inflicts 1d6 points of damage unless those meeting its eye make a successful saving throw.

Anyone avoiding the basilisk's gaze attacks with a -4 penalty to hit and damage.

- ❖ A desert basilisk can spit its poison up to 20ft as a missile attack for 1d12 points of poison damage.
- ❖ The desert basilisk's bite inflicts 1d4 points of physical damage and the poison inflicts an additional 1d12 points. A saving throw negates the basilisk's poison, but anyone who purposely comes into physical contact with a basilisk's hide automatically takes 1d6 points of poison damage.
- ❖ Any weapon that strikes a desert basilisk becomes envenomed and does an additional 1d12 points of poison damage to the next target it hits.

Desert basilisks appear to be fat cobra snakes, about 20ft long and 2 ft. in diameter, with four skinny legs that help propel them along the ground and with horns all around the top of the head.

Slime Zombie: HD 3; AC 3 [16]; Atk 1 slam (1d6 plus infestation); Move 9; Save 14; AL N; CL/XP 6/400; Special: Infestation, death throes, mind link, telepathic bond, immunity to electricity.

- ❖ Any creature hit by the slime zombie's attack must succeed on a saving throw or be infested with olive slime. This infestation works as described in the olive slime entry.
- ❖ When a slime zombie is brought to 0 hit points, its structure collapses and it transforms in a single round as a pool of olive slime (see that entry in this book).
- ❖ A slime zombie is linked symbiotically with the patch of olive slime that created it. This link has a maximum range of 200 miles. Both the slime zombie and olive slime must be on the same plane of existence.

A slime zombie resembles a humanoid blob, olive drab in color. The creature bears no distinguishing marks or facial features. It can speak to others of its kind through telepathy, but otherwise makes no sound or noise.

Slitherats: HD 4; AC 5[14]; Atk 1 bite (1d6+1); Move 12 (Burrow 9, through crystal 24); Save 13; AL N; CL/XP 4/120; Special: Slide through crystal, +1 to hit.

- ❖ Because the teeth are so hard and sharp, slitherats attack with a +1 bonus to hit, and inflict 1d6+1 damage.
- ❖ These strange creatures use their teeth to dig through earth and solid rock when they encounter such obstacles, but they pass through crystal as if it were not even present, leaving no trace of their passage.
- ❖ The diamond teeth from a single slitherat are worth 250gp.

These rodents have a long (4ft) snakelike body covered in fur, with four almost vestigial legs on each side. The long body tapers into a ratlike tail at the end, adding another foot to the creature's overall length. The head, although large, is clearly that of a giant rat; but the long front teeth glitter, for they are made of thin, sharp diamond.

Soldier: HD 1; AC 7 [12]; Atk 1 weapon (by weapon); Move 12; Save 17; AL any; CL/XP 1/15; Special: None.

Spider, Giant (1 ft. diameter): HD 1+1; AC 8[11]; Atk 1 bite (1hp + poison); Move 9; Save 17; AL N; CL/XP 3/60; Special: lethal poison (+2 saving throw).

Spider, Greater Giant (6 ft. diameter): HD 4+2; AC 4[15]; Atk 1 bite (1d6+2 + poison); Move 4; Save 13; AL C; CL/XP 7/600; Special: lethal poison, webs.

- ❖ The greater giant spiders are all web builders. Webs spun by giant spiders require a saving throw to avoid becoming stuck. Those who make a saving throw can fight in and move (5 ft per round) through the webs. The webs are flammable.

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

- ❖ Man-sized giant spiders surprise on a roll of 1-5 on a d6, being able to hide well in shadows. Most are not web-spinners.

Stun Jelly: HD 4; AC 5 [14]; Atk Slam (1d6 plus 1d6 acid plus paralysis); Move 6; Save 13; AL N; CL/XP 6/400; Special: Acid, engulf, paralysis, camouflage, immunity to electricity, surprise on a roll of 1-3 on 1d6

- ❖ When a target moves within 5 feet of a stunjelly, it attacks with its slam attack.
- ❖ A stunjelly's acid does not harm metal or stone.
- ❖ Creatures hit by a stun jelly must pass a saving throw or be paralyzed for 3d6 rounds.
- ❖ Stun jellies automatically engulf paralyzed creatures, who then suffer automatic acid damage and paralysis each round. Attacks that hit an engulfing stun jelly deal half their damage to the monster and half to the trapped victim.
- ❖ Stun jellies only surprise dwarves on a roll of 1-2 on 1d6.

A distant cousin to the gelatinous cube, a stun jelly appears as a 10 foot section of wall or block of stone, acting as a fixture in the dungeon. It attacks with its slam when creatures draw near.

Warhorse: HD 3; AC 7 [12]; Atk 1 bite (1d2), 2 hooves (1d3); Move 18; Save 14; AL N; CL/XP 3/60; Special: None.

Whip Jelly: HD 3; AC 8 [11]; Atk 4 whip tendrils (1d4 + 1d4 acid); Move 8; Save 14; AL N; CL/XP 3/60; Special: Acid

- ❖ A whip jelly secretes a deadly acid that quickly dissolves organic matter but does not harm metal or stone. Any melee hit deals acid damage. Non-metal armor or clothing dissolves and becomes useless immediately unless the character succeeds at a saving throw.

A whip jelly looks like a bluish-gray quivering pile of goo with four long slimy tendrils jutting from its form.

Appendix B: The Ancient Library

Ancient Tomes & Secrets

The library stacks that make up Levels 2 and 3 can be used to great effect by placing dozens of books, spellbooks, and magical scrolls for the party to discover. Many of these tomes may be interesting curiosities, many more useless or decrepit from age, but having a few of them provide mechanical benefit and value if sold in Dalentown (or abroad) gives the adventurers motivation to meticulously search the library shelves. By extension, the time it takes to perform this activity will put them in grave danger as more and more random encounters are generated!

Referees are encouraged to use the following section to populate the shelves with interesting, useful, and sometimes rewarding tomes. That said, care should be taken to ensure that the adventurers don't receive too many mechanical bonuses and high-value treasures that could upend the campaign world's economy. This is why this section has been divorced from the text of Levels 2 and 3: a Referee should carefully comb this section and pick out only what interests them and what fits into their conception of their campaign. That said, if you are running this adventure as a short, self-contained series of game sessions, it's perfectly fine to simply randomly roll or quickly place any and all of the books on the following table, creating as much uncertainty and fun for the Referee as for the players!

Placing the Books

There are several options for placing the books throughout the library.

Random Roll. If you are running this adventure as a one-shot or care little about the long-term effects of potentially

adding 4th level spells to your game, characters have a 1-in-4 chance of finding a special book any time a character spends 2 turns searching a book shelf. If one is discovered, roll 1d20 on the table to determine the special book. Otherwise, the tomes are useless, destroyed, or worn by age. Particularly generous Referees might assign a value of 1d4x10 gp in books discovered even on a roll that doesn't include a special tome; there's always some collector looking for these books!

Methodical Placement. If you wish to place the books in a more methodical manner, roll 1d4-1 for each shelf: this is the number of valuable books on that shelf. Whenever you get 1 or more valuable books on a shelf, you have a 1-in-6 chance of one of those books being one from the table (roll 1d20 to determine which one). Any remaining books have a value of 1d4x10 gp. Once you've reached the end of placing books on the shelves, any remaining special books from the table are placed in the Arcane Catalog (Area 3-1).

Alternative Method. You may wish to assume most books are worthless due to age or wear, and also only wish to place books from the table that are of particular interest to your campaign setting's sensibilities, ignoring all other special books. In this case, consider simply assigning the special books you want to use in your campaign to some of the shelves at random, going in order on the special book table (i.e. place any of the cursed books you want first, then some of the random subject titles, and ending with the higher numbers which include books that provide mechanical benefits). Any particularly powerful books you decide to use (the higher number results on the table) should be placed in the Arcane Catalog (Area 3-1); those tomes are of particular value and would have been locked away by the dwarves for safe-keeping.



1d20	Title	Contents
1	Cursed book!	Trapped with explosive runes! Opening this book causes a creature to make a saving throw or take 4d6 damage from a fiery blast.
2	Cursed book!	This book has pages coated in a contact poison! The poison deals 3d6 damage and saps 1d6 points from a creatures Strength score for 1d6 days. A creature making a successful saving throw takes only half damage and doesn't lose any Strength.
3	Lady Grayson's Treatise on Anatomic	A book about healing, herbalism, and meditation.
4	A Traveler's Guide to Cloureach	Stories regarding a kingdom of giants built in cloud-based cities and featuring fleets of flying ships.
5	The Tombs Below Hallow	Stories about a vertically-built city inside a bowl-like depression in the earth.
6	Tome of the Stars	A treatise on astrology and legends of spacefaring sailing ships.
7	The Seasonal Courts	A partially destroyed, fractured record of various feyland courts and their nobles.
8	The Cataclysm of Memory	A philosophical book about why no one remembers the creation of the world and the ancient past.
9	The Voluminous Tome of Volumes	An index of dwarven texts on architecture.
10	Wyvern Tails	A cookbook using parts from wyverns, drakes, and dragons.
11	Gavarus' Notebook	Deeply personal notes from a genius dwarven smith.
12	A Dragon's Epitaph	A surreal fiction about the death of the goddess of dragons.
13	Colorful Meades & Stout Reads	Overly wordy book about the history, styles, and recipes of hundreds of variations of dwarven ales.
14	Spellbook	This magic-user spellbook contains the following spells: ❖ <i>Clairaudience</i> ❖ <i>Clairvoyance</i> ❖ <i>Explosive runes</i> ❖ <i>Protection from evil, 10 foot radius</i> ❖ <i>Remove curse</i>
15	The Demonomicon	This book includes information relevant to Jubilex, the Faceless Lord, and many of his minions. Any character reading from this section of the book is protected as if by a <i>protection from evil</i> spell against oozes, demons, and Sedeen herself for 72 hours.
16	Manual of High Arcana	Any magic-user that reads this book (which takes 8 hours) has their Intelligence score permanently increased by 1 point.
17	The Manual of Divine Words	Any cleric, druid, or paladin reading this book (which takes 8 hours) has their Wisdom and Constitution scores permanently increased by 1 point each.
18	The Manual of Exorcism	A cleric who reads this book (which takes 8 hours) receives a +1 bonus on any Turn Undead checks when dealing with undead or for putting the dwarven lords' spirits to rest while in this dungeon.
19	Of Dwarven Doorways	A book on the architecture and magic behind dwarven gates, doorways, and magical runes of protection for their kingdoms. All characters find secret doors on 1 greater number while in this dungeon (i.e. if you have a 3-in-6 chance of finding secret doors, you now have a 4-in-6 chance).
20	Scrollcase	This scrollcase includes a scroll with the following cleric spells: ❖ <i>Cure disease</i> ❖ <i>Prayer</i> ❖ <i>Neutralize poison</i>

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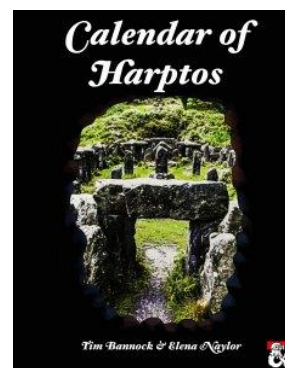
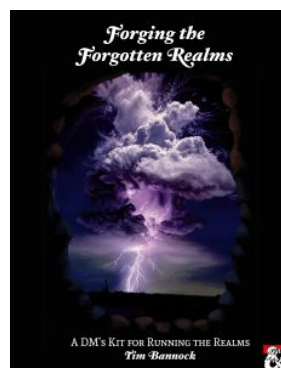
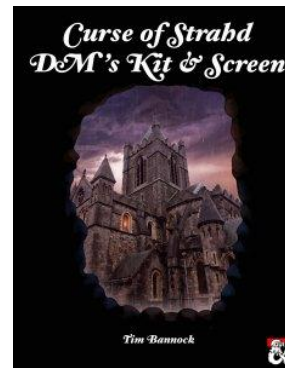
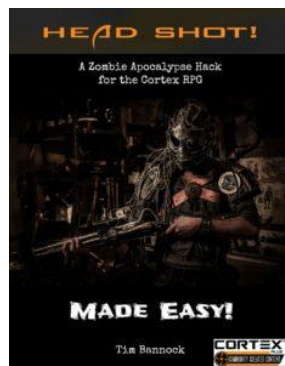
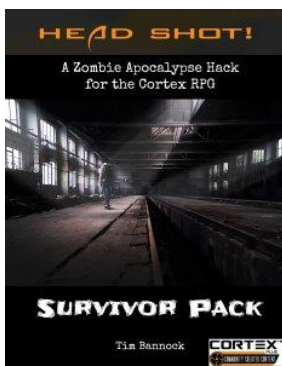
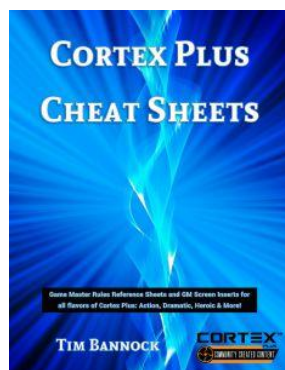
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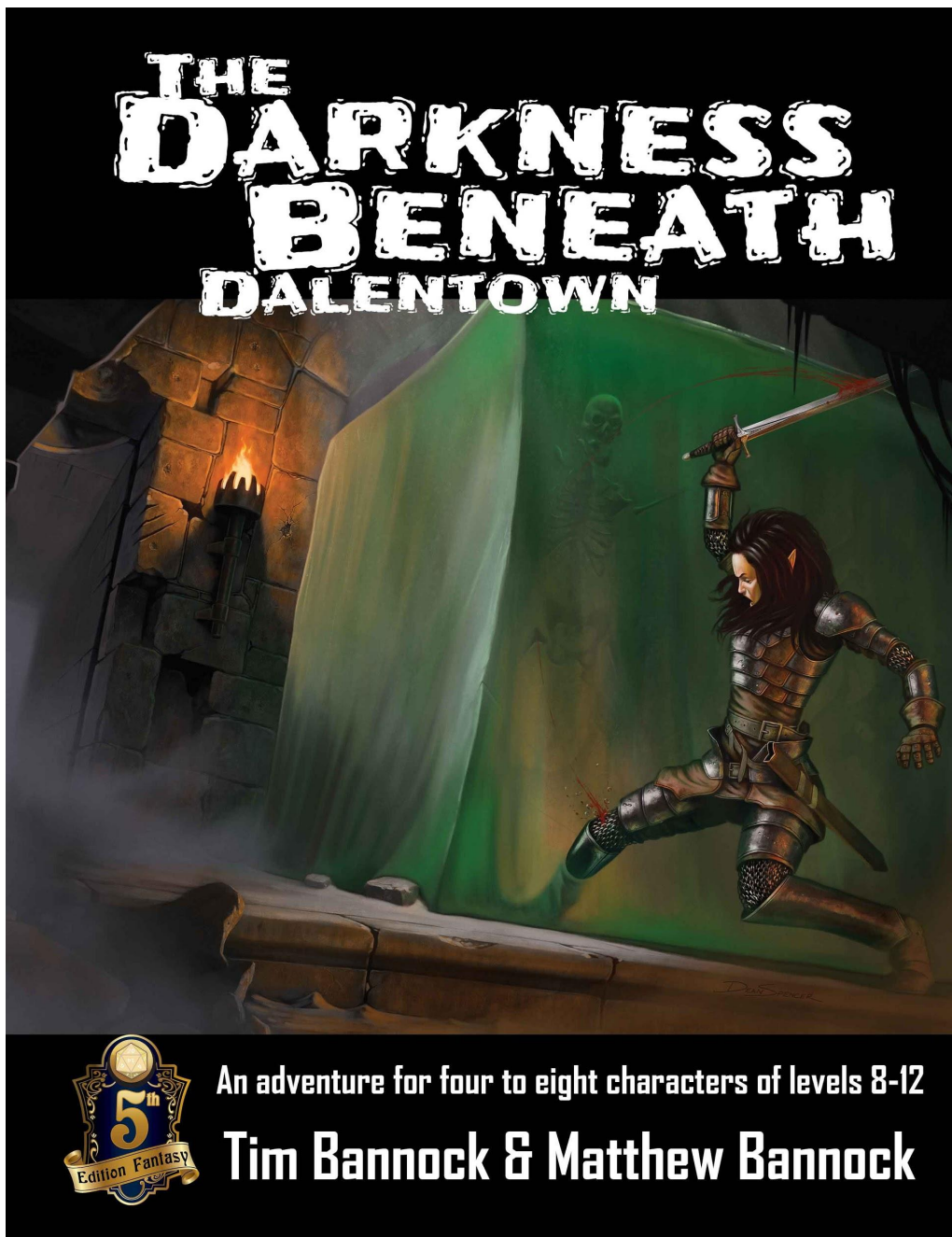


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